

Company No. 01445322

Association of Corporate Treasurers (The) (the "Company")

Notice of General Meeting of the Company

NOTICE IS HEREBY GIVEN that a general meeting of the Company will be held at 51 Moorgate, London EC2R 6BH at 6pm on 27 February 2012 for the purpose of considering and, if thought fit, passing the following special resolutions (the "**Resolutions**"):

Special Resolutions

1. THAT the petition for the grant of a Royal Charter of Incorporation in the form of the document available at the following web address www.treasurers.org/charter and labelled "**A**" for the purposes of identification (the "**Petition**") be and is hereby approved.
2. THAT the draft Royal Charter and the draft Bye-laws in the form of the documents available at the following web address www.treasurers.org/charter and labelled "**B**" and "**C**" respectively for the purposes of identification be and are hereby approved.
3. THAT, subject to the passing of the foregoing Resolutions, the Council be and is hereby instructed to submit the Petition, draft Royal Charter and draft Bye-laws to the Privy Council.
4. THAT, subject to the passing of the foregoing Resolutions and the granting of the Petition (thus creating the "**Royal Charter Body**"), the transfer of the business, assets and liabilities of the Company to the Royal Charter Body on such terms that the Council deems appropriate be and is hereby approved.
5. THAT, subject to the passing of the foregoing Resolutions and the granting of the Petition, the regulations in the form of the document available at the following web address www.treasurers.org/charter and labelled "**D**" for the purposes of identification be and are hereby adopted as the new articles of association of the Company in substitution for and to the exclusion of all other articles of association with effect from the date of incorporation of the Royal Charter Body.

By order of Council



Ria Robinson
Secretary

Registered office:

51 Moorgate
London
EC2R 6BH
Dated: 7 February 2012

See notes overleaf

NOTES:

1. A member entitled to attend and vote at the meeting convened by this notice is entitled to appoint a proxy to exercise his rights to attend, speak and vote at the meeting.
2. A proxy form is enclosed. To be effective, the proxy form (and any power of attorney or other authority under which it is signed, or a notarially certified copy of such power or authority) must be deposited at the registered office of the Company so as to be received not later than 48 hours before the time appointed for the meeting or any adjournment of the meeting. Completion of the proxy form does not preclude a member from subsequently attending and voting at the meeting in person if he so wishes. No proxy form shall be valid after the expiration of 12 months from the date of its execution.
3. Members who wish to communicate with the Company by electronic means in connection with the matters set out in this notice may do so by contacting the Secretary, Ria Robinson at rrobinson@treasurers.org on or before 5pm on 24 February 2012.