

Company number: 02145809

Special Written Resolutions
of

National Office of Animal Health Limited ("the Company")

16th October 2023

WEDNESDAY



ACHSC88W

A12

06/12/2023

#9

COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolutions are passed as special resolutions:

THAT

SPECIAL RESOLUTION 1

Changes to the Articles as set out in the attached version dated 12 October

1. The changes to the Articles are set out to update the content and clarify the relationship between the Company and its members.
2. The changes introduce a number of missing definitions

SPECIAL RESOLUTION 2

3. Introduce a Membership Agreement as an Annex to the Articles. This Agreement moves administrative arrangements and policy objectives from the Articles to the Membership Agreement i.e. Code of Practice, Compendium, NCAH, fees and membership arrangements as these are membership services and not pertinent to the operation of the Association as a business.

SPECIAL RESOLUTION 3

4. Update the definition of a Corporate Member to reflect the change to the NOAH Strategy 2022-25 i.e. *"NOAH represents the UK animal health industry. We promote the benefits of licensed medicines and solutions for the health and welfare of all animals"*

From

Article 22 (1)

All corporations engaged in the research, development, manufacture and marketing of animal health medicines, biologicals and specified feed additives sold in the United Kingdom for which they or any one or more of their related companies shall hold authorisations for veterinary medicinal products shall be eligible for membership of the Association

To

Article 22 (1)

Any legal person engaged in the research, development, manufacture and marketing of licensed veterinary medicines or animal health solutions sold in the United Kingdom may apply to be a member of the company.

The undersigned, a person entitled to vote on the resolution on the circulation date, hereby irrevocably agrees to the resolution.

Signed:

Name:

Date:

5. If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version:

Email: to Joanne Jeffs at j.jeffs@noah.co.uk . Please enter "Special Written Resolutions dated 16th October 2023" in the email subject box.

6. If you do not agree to the resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
7. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
8. Unless, by 28 days beginning with the circulation date, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or on this date.