

CIRCULAR TO: **ALL MEMBERS**

No. 56/00

AMENDMENTS TO THE BUSINESS RULES OF THE EXCHANGE

Members are advised that an amendment has been made to Article 13.1 of the Business Rules of the Exchange which relates to the membership of the Business Conduct Committee (BCC). It provides

1. for an increase in the maximum number of Board-appointed members on the BCC from two to four; and
2. for the member of staff of the Exchange on the BCC to be the Chief Executive OR another staff member.

The amendment was made on 10 March 2000 by Full Members giving their unanimous approval by written resolution. It comes into effect immediately but is subject to regulatory disallowance.

The Article, with amendments highlighted, now reads:

13.1 *"There shall be a Business Conduct Committee (BCC) comprising (subject to Article 13.4) the Independent Directors (or their alternatives appointed under Article 9.2(f)), ~~and the Chief Executive of the Exchange (or the Chief Executive's nominee from the staff of the Exchange)~~, a representative from the staff of the Exchange who shall be appointed by a resolution approved by two thirds of the Board present and entitled to vote and not more than ~~two (2)~~ four (4) further members who shall be appointed by a resolution approved by two thirds of the Board present and entitled to vote. Each such further member may, with the approval of the Board, appoint an alternate to act in their stead as a member of the Committee. The quorum for meetings of the Committee shall be at least half the members of the Committee. Each member of the Committee shall have one (1) vote and in the case of equality of votes the Chairman of the Committee shall have a casting vote. The Chairman shall be appointed by the Board. The Board may determine that a particular Independent Director shall not be a member of the Committee, with the agreement of the relevant Director, either before or after his or her appointment as a Director".*

BARBARA JONES
COMPANY SECRETARY

16 MARCH 2000