

**ARTICLES OF ASSOCIATION**  
**OF**  
**M S INFORMATION & THERAPY CENTRE Ltd**  
**Company Number: 2294597**

*(Updated Copy as Dated 04<sup>th</sup> May 2022, the ORIGINAL signed, sealed and dated 1994 held at the Centre)*



**Working Name:- Charcot Therapy Centre**

THE COMPANIES ACT 1985 MEMORANDUM OF ASSOCIATION  
OF  
M S INFORMATION AND THERAPY CENTRE LTD

1. The name of the Company (hereinafter called “the Company”) is “M S INFORMATION AND THERAPY CENTRE LTD”:
  - (i) “the Area of Benefit” means the areas of Gloucestershire, South Warwickshire and the South West Midlands and such other parts of the United Kingdom as the Company may from time to time determine by ordinary resolution passed at a general meeting of the Company.
2. The registered office of the Company will be situated in England.
3. The objects for which the Company is founded are: -
  - 3(A) (1) To aid and improve for the public benefit in the Area of Benefit the condition of those living with neurological and long term conditions by any lawful means including any of the following means: -
    - (a) by bringing together persons living with a neurological or a long term condition and persons interested in these conditions;
    - (b) by providing advice guidance and moral and practical support for persons living with a neurological or a long term condition;
    - (c) by providing therapy (including hyperbaric oxygen therapy) for persons living with a neurological or a long term condition or other symptoms or conditions.
  - 3(A) (2)
  - 3(B) In furtherance of the foregoing objects (hereinafter called “the Principal Objects”) but not further or otherwise the Company shall have the following powers: -
    - 3(B) (1) To provide equip and administer centres for the administration of therapy in accordance with Clause 3(A) (1) (c) above.
    - 3(B) (2) To purchase take on lease agree to lease or otherwise acquire any movable or immovable property as may be expedient in promotion of the Principal Objects.
    - 3(B) (3) To sell let mortgage dispose of or turn to account all or any of the movable or immovable property or other assets of the Company as may be expedient in the promotion of the Principal Objects PROVIDED THAT: -

- (a) no property shall be disposed of without such consents as are by law made requisite;
- (b)

- 3(B) (4) To construct lay out establish alter enlarge pull down remove and replace either alone or in conjunction with any other person body or association any premises building erection or equipment necessary or convenient for the work of the Company.
- 3(B) (5) To collect and organise the collection of funds for furthering the Principal Objects of the Company by advertisements lectures exhibitions entertainments sporting events promotions lotteries appeals and all other lawful means whatsoever and to receive donations legacies grants and subscriptions (including donations legacies grants and subscriptions subject to any specific trusts within the Principal Objects of the Company) PROVIDED THAT:
- 
- (a) the Company shall not undertake any permanent trading activities in raising funds for its objects;
- (b)
- 3(B) (6) To collect print publish and disseminate by any means whether public or private information data and knowledge relating to the Principal Objects of the Company.
- 3(B) (7) To conduct or hold surveys investigations or enquiries in or in the vicinity of the Area of Benefit of and into any aspect of any neurological condition or long term condition or the services we provide.
- 3(B) (8) To hold support or attend conferences and public meetings calculated to advance directly or indirectly the Principal Objects of the Company.
- 3(B) (9) To give or arrange lectures public or otherwise upon the subject of any neurological condition or long term condition or the services we provide.
- 3(B) (10) To take over and administer (if required so to do and if considered desirable) all or any of the funds and assets which may lawfully be taken over by the Company and undertake all or any of the liabilities of any charity having or including objects similar to or the same as the Objects of the Company.
- 3(B) (11)
- (a)
- (b)
- (c)
- 3(B) (12) To undertake and execute any charitable trusts which may lawfully be undertaken by the Company and are within the Objects of the Company.
- 3(B) (13) To borrow or raise money for the purposes of the Company on such terms and subject to such consents as may be required by law on such security as the Company may think fit.
- 3(B) (14) To invest and deal with moneys of the Company not immediately required for its purposes in an upon such investments securities and property as may be thought fit.



- 3(B) (15) To enter into association with other charity or charities having objects the same or similar to the Company. To make payments to such other charity or charities or association or associations provided that they are charitable bodies under the law of England and Wales for any of the following purposes: -
- (a) towards defraying the general administrative costs of such an association or charity;
  - (b) towards funding any current or projected research or current or projected therapy to be performed by such an association or charity or any other work to be done in furtherance of their charitable objects;
  - (c) towards reimbursing any costs incurred by such an association or charity in providing any specific technical or administrative services required by the Company.
- 3(B) (16) To do all such other lawful things as shall further the attainment of the Principal Objects or any of them.
- 4 The income and property of the Company whencesoever derived shall be applied solely towards the promotion of the Objects of the Company as set forth in the Memorandum of Association and no portion thereof shall be paid transferred or applied directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Company and no member of its Committee or Management or Governing Body shall be appointed to any office of the Company paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Company PROVIDED THAT: -
- (a)
  - (b) nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Company not being a Member of the Company or of its Committee of Management or Governing Body in return for any services actually rendered to the Company nor prevent the payment of interest at a rate not exceeding 2% per annum less than the published base lending rate of a clearing bank selected by the Committee of Management or Governing Body on money lent or reasonable and proper rent for premises demised or let by any member of the Company;
  - (c) the Company shall be empowered to pay all reasonable and proper costs and outof-pocket expenses incurred by members of the Company and others in the promotion and incorporation of the Company;
  - (d) nothing herein shall prevent the payment in good faith of fees remuneration or other benefit in money or money's worth to a company of which a member of the Company or its Committee of Management or Governing Body is also a member not more than 1/100<sup>th</sup> part of its capital.

- 5 The liability of the members is limited.
- 6 Every member of the Company undertakes to contribute to the assets of the Company in the event of the same being wound up while he is a member or within one year after he ceases to be a member for payment of the debts and liabilities of the Company contracted before he ceases to be a member and of the costs charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves such amount as may be required nor exceeding £1.00 sterling.
- 7 If upon the winding up or dissolution of the Company there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among any members of the Company but shall be given or transferred to any charitable institution or institutions having objects similar to the objects of the Company and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Company under or by virtue of Clause 4 hereof such institution or institutions to be determined by the members of the Company at or before the time of dissolution and if and so far as effect cannot be given to such provision then to some other charitable object.
- 8 True accounts shall be kept of the sums of money received and expended by the Company and the matters in respect of which such receipts and expenditure take place and of the property credits and liabilities of the Company and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed such accounts shall be open to the inspection of the members. Once at least in every year the accounts of the Company shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more qualified Auditor or Auditors.

We the several persons whose names are subscribed are desirous of being formed into a Company in pursuance of this Memorandum of Association.

THE COMMON SEAL OF  
M S INFORMATION AND THERAPY CENTRE LTD was  
here unto affixed in the presence of

COMMITTEE MEMBER

COMMITTEE MEMBER

COMMITTEE MEMBER

NAMES AND ADDRESSES AND DESCRIPTIONS OF  
OTHER SUBSCRIBERS

Colin Turner

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

Dennis Rogers

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

Dated this                                    day of                                    1994

WITNESS TO THE ABOVE SIGNATURES

WITNESS

ADDRESS

OCCUPATION



ARTICLES OF ASSOCIATION OF M S INFORMATION AND THERAPY CENTRE LTD

INTERPRETATION

1. In these articles: -

“the Act” means the Companies Act 1985;

“the Seal means the common seal of the Company;

“secretary” means any person appointed to perform the duties of the Secretary of the Company;

“the Committee” means the Committee of Management of the Company and any reference in the Act to Directors or a Board of Directors shall be construed as applying to the Committee and its members;

“the Office” means the registered office of the Company;

“month” means calendar month.

Where the context shall permit words importing the singular number only shall include the plural number and vice versa; words importing persons shall include corporate bodies.

Subject to the aforesaid any words or expressions defined in the Act or any Statutory modification thereof in force at the date on which these presents become binding on the Company shall if not inconsistent with the subject or context bear the same meanings in these presents.

MEMBERS

2. The members of the Company shall consist of subscribers to the Memorandum of Association and such other persons as the Committee shall admit to membership.

3.

4.

5. The provisions of Sections 352 and 353 of the Act shall be observed by the Company and every member of the Company shall either sign a written consent to become a member or sign the register of members on becoming a member.

6. The Company is established for the purposes expressed in the Memorandum of Association.
7. Any person living with a neurological or a long term condition and any person who is interested in and wishes to promote the objects of the Company shall be eligible for admission to membership of the Company.
8. Members shall pay by way of membership subscription such sum as may from time to time be fixed by resolution of the Committee and approved by the Company in general meeting. The annual subscription shall be due on the first day of January in each year. The first annual subscription shall be payable on application for membership. A member who shall make default for twelve months in payment of his annual subscription shall cease to be a member.
9. A member shall forthwith cease to be a member of the Company if he voluntarily resigns by giving notice in writing to the Secretary or if he is requested to resign by resolution of the Committee. No such resolution shall have effect unless the member concerned is given: -
  - (a) at least fourteen days' notice in writing of the meeting of the Committee at which the proposed request for his resignation is to be considered and of the grounds upon which it is proposed that he should be requested to resign;
  - (b) an opportunity of submitting such written representations to the Committee as he wishes to have taken into account and an opportunity of attending before such meeting of the Committee (whether with or without legal or other representatives) and making (whether personally or through his representatives) such oral representations to the Committee as he wishes to have taken into account. The Committee may but shall not be bound to give the member concerned reasons for a request for resignation under this Article.

#### GENERAL MEETINGS

10. The Company shall in each year hold a General Meeting as its Annual general meeting in addition to any other meetings in that year and shall specify the meeting as such in the notice calling it and not more than fifteen months shall elapse between the date of one Annual General Meeting of the Company and that of the next. The Annual general meeting shall be held not later than 30<sup>th</sup> June in each calendar year at such time and place as the Committee shall appoint this is to include a hybrid approach of in person meetings and via secure digital meeting platforms.
11. All General Meetings other than Annual General Meetings shall be called Extraordinary General Meetings.

12. The Committee shall whenever it thinks fit convene an Extraordinary General Meeting and Extraordinary General Meetings shall also be convened on such requisition or in default may be convened by such requisitionists as provided by Section 368 of the Act.
13. An Annual General Meeting and a meeting called for passing of a Special Resolution shall be called by twenty-one days' notice in writing at least and a meeting of the Company other than an Annual General Meeting or meeting for the passing of a Special Resolution shall be called by fourteen days' notice in writing at least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given and shall specify the place the day and the hour of the meeting and in case of special business the general nature of that business and shall be given in manner hereinafter mentioned or in such other manner if any as may be prescribed by the Company in General Meeting to such persons as are under the Articles of the Company entitled to receive such notices from the Company PROVIDED THAT a meeting of the Company shall notwithstanding that it is called by shorter notice than that specified in this Article be deemed to have been duly called if it is so agreed: -
- (A) in the case of a meeting called as the Annual General Meeting by all the members entitled to attend and vote there at and
- (B) in the case of any other meeting by a majority in number of the members having the right to attend and vote at the meeting being a majority together representing not less than 95 per cent of the total voting rights at the meeting of all the members.
14. The accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings of that meeting.

#### PROCEEDINGS AT GENERAL MEETINGS

15. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided three members or one tenth of the membership whichever is the greater present in person shall be a quorum.
16. If within half an hour from the time appointed for the meeting a quorum is not present the meeting if convened upon the requisition of members shall be dissolved in any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such time and place as the Committee may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

17. The Chairman if any of the Company shall preside as Chairman at every General Meeting of the Company or if there is no Chairman or he shall not be present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act the members of the Committee present shall elect one of their members to be Chairman of that meeting.
18. If at any meeting no member of the Committee is willing to act as Chairman or if no member of the Committee is present within thirty minutes after the time appointed for holding the meeting the members present shall choose one of their number to be Chairman of the meeting.
19. The Chairman may with the consent of the meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given as in the case of the original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
20. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded: -
- (A) by the Chairman or
  - (B)
  - (C) by the least three members present in person or by proxy or
  - (D) by any member or members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the members having the rights to vote at the meeting.

Unless a poll be so demanded a declaration by the Chairman that a resolution has on show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect in the book containing the minutes of proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded for or against such resolution. The demand for a poll may be withdrawn.

21. Subject to the provisions of Article 24 if a poll be demanded in manner aforesaid it shall be taken at such time and place and in such manner as the Chairman of the meeting shall direct and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

22. In the case of an equality of votes whether on a show of hands or on a poll the Chairman of the meeting at which the show of hands take place or at which the poll was demanded shall be entitled to a second or casting vote.
23. No poll shall be demanded on the election of a Chairman of a meeting on any question of adjournment.
24. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

#### VOTES OF MEMBERS

25. Subject as hereinafter provided every member shall have one vote.
26. No member shall be entitled to vote at any General Meeting unless all moneys currently payable by him to the Company have been paid.
- 27.
- 28.
29. On a poll votes may be given either personally or by proxy.
30. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing. A proxy need not be a member of the Company.
31. The instrument appointing a proxy and the power of attorney and/or other authority if any under which it is signed or a certified copy of that power or authority shall be deposited at the registered office of the Company or at such other place within the United Kingdom as is specified for that purpose in the notice convening the meeting not less than forty-eight hours before the time for holding the meetings or adjourned meeting at which the person named in the instrument proposed to vote or in the case of a poll not less than twenty-four hours before the time appointed for the taking of the poll and in default the proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of twelve months from the date of its execution.
32. Any instrument appointing a proxy shall be in the following form or a form to the like effect:
- 
- “
- LIMITED I of
- a member of

LIMITED hereby appoint of and  
 failing him of  
 to vote for me and on my behalf at the (Annual or Extraordinary or Adjourned as the case  
 may be) General Meeting of the Company to be held on the            day of            and  
 at every adjournment thereof.

As witness my hand this            day of

33. The instrument appointing a proxy shall be deemed to confer authority to demand or join in a poll.

#### COMMITTEE OF MANAGEMENT

34. The number of members of the Committee shall not be less than three nor until otherwise determined by a General Meeting more than ten.
35. The first members of the Committee shall be the subscribers to the Memorandum of Association.
36. The Committee may from time to time and at any time appoint any member of the Company as a member of the Committee either to fill a casual vacancy or by way of addition to the Committee PROVIDED THAT the prescribed maximum be not thereby exceeded. Any member so appointed shall remain a member of the Committee only until the next Annual General Meeting but he shall then be eligible for re-election.
37. Subject as hereinafter provided no person who is not a member of the Company shall in any circumstances be eligible to be a member of the Committee.
- 38.
39. Subject as aforesaid no person shall be disqualified for appointment or election as a member of the Committee and no member of the Committee shall be liable to vacate his membership by reason of his age and the provisions of Section 293 of the Act shall not apply to the Company.

#### POWERS OF THE COMMITTEE

40. The business of the Company shall be managed by the Committee who may pay all expenses of and preliminary and incidental to the promoting and registering of the Company as they think fit and may exercise all such powers of the Company as are set out in the Memorandum of Association and do on behalf of the Company any such acts as may be exercised required to

be exercised or done by the Company in General Meeting subject nevertheless to any regulations in these presents and to the provisions of the statutes for the time being affecting any powers of the Company and to such resolution being not inconsistent with any regulations or provisions as may be prescribed by the Company in General Meeting but no regulation made by the Company in General Meeting shall invalidate any prior act of the Committee which would have been valid if such regulation had not been made.

41. The members for the time being of the Committee may act notwithstanding any vacancy in their body PROVIDED ALWAYS that in case the members of the Committee shall at any time be reduced in number to less than the minimum number prescribed by or in accordance with these presents it shall be lawful for them to act as the Committee for the purpose of admitting persons to membership of the Company or filling up vacancies in the Committee or to summoning a General Meeting but not for any other purpose. Members of the Committee shall be entitled to be indemnified by the Company in respect of any expenses reasonably and properly incurred while acting on behalf of the Company.

#### OFFICERS

42. The Officers of the Company shall consist of Chairman Treasurer and Secretary. The first officers of the Company shall be appointed by the Committee and shall hold office until the first Annual General Meeting of the Company. Officers shall be elected at the Annual General Meeting of the Company and hold office until the next Annual General Meeting. The Committee may appoint any of their number to fill any casual vacancy among the officers and any person so appointed shall hold office until the next Annual General Meeting. Officers (whether appointed or elected) shall be eligible for re-election. Officers shall be entitled to be indemnified in respect of any expenses reasonably and properly incurred while acting on behalf of the Company but shall not be entitled to remuneration for so acting.
43. The Officers of the Company for the time being shall be members of the Committee.
44. The provisions of Sections 283 and 284 of the Act shall apply and be observed. The Committee may from time to time by resolution appoint an assistant or deputy Secretary and any person so appointed may act in place of the Secretary if there be no Secretary or no Secretary capable of acting.
45. The Committee may also appoint such Managers and other servants for permanent temporary or special services as they think proper and may determine the powers and duties and may fix the salaries and emoluments (if any) of the persons so appointed and may suspend or remove any officers or servants as they may think proper in accordance with the provisions of the Articles of Association for the time being of the Company PROVIDED THAT no member of the Committee shall receive any salary or emolument from the Company.

## THE SEAL

46. The seal of the Company shall not be affixed to any instrument except by the authority of a resolution of the Committee or by the authority of two members of the Committee duly authorised for the purpose by resolution of the Committee and in the presence of at least two members of the Committee and of the Secretary and the said members and Secretary shall sign every instrument to which the seal shall be so affixed in their presence and in favour of any purchaser or person bona fide dealing with the Company such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

## DISQUALIFICATION OF MEMBERS OF THE COMMITTEE

47. The office of a member of the Committee shall be vacated: -

- (A) If a Receiving Order is made against him or he becomes bankrupt or apparently insolvent or he makes any arrangement or composition with his creditors.
- (B) If he becomes of unsound mind.
- (C) If he ceases to be a member of the Company.
- (D)
- (E) If by notice in writing to the Company he resigns his office.
- (F) If he ceases to hold office by reason of any order made under Sections 295 to 300 of the Act or is disqualified from holding office under the terms of the Insolvency Act of 1986 or any statutory modification or re-enactment thereof for the time being in force.
- (G) If he is removed from office by a resolution duly passed pursuant to section 303 of the Act.

## ANNUAL ELECTION OF MEMBERS OF THE COMMITTEE

48. The members of the Committee shall retire at each Annual General Meeting of the Company.

49. A retiring member of the Committee shall be eligible for re-election.



50. No person retiring at an Annual General Meeting shall be eligible for election as an Officer of the Company or other member of the Committee at that Meeting unless within the prescribed time before the day appointed for the Meeting there shall have been given to the Secretary notice in writing by some member duly qualified to be present and vote at the meeting for which such notice is given of his intention to propose such person for election and also notice in writing signed by the person to be proposed of his willingness to be elected. The prescribed time above mentioned shall be such that between the date when the notice is served or deemed to be served and the day appointed for the meeting there shall be no less than three nor more than twenty-eight intervening days.
51. The Company may from time to time in General Meeting increase or reduce the number of members of the Committee.
52. In addition and without prejudice to the provisions of Section 303 of the Act the Company may by Extraordinary Resolution remove any members of the Committee before the expiration of his period of office but after giving him an opportunity to address the General Meeting and may by an Ordinary Resolution appoint another qualified member in his stead but any person so appointed shall retain his office so long as the member in whose place he is appointed would have held the same if he had not been removed.

#### PROCEEDINGS OF THE COMMITTEE

53. The Committee may meet together, either in person or by secure digital meeting platforms for the dispatch of business adjourn and otherwise regulate their meetings as they think fit and determine the quorum necessary for the transaction of business. The minimum quorum and the actual quorum except insofar as the higher one is fixed shall be three or one third of the multiple of three next above the total number of members of the Committee for the time being entitled to attend and vote whichever is the greater. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote.
54. A member of the Committee may and on the request of a member of the Committee the Secretary shall at any time summon a meeting of the Committee by notice served upon several members of the Committee. A member of the Committee who is absent from the United Kingdom shall not be entitled to a notice of a meeting.
55. The Chairman of the Company shall be entitled to preside at all meetings of the Committee at which he shall be present but if at any meeting the Chairman be not present within five minutes after the time appointed for holding the meeting and willing to preside the members of the Committee shall choose one of their number to be Chairman of the meeting.

56. A meeting of the Committee at which a quorum is present shall be competent to exercise all the authorities powers and discretions by or under the regulations of the Company for the time being vested in the Committee generally.
57. All acts bona fide done by any meeting of the Committee or by any person acting as a member of the Committee shall notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or persons acting as aforesaid or that they or any of them were disqualified be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Committee.
58. The Committee shall cause proper minutes to be made of all appointments of Officers made by the Committee and of the proceedings of all meetings of the Company and of the Committee and all business transacted at such meetings and any such minutes of any meeting if purporting to be signed by the Chairman of such meeting or by the Chairman of the next succeeding meeting shall be sufficient evidence without any further proof of the facts therein stated.
59. A resolution in writing signed by all the members for the time being of the Committee who are duly entitled to receive notice of a meeting of the Committee shall be valid and effectual as if it had been passed at a meeting of the Committee duly convened and constituted.

#### ACCOUNTS

60. The Treasurer shall cause proper books of account to be kept with respect to: -
- (A) all sums of money received and expended by the Company and the matters in respect of which such receipts and expenditure take place;
  - (B) all sales and purchases of goods by the Company and services rendered to the Company and;
  - (C) the assets and liabilities of the Company. Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of affairs of the Company and to explain its transactions.
61. The books of account shall be kept at the office or by the Treasurer or at such other place or places as the Committee shall think fit and they shall always be open to the inspection of the members of the Committee.

62. The Company in General Meeting may from time to time make reasonable conditions and regulations as to the time and manner of the inspection by the members of the accounts and books of the Company or any of them and subject to such conditions and regulations the accounts and books of the Company shall be open to the inspection of members at all reasonable times during business hours.
63. At the Annual General Meeting in every year the Treasurer shall lay before the Company a proper income and expenditure account for the period since the last preceding account (or in the case of the first account since the incorporation of the Company) made up to a date not more than six months before such meeting together with proper balance sheet made up as at the same date. Every such balance sheet shall be accompanied by proper reports of the Treasurer and the Auditors and copies of such account balance sheet and reports (all of which shall be framed in accordance with any statutory requirements for the time being in force and of any other documents required by law to be annexed or attached thereto or to accompany the same) shall not less than twenty-one days clear before the date of the meeting be sent to the Auditors and to all other persons entitled to receive notices of General Meetings in the manner in which notices are hereinafter directed to be served.

#### AUDIT

64. Once at least in every year the accounts of the Company shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor of Auditors.
65. Auditors shall be appointed and their duties regulated in accordance with Sections 384 to 392 of the Act the members of the Committee being treated as the Directors mentioned in those Sections.

#### NOTICES

66. A notice may be served by the Company upon any member either personally or by sending it through the post in a prepaid letter addressed to such member at his registered address as appearing in the register of members.
67. Any member described in the register of members by an address not within the United Kingdom who shall from time to time give the Company an address within the United Kingdom at which notices may be served upon him shall be entitled to have notices served upon him at such address but save aforesaid only those members who are described in the register of members by an address within the United Kingdom shall be entitled to receive notices from the Company.

68. Any notice if served by post shall be deemed to have been served on the day following that on which the letter containing the same is put into the post and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the Post Office as a prepaid letter.

DISSOLUTION

69. Clause 7 of the Memorandum of Association of the Company relating to the winding up and dissolution of the Company shall have effect as if the provisions thereof were repeated in these Articles.

THE COMMON SEAL OF  
M S INFORMATION AND THERAPY CENTRE LTD was  
here unto affixed in the presence of

COMMITTEE MEMBER

COMMITTEE MEMBER

COMMITTEE MEMBER

NAMES AND ADDRESSES AND DESCRIPTIONS OF

OTHER SUBSCRIBERS

Colin Turner

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

Dennis Rogers

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

Dated this                      day of                      2022

WITNESS TO THE ABOVE SIGNATURES

WITNESS

ADDRESS

OCCUPATION