

**The Medical Protection Society Limited, registered no. 36142**  
**Special Resolutions**

The attached Special Resolutions were all duly passed by the requisite majority at the Annual General Meeting held on Thursday 7th May 1992.

**Special Resolutions**

1. That

- 1.1 There be added to the third Clause of the Memorandum of Association the words 'or those eligible to be Members' after the word 'Company' wherever it appears in line 1 of sub-Clause (B), line 2 of sub-Clause (C) and line 2 of sub-Clause (H);
- 1.2 There be substituted the word 'eligible' for the word 'qualified' wherever it appears in line 3 of sub-Clause (I) and line 5 of sub-Clause (J) of the third Clause of the Memorandum of Association;
- 1.3 There be substituted for sub-Clause (F) of the third Clause of the Memorandum of Association the following sub-Clause:
  - (F) (i) To effect and obtain on its own behalf all such insurances, re-insurances, counter-insurances, indemnities and guarantees as may be expedient.
  - (ii) To act as agent or intermediary in and about the effecting and obtaining of insurance for Members of the Company or those eligible to be Members.'

2. That there be substituted for Article 9 in the Articles of Association the following new Article 9:

9. (1) The Council may call General Meetings whenever it thinks fit.
- (2) Special General Meetings shall be convened by the Council on the requisition of Members pursuant to the Act or in default may be convened by such requisitionists as provided by the Act
- (3) Special General Meetings shall be convened by the Council on the requisition in writing of, and signed by, not less than 250 Members, and held on a date not later than eight weeks after the receipt of such requisition.'

3. That Article 28(1) of the Articles of Association be amended by deleting the words 'Clause 3(C)' in line 1 and by substituting therefor the words 'Clause 3(E)'.

