

LIVVWOS 11339 5X14.
B.M.BIRNBERG 8 CO.
Soli cito rs 8 Privy Council Agents
103 Borough High Street - London SE1 1NN
Doc.Exchange 39903 - London Bridge South
Telephone 071-403 3166 - Facsimile 071-378 1856
Our ref. Your ref.

oBMB/EB

r_ Mr N. M. Masemoia, 1
3 Hendaie Avenue,
London NW4 4LU. 10th August 1990

Dear Mr. Mr Masemoia,
Benedict Birnbevg

Gareth Peirce
Assistant Solicitors:

Timothy Greene

Nigel Leskin

Kate Akester

Audrey Stafford

Rajendra Bhan

Thank you for your ietter of the 1st August enciosing a copy of the draft
Trust Deed for the St. Mark's College Trust.

I was not responsibie for the draft which you say seems to be a good
precedent for use by the Luthuii Memorial Trust. But the Luthuii is a
company limited by guarantee and not a Trust and so a Trust Deed is not
appropriate.

I am concerned that you do not appear to have responded to my ietter of the
28th June with which I enciosed a draft of a Notice to convene an EGM to
change the name of the Association to "Luthuii Memoriali Trust". As you may
not have received my ietter, I enciose a copy of my ietter and a copy of
the draft Notice. Perhaps when you receive this ietter we can discuss the
matter on the telephone.

Best wishes.

Yours sincereiy

This firm is regulated by the Law Society in the conduct of investment business

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Nathanlel MasemoIa Esq., 1 'i' ,
Luthull Cultural and Welfare
Servlces,
3 HendaIe Avenue, 1 . ' 2V 1
London Nw4 4LU. 28th June 1990

Dear Nathaniel,
Luthull Memorial Trust

I have now drafted and enclose the necessary Notice to convene an extraordinary general meeting of the Association to change the name of the Association to "Luthull Memorial Trust" and enclose a copy of the Notice for your consideration and approval. You will see that I have shown the address of the meeting as at this office the registered office of the Association but the meeting can of course be held at the Association's office if thought fit. 28 days notice of the meeting is required and it may be sensible to have the meeting at the same time as the next Council meeting in which case presumably the Notice should be given for the meeting at the office.

You will see that the Notice does two things, firstly it changes the name of the Association to "Luthull Memorial Trust" (or do you prefer "The Luthull Memorial Trust"?)

Secondly, the resolution is to add a clause to the Memorandum of Association which is required since we will be dropping the use of the word "Limited" at the end of the name of the Association. This does not of course mean that the Association will cease to be a company.

If you will kindly ring me to confirm that the terms of the Notice are agreed or any amendments that may be necessary I will prepare the Notices for you to send out to all the members of the Association.

Best wishes.

Yours sincerely

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-NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the
' Association Will be held at 103 Borough High Street London SE1 INN on day
'the-4 day of 1990 at 2 o 'clock in the afternoon for the
Ir purpose t_of considering and if thought: fit passing the following
resolutions as special resolutions viz:-

1. That the name of the Association be changed to "LUTHULI MEMORIAL
TRUST'

2. That the Memorandum of Association of the Association be amended by
the addition of the following clause to be numbered 8

"No such addition, alteration or amendment shall be made to or in the ;.
provisions of the Memorandum or Articles of the Association for the
time being in force as shall make the Association a company to which
Section 30 of the Companies Act 1985 does not apply"

day of 1990 by order of the Council of Management

Dated the