

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A**  
**SHARE CAPITAL**

**Memorandum of Association of**  
**The Investor Relations Society**

(Adopted by Special Resolution on 2 June 2016)

**Registered number: 2294631**

Certified as a true copy: John Gollifer, Director

**Incorporated 9<sup>th</sup> September 1988**

1. The name of the Company (“the Society”) is “The Investor Relations Society.”
2. The registered office of the Society will be situated in England.
3. The objects for which the Society is established are the promotion of commerce by fostering and improving good relations between issuers of publicly-traded securities globally and their investors and potential investors in one or more of the following ways:
  - (a) Working for better communication between management, investors and employees;
  - (b) Improving the techniques of investor relations (“IR”);
  - (c) Encouraging high ethical and professional standards in IR;
  - (d) Providing a forum for Members to exchange their views and share experiences and to broaden the understanding of IR matters;
  - (e) Encouraging, providing and assisting research into IR matters;
  - (f) Establishing courses in and publishing position papers and guidance notes on IR issues; and
  - (g) Representing the views of its membership to Government and other regulatory bodies and relevant associations of professional practitioners.
4. In order to achieve these objects the Society shall have power:
  - (a) To purchase, take on lease, exchange or hire or otherwise acquire either for itself or on behalf of any person, authority or corporation any real or personal property and any other assets or rights;
  - (b) To sell improve, manage, develop, lease, mortgage, exchange or otherwise deal with all or any of the property assets or rights of the Society;

- (c) To borrow, raise or secure the payment of money in such manner as the Society shall think fit provided that no form of permanent trading is undertaken;
- (d) To accept gifts of property whether real or personal either as additions to its general funds or upon special trusts;
- (e) To invest and deal with the money and property of the Society not immediately required in such manner as may from time to time be determined and in particular but without prejudice to the generality of the foregoing if thought fit to retain investments or property specifically given to it (whether of a trustee nature or not) and in relation to any holding of any nature in any company, corporation or authority for the time being belonging to it to take up and accept any holding in the same or any other company, corporation or authority or any property rights for benefits generally which may be offered to it by reason of its holding in any such company, corporation or authority provided that money subject or representing property subject to the jurisdiction of the Charity Commissioners for England and Wales shall only be invested in such securities and with such sanctions (if any) as may for the time being be prescribed by law;
- (f) To employ any person or corporation to render services to the Society and to remunerate such person or corporation on such terms as it may think fit;
- (g) To do all or any of the above things as principals, agents, trustees or otherwise and by or through trustees, agents or otherwise; and
- (h) To do all such other lawful things as are necessary for the attainment of the above objects or any of them.

Provided that if:

- (i) The Society shall take or hold any property subject to the jurisdiction of the Charity Commissioners for England and Wales the Society shall not sell mortgage charge or lease it without such authority approval or consent as may be required by law and as regards any property the Directors of the Society shall be chargeable for such property as may come into their hands and shall be answerable and accountable for their own acts, receipts, neglects and defaults and for the due administration of such property in the same manner and to the same extent as they would as such Directors have been if no incorporation had been effected and the incorporation of the Society shall not diminish or impair any control or authority exercisable by the Chancery Division or the Charity Commissioners over the Directors but

they shall as regards any such property be subject jointly and severally to such control or authority as if the Society were not incorporated;

- (ii) The Society shall take or hold any property which may be subject to any trusts and the Society shall only deal with such property in accordance with any applicable laws relating to such trusts.
5. The income and property of the Society from wherever derived shall be applied solely towards the promotion of the objects of the Society as set out in this Memorandum of Association and no part of such income to repay or transferred directly or indirectly
- (a) By way of dividend bonus or otherwise by way of profit to the Members of the Society (save that payment be made in good faith of proper and reasonable:
    - (i) remuneration in return for any services actually rendered
    - (ii) interest on money lent; or
    - (iii) rent for premises letto the Society by any Member, officer or employee of the Society);
  - (b) To any Member of the Society by way of fees, remuneration salary or any other benefit in money or money's worth for holding any appointment or office of or with the Society (save that payment may be made in good faith by way of reimbursement or repayment of out-of-pocket expenses reasonably and properly incurred on behalf of and in furtherance of the objects of the Society);
  - (c) To any company in which any Member of the Society shall hold more than 1/100<sup>th</sup> part of the capital.
6. The liability of the Members is limited.
7. Every Member of the Society undertakes to contribute to the assets of the Society in the event of its being wound up while they are a Member, or within 1 year of them ceasing to be a Member, for payment of debts and liabilities of the Society contracted before they cease to be a Member and of the costs charges and expenses of winding up and for the adjustment of the rights of the contributors among themselves, such amount as may be required not exceeding £1.
8. No addition, alteration, or amendment shall be made to or in the provisions of the Memorandum or Articles of Association for the time being in force, which would have the effect that the Society shall cease to be a company to which Section 3 Companies Act 2006 applies.

9. If upon the winding-up or dissolution of the Society there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among Members of the Society but shall be given or transferred to some other institution or institutions (whether association, corporation, trust or other body) having charitable objects substantially similar to the objects of the Society set out in Clauses 3 of this Memorandum of Association and which shall prohibit the distribution of its or their income and property amongst its or their Members to an extent at least as great as is imposed on the Society under or by virtue of clause 5 of this Memorandum of Association such institution or institutions to be determined by the Members of Society at or before the time of dissolution and if and so far as effect cannot be given to this provision and to some other charitable object.
  
10. True accounts should be kept and, if deemed necessary by the Board independently examined and the correctness of the Balance Sheet ascertained by one or more properly qualified Auditor or Auditors, of the sums of money received and expended by the Society and the matters in respect of which such receipts and expenditure take place and of the property credits and liabilities of the Society and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Society for the time being in force such accounts shall be open to the inspection of the Members.

We, the persons whose names and addresses and descriptions are set out below, wish to form a Society in pursuance of this Memorandum of Association.

**Peter Michael Smith** (sgd)  
31 Camberwell Grove  
London SE5 8JA  
Company Director

Witness to the above signature: (sgd)

**Timothy Robin Dawson** (sgd)  
14 Wallside Barbican  
London EC2  
Company Director

Witness to the above signature: (sgd)

**Andrew Clive Woods** (sgd)  
84 St. Margaret's Grove  
St. Margarets Twickenham  
Middlesex  
Assistant Company Secretary (sgd)

Witness to the above signature: (sgd)

**Anthony Frederick Williams** (sgd)  
6 Halley Drive Blythewood Ascot  
Berkshire SL5 8TL  
Managing Director's Personal Assistant

Witness to the above signature: (sgd)

**THE COMPANIES ACT 1985**

---

**COMPANY LIMITED BY GUARANTEE AND NOT HAVING A  
SHARE CAPITAL**

---

**Articles of Association of The Investor Relations Society**

(To be adopted by Special Resolution on 2 June 2016)

**Registered number: 2294631**

**Incorporated 9<sup>th</sup> September 1988**

## Preliminary

1. In these Articles (in the absence of any inconsistency in subject or context):-
  - “the Society” means the above named Company;
  - “the Act” means the Section 2 of the Companies Act 2006 but shall extend to provisions which are in force at the relevant date and any subsequent re-enactment of that Act;
  - “these Articles” means these Articles and those for the time being in force;
  - “Article” means the appropriately numbered Article in these Articles;
  - “Member” means a registered Affiliate Member, Associate Member, Fellow or Full Member for the time being of the Society;
  - “Voting Member” means Fellows and those who have been Full Members of the Society for at least 1 year;
  - “the Board” means the Board of Directors for the time being of the Society;
  - “Director” means a Director of the Society;
  - “Companies Communications Provisions” means the same as in the Companies Act;
  - “Electronic form or electronic means or hard copy form” means the same as the respective meanings as in the Companies Communications Provisions;
  - “in writing” means written or produced by any substitute for writing (including anything in electronic form);
  - Words and expressions defined in the Act shall have the same meanings in these Articles;
  - Words importing persons should include corporations.
2. The Society is established for the purposes expressed in Memorandum of Association.



### Members generally

3. For the purpose of registration the number of Members is declared to be 250. The Board may, whenever the circumstances of the Society require it, register an increase of Members.
4. The Subscribers to the Memorandum of Association and such other persons as shall at the discretion of the Board subsequently be admitted to membership by the Board from time to time shall be Members and shall be entered in the Register of Members accordingly provided that any person appointed as a Director who is not already a Member shall be admitted as a Member within 28 days after their appointment.
5. The Members of the Society shall consist of Fellows and Full Members, each of whom shall have one vote in their own right at a general meeting of the Society assuming, in the case of Full Members, that they have been Members for at least 1 year, and Honorary Members, Affiliate Members and Associate Members, who will not have the right to vote at a general meeting of the Society. Membership of the Society will be at the absolute discretion of the Board, or a duly constituted committee thereof, and in the case of rejection of an application for membership, no reason need be given therefore and membership will not be transferable or transmissible.
6. Subject to the annual renewal of this provision at the AGM of the Society, the Board may appoint as Fellows those persons whom the Board shall in its absolute discretion consider worthy to be appointed as Fellows of the Society either:
  - a. By vote of the Board, on the basis of evidence, the format of which shall from time to time be specified by the Board, that indicates that they possess the appropriate levels of competence based on their academic qualifications, senior management responsibility and experience, covering a wide range of IR functions at a demonstrably superior level to that applicable to other categories of membership, or academic knowledge and practice thereof at a corresponding level.

Or

  - b. By vote of the Board in respect of up to 2 persons in any one period of twelve months who the Board considers are deserving of the award of Fellowship on the basis of significant contribution to the development of the IR profession.

7. Whilst customarily delegated to the Executive team, the Board may admit as Full Members those persons whom the Board shall in its absolute discretion consider worthy to be elected as Full Members of the Society and who with their application supply evidence that they are substantially involved in IR and are directly and exclusively employed by a company or other organisation in that capacity which the Board recognises as being suitably involved in IR.
8. The Board may elect as Honorary Members those persons whom the Board shall in its absolute discretion consider worthy of election as Honorary Members of the Society in recognition of their special services to the Society or of their distinguished position in IR.
9. Any Member shall cease to hold that position if they:
  - (a) Become bankrupt or make any arrangement with their creditors;
  - (b) Resign by notice in writing to the Society;
  - (c) Are excluded from membership on a majority vote of the Board (which shall not be obliged to state any reason for such exclusion and against which decision there shall be no appeal); or if
  - (d) Their subscription remains unpaid more than 6 months after it becomes due.

#### Subscriptions

10. Annual subscriptions for financing the management and work of the Society shall be fixed from time to time by the Board.

#### General meetings

11. The first general meeting shall be held not later than 31st March 1988 and at such place as the Board shall determine.
12. An annual general meeting ("AGM") shall be held once in every calendar year (within 6 months of the end of the Society's financial year) at such time and place as the Board shall determine.
13. Any meeting of Members other than an AGM shall be called a General Meeting ("GM"). The Board may whenever they think fit convene a GM and such GMs shall also be convened on requisition or in default may be convened by such requisitionists as provided by the Act.
14. Subject to the provisions of the Act relating to special resolutions and to any statutory provision relating to AGMs, 7 days' notice at least (exclusive of the day on which notice is served or deemed to be served but inclusive of the day for which notice is given) specifying the place, the day and the hour of the meeting and in case of special business the general

nature of that business shall be given as specified in Articles 56-60 to all the Members for the time being entitled to receive notice from the Society.

15. In the event that notice of meeting documentation is posted or emailed to Members, the accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any Member shall not invalidate any resolution passed or any proceeding at any meeting.

#### Proceedings at GMs

16. All business shall be deemed special that is transacted at any GM and all that is transacted at an AGM shall also be deemed special with the exception of the consideration of the accounts and balance sheet and the reports of the Board and auditors, the election of Directors and other officers and the fixing of the remuneration of the auditors.
17. No business shall be transacted at any general meeting of the Society unless a quorum of Voting Members is present; 5 Voting Members present in person shall be a quorum.
18. If within 30 minutes from the time appointed for a meeting a quorum is not present the meeting if convened upon requisition of Voting 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 and if at such meeting a quorum is not present within 30 minutes of the time appointed for the meeting 2 Voting Members shall be a quorum.
19. The Chairman of the Board shall preside as Chairman at every GM of the Society. If at any meeting the Chairman is not present within 5 minutes after the time appointed for holding the meeting or is unwilling to act as Chairman, the Deputy Chairman (if the post is currently filled) shall be Chairman of such meeting or if the Deputy Chairman is not present or is unwilling to preside the Voting Members present shall choose another Director who is present and willing to act as Chairman but if there be no such Director present then the Voting Members present shall choose one of their own number to be Chairman.

20. The Chairman of any meeting at which a quorum is present may, with the consent of that meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting except business which might lawfully have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for 10 days or more, at least 7 days' notice shall be given to all Members (exclusive of the day on which notice is served or deemed to be served but inclusive of the day for which notice is given) specifying the place, the date and the hour of the adjourned meeting.
21. The decision of a meeting shall be ascertained by a show of hands unless, on or before the declaration of a result of a show of hands, a poll is demanded by the Chairman of the meeting or by at least 5 Voting Members present in person or by proxy. The manner of taking a show of hands or a poll shall be in the discretion of the Chairman of the meeting and an entry in the minutes signed by the Chairman shall be conclusive evidence that a resolution has been carried or lost or not carried by a particular majority without proof of the number or proportion of votes cast in favour of or against any resolution.
22. No poll shall be demanded on the election of a chairman of any meeting nor on any question of adjournment. The demand of a poll shall not prevent the continuance of the meeting for the transaction of any business other than the question on which a poll has been demanded.
23. In case of an equality of votes either on show of hands or on a poll the Chairman of the meeting shall be entitled to a second or casting vote.

#### Votes

24. Every Voting Member personally present at a meeting of the Society shall have one vote whether on a show of hands or on a poll.
25. No Voting Member shall be entitled to vote on any resolution either personally or by proxy or as a proxy for another Voting Member at any GM of the Society unless all monies presentably payable and due to the Society have been paid.
26. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the Chairman whose decision shall be final and conclusive.

27. Votes may be given on a poll either personally or by proxy. On a show of hands a Voting Member present only by proxy shall have no vote. A proxy need not be a Voting Member.
28. The instrument appointing a proxy shall be in writing under the hand of the appointor or their attorney duly authorised in writing or any electronic form as may be approved by the Directors.
29. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy thereof shall be deposited at the office of the Society not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or in the case of a poll not less than 24 hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid. No instrument appointing a proxy shall be valid after the expiration of 12 months from the date of its execution.
30. Postal voting on written motions may be permitted at the discretion of the Board.

#### The Board

31. The number of Directors shall not be less than 4 or more than 15. The Society may from time to time by ordinary resolution increase or reduce the number of Directors.
32. (a) The subscribers to the Memorandum of Association of the Society will be the first Directors;
- (b) Subject to the provisions of these Articles, at the AGM in every year each Director who was elected or last re-elected at a GM held in the 3rd calendar year immediately before the calendar year in which the AGM is held shall retire from office. A Director retiring at the AGM in accordance with this Article shall remain in office until the conclusion of that meeting.
- (c) No person other than a Director retiring at the meeting shall, unless recommended by the Directors for appointment, be eligible for appointment to the office of Director at any GM unless, not less than 7 nor more than 48 days before the day appointed for the meeting, there shall have been given to the Society notice in writing by such Member duly qualified to attend and vote at the meeting for which such notice is given of their intention to propose such person for appointment, and also notice in writing signed by the person to be proposed of their willingness to be appointed.

- (d) At a GM a motion for the appointment of 2 or more persons as Directors by a single resolution shall not be made unless a resolution that it shall be so made has been first agreed to by the meeting without any vote being given against it, and for the purposes of this Article a motion for approving a person's appointment or for nominating a person for appointment shall be treated as a motion for their appointment.
- (e) The Directors shall have power at any time, and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an additional Director, but so that the total number of Directors shall not at any time exceed the maximum number (if any) fixed by or in accordance with these Articles. Subject to the provisions of the Acts and of these Articles, any Director so appointed shall hold office only until the conclusion of the next following AGM, and shall be eligible for re-appointment at that meeting. Any Director who retires under this Article shall not be taken into account in determining the Directors who are to retire by rotation at such meeting.
- (f) No Voting Member of the Society shall be eligible to be appointed a Director for more than 6 consecutive years without the recommendation of 75% of those Board members voting, who are voting members of the Board.
- (g) Any Board member who has served for 6 consecutive years on the Board, and has been recommended for re-appointment in accordance with sub section (f) above, will be subject to annual re-election by the Members of the Society at the AGM.
- (h) No Member shall be eligible to serve continuously on the Board beyond the conclusion of the 10<sup>th</sup> anniversary of their appointment to the Board, except in the case of the Chairman, Deputy Chairman or Treasurer, where this would limit their tenure to less than 3 years in their respective role.
- (i) A Member who has served on the Board continuously for 10 years shall be entitled to stand again for election to the Board after a period of 3 years has elapsed since the conclusion of their last period of service on the Board.
- (j) The Board shall have the power to co-opt to the Board in an advisory capacity any person who in their opinion will contribute to the work of the Society but such person shall not be entitled to vote.

### Directors holding executive office

33. The Directors may at their absolute discretion appoint an employee of the Society to be holder of any executive office for such a period and on such terms and with or without title. A Director holding any such office shall be subject to the same provisions as to retirement by rotation, resignation and removal as the other Directors of the Society and if he/she shall vacate the position of employment of the Society, he/she shall also vacate the position of Executive Office. No additional compensation for loss of office shall be paid other than that stipulated in the employee's contract of employment.

### Powers of the Board

34. The powers of the Board shall be to
- (a) Pay all such expenses of and preliminary and incidental to the promotion, formation and registration of the Society as they think fit;
  - (b) Manage the affairs of the Society;
  - (c) Exercise all such powers of the Society and do on behalf of the Society all such acts as may be exercised or done by the Society and as are not by the Act or by these Articles required to be exercised or done by the Society in GM subject nevertheless to any regulation of these Articles and the provisions of the Act; and
  - (d) Make and vary from time to time such regulations for the conduct of the affairs of the Society as they shall think proper provided that no such regulation shall have any validity or effect if it amounts to or involves any alteration of or addition to these Articles which could only lawfully be made by special resolution;
  - (e) Formulate and from time to time to vary schemes to implement the objects of the Society.
35. The Board may employ such persons as they may consider necessary and shall fix and regulate the terms and conditions of their employment.

### Honorary Officers

36. The Board may from time to time elect one or more Honorary President(s) and such other Honorary Officers of the Society as may be thought fit. The Board may determine for what period such Honorary Officers shall hold office.

## Proceedings Of The Board

37. The Board shall meet together not less than twice a year for the dispatch of business and may adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman of the meeting shall have a second or casting vote.
38. The Directors may meet in any part of the world and audio-visual links should be used to maximise participation by Directors and to ensure that each Director may interact simultaneously in meetings.
39. The quorum necessary for the transaction of business at a meeting of the Board shall be such number not being less than 4 as shall from time to time be determined by the Board. Directors taking part in the meeting in accordance with Article 38 shall accordingly be treated as present at such meeting and shall be entitled to vote and be counted towards a quorum.
40. The Board may delegate any of their powers to such committees or individuals on such terms and subject to each stipulations as the Board may from time to time decide provided that such committees or individuals shall report back to the Board on actions taken under delegated powers.
41. The Directors may, from their number, from time to time elect and remove a Chairman, Deputy Chairman and Treasurer. The Chairman, or in their absence the Deputy Chairman or in their absence the Treasurer shall preside at all meetings of the Directors, but if no such Chairman, Deputy Chairman or Treasurer are present within 5 minutes after the time appointed for holding the meeting, then the Directors present may choose one of their number to be Chairman of the meeting.
42. The Company Secretary of the Society shall be appointed by the Directors on such terms and for such period as the Directors think fit. Any Company Secretary so appointed may be removed from office by the Directors.
43. The Company Secretary of the Society shall on the request in writing of the Chairman or any 3 Directors summon a meeting of the Board by notice served on the Directors.
44. A meeting of the Board at which a quorum is present shall be competent to exercise all the authorities powers and discretions by or under these Articles vested for the time being in the Board.



45. All acts bona fide done by any meeting of the Board or by any person acting as a Director shall notwithstanding it be afterwards discovered that there was some defect in the appointment of any Director or Directors or person so acting or that they or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified to be a Director.
46. The Board shall cause minutes to be made of all resolutions and proceedings at all meetings of the Society and of the Board.
47. A resolution in writing signed by all the Directors (including electronic images of signed, written resolutions) for the time being in the United Kingdom shall be as valid and effectual if it had been passed at a meeting of the Board duly convened and constituted.
48. The continuing Directors or a sole continuing Director may act notwithstanding any vacancies in their body, but if and so long as the number of Directors is reduced below the minimum number fixed by or in accordance with these Articles, or below the number fixed by or pursuant to these Articles as the quorum of Directors, the continuing Directors or Director may act for the purpose of filling up vacancies in their body or of summoning GMs of the Society, but not for any other purpose. If there be no Directors or Director able or willing to act, then any 2 Members may summon a GM for the purpose of appointing Directors.

#### Disqualification of Directors

49. The office of Director shall be vacated if that individual:
  - (a) Becomes prohibited from being a Director by reason of any Order under the Act;
  - (b) Becomes permanently incapable of acting;
  - (c) Resigns their office by notice in writing to the Society;
  - (d) Is absent from 4 consecutive meetings of the Board and the Board resolves that the individual shall no longer hold office;
  - (e) Is directly or indirectly interested in any contract with the Society unless fully disclosed in writing to the Board at its next scheduled meeting;
  - (f) Ceases to be a Member under Article 9.

### Seal

50. The seal of the Society shall not be affixed to any instrument except by the authority of a resolution of the Board and in the presence of at least 2 Directors and of the Company Secretary or of such a person as the Board may appoint for the purpose in place of the Secretary and those persons shall sign every instrument to which the seal shall be affixed in their presence.

### Accounts

51. The Board shall cause proper and sufficient books of account to be kept with respect to all money received and expended by the Society and the matters in respect of which the receipts and expenditure take place all sales and purchases of goods by the Society and the assets and liabilities of the Society.
52. The books of account shall be kept at a registered office of the Society and shall always be open to the inspection of any Director. Subject to such reasonable conditions as to the time and manner of inspecting the same as shall from time to time be imposed by the Society in GM such books of accounts shall be open to the inspection on the Members at all reasonable times during business hours.
53. The Board shall each year in accordance with the Act prepare and submit to the Society in GM, in paper or electronic form, such income and expenditure accounts balance sheets and reports as are required by the Act.
54. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Society in GM together with a copy of the auditors' report shall not less than 21 days before the date of the meeting be sent to all persons entitled to receive notice of GMs of the Society.

### Auditors

55. Auditors can be appointed in which case their duties will be regulated in accordance with the Act.

## Notices

56. The Society may, subject to and in accordance with the Companies Acts and these Articles, send or supply all types of notices, documents or information to Members by electronic means and/or including by making such notices or information available on a website.
57. A notice may be served by the Society upon any Voting Member either personally or by sending it through the post in a prepaid letter addressed to such Member at their registered address, or in electronic form. Any notice if served by the post shall be deemed to have been served within 24 hours from the time when the letter containing the same was posted and in proving such service it shall be sufficient to prove that such letter was properly addressed prepaid and posted.
58. Any notice, document or information which is sent or supplied by the Society by electronic means shall be deemed to have been received by the intended recipient 24 hours after it was transmitted and in proving such receipt it shall be sufficient to show that such notice, document or information was properly addressed.
59. Any notice, or document or information which is sent or supplied by the Society by means of a website shall be deemed to have been received when the material was first made available on the website or if later when the recipient received or is deemed to have received notice of the fact that the material was available on the website.
60. The provisions of Clause 8 of the Memorandum of Association relating to the winding-up or dissolution of the Society shall have effect as if they were repeated in these Articles.