

COMPANIES ACT 2006

WRITTEN RESOLUTION

Company number 11888975

Conservative Friends of the Armed Forces Limited

On the 10th November 2023 the following written resolution was AGREED and passed by the members:

"That the company's articles of association be AMENDED as follows:

Insert new Part 2:

PART 2

STATEMENT OF OBJECTS

Objects

3. The principal objects of the Company are to promote the role service and value of HM Armed Forces and their allies and to provide an independent self-financing non-profit making autonomous organisation for this purpose and, to this end, to create a programme:
- (a) to connect and disseminate views and information;
 - (b) to practise goodwill and understanding about the work of the armed forces with members of the public, parliamentarians and other elected representatives;
 - (c) to raise awareness and understanding of policies affecting the armed forces and service personnel past and present.
 - (d) to promote within the Conservative Party, conservatives generally and others a better understanding of the issues and concerns of the armed forces and those who serve and have served within them;
 - (e) to encourage and support former members of the armed forces to take up roles in public life and/or elected positions therein;
 - (f) to raise funds through subscriptions, donations and fundraising, to be used entirely for the promotion of these objects;
 - (g) to do such things as shall, in the opinion of the directors, be conducive to practising the objects set out in this article;

Renumbering all subsequent parts and sections accordingly.

Insert new clause 35 (in renumbered part 5)

PART 5

ADMINISTRATIVE ARRANGEMENTS

Profits and surpluses not to be distributed

35. The income and property of the Company shall be applied solely towards the promotion of the Company's objects and activities and no part shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Company;

Provided that nothing in this documents shall prevent and payment in good faith by the Company:

- (a) of the usual professional charges for business done by any Director or member of the Company to act in a professional capacity on its behalf: Provided that at no time shall a majority of the Directors benefit under this provision and that a Director shall withdraw from any meeting at which his or her appointment or remuneration is under discussion;
- (b) of reasonable remuneration to any person holding office as an event or fund raising organiser or manager for work undertaken whilst holding that office, notwithstanding that he/she is a Director or member of the Company; Provided that any Director withdraws from any meeting whilst his/her remuneration is being discussed;
- (c) of reasonable and proper remuneration for any services rendered to the Company by any member, officer or servant of the Company who is not a Director;
- (d) of interest on money lent by any member of the Company or director at a reasonable and proper rate per annum not above the published base lending rate of a clearing bank to be selected by the Directors;
- (e) of fees, remuneration or other benefit in money or money's worth to any company of which a Director may also be a member holding not more than 1/100th part of the issued share capital of that company;
- (f) of reasonable and proper rent for premises demised or let by any member of the Company or a Director;
- (g) to any Director of reasonable out-of-pocket expenses.

Renumbering all subsequent sections accordingly."

Signed

A handwritten signature in black ink, appearing to read 'Jes Cl.', is written over a horizontal line.

James Clark, Director