

## **Notice for Circulation to Members**

### **The Association of British Philatelic Societies Limited 2013**

An EGM will be held on Friday 28<sup>th</sup> June 2013 immediately following the AGM at the Hallmark Hotel, Gloucester to consider, and if thought fit, to adopt the following amendments to the Articles of Association of the Company. Copies of the a marked up draft of the Articles of Association showing these proposals in context will be available on request prior to the meeting and at the meeting.

The following resolution which is to be passed as a special resolution is to be considered at the EGM; and at a meeting at 4:30pm Thursday 27<sup>th</sup> June 2013 at the Hallmark Hotel, Gloucester.

#### **Special Resolution**

**THAT** the Articles of Association of the Company be amended by making the following changes as set out below:-

5. Add the words “and their members” at the end of Article 5.

15. Replace Article 15 with the following:-

“The Council shall comprise of not more than fifty (50) Members including a Chairman and a Vice Chairman of the Council elected each year at the Annual General Meeting”.

16. Amend the following sub-clauses as follows:-

16(iii) Adding the words at the end “nominated by the Philatelic Trade” at the end.

16(iv) Adding the words at the end “(“BPT”), nominated by the BPT”.

16(v) Add the words at the end “nominated by the BPT”.

16(vi) Insert new sub-paragraph:

(vi) “Representatives of the Members (to make up the number of fifty (50) Members, after having provided for the number of members required to enable the categories (i) to (v) above to be filled) nominated by two members of the Association and elected at the Annual General Meeting each year”.

25. Amend Article 25 by deleting the word “twice” in the first line and replacing it by the word “once”.

33(i) Amend Article 33(i) by adding the words “15 and” after the word “Regulation” and before the word “17”.

39(iv) Delete the existing words of sub-paragraph (iv) and replace them with “Members of the Association”.

42. Amend Article 42 by deleting the figure twenty (20) and replace it with “five (5)”.

64. Amend Article 64 (ii) by inserting the words used in sub-paragraph (i) “present and voting” in place of and deleting the words “entitled to attend and vote”.

65. Add the following new Articles

“In order to take account of the relaxations available to private limited companies under the Companies Act 2006, should any such provision of the Companies Act 2006 be conveniently applied to these Articles, it shall be deemed to be included in place of the original wording”.

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Chairman