

DATED _____ **2015**

JOHN THURSTON

HENRY WILLIAM GEORGE ELWES

PATRICK THOMAS JOSEPH BROOKE

ANTHONY PAUL MCCLARAN

and

ANNE CHAMBERS

as Trustees of

THE HONOURABLE COMPANY OF GLOUCESTERSHIRE CHARITABLE TRUST

SUPPLEMENTAL DEED

THIS SUPPLEMENTAL DEED is made the 8th day of September 2015

BETWEEN

JOHN THURSTON of The Rocklands, Highfield Road, Lydney, Gloucestershire
GL15 5NA;

HENRY WILLIAM GEORGE ELWES of The Estate Office Colesbourne Cheltenham
Gloucestershire GL53 9NP;

PATRICK THOMAS JOSEPH BROOKE of 130 Albert Road Cheltenham Gloucestershire
GL52 3JF;

ANTHONY PAUL McCLARAN of 1 Culross Close Cheltenham Gloucestershire
GL50 4NF; and

ANNE CHAMBERS of Kiftsgate Court Chipping Campden Gloucestershire GL55 6LN.

("the Trustees")

SUPPLEMENTAL to a Declaration of Trust made 21 March 2012 (hereinafter called "the Principal Deed") by John Thurston, Henry William George Elwes, Patrick Thomas Joseph Brooke, Mark Alister Fabian and Anthony Paul McClaran (the trustees as at that date). The Trustees hereby declare that the following variations shall be made to the Principal Deed pursuant to the provisions therein contained:-

1 That clause 9.1 of the Principal Deed be amended to read as follows:-

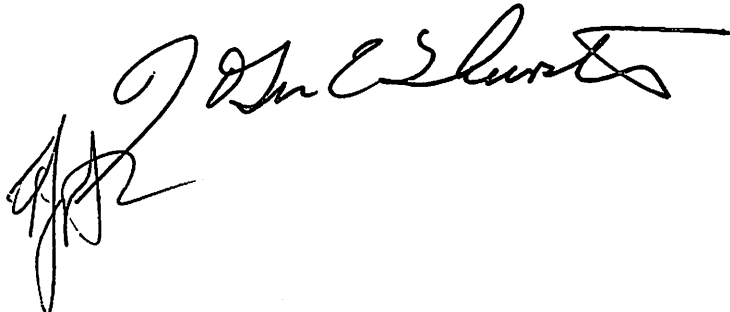
"There must be at least 5 trustees and a maximum of 8. Apart from the first trustees, every trustee must be appointed by a resolution of the trustees passed at an ordinary meeting called under clauses 13-14 of this deed."

2 That clause 9.3 of the Principal Deed be amended to read as follows:-

"Each of the Warden of the Honourable Company of Gloucestershire and the Assistant Warden of the Honourable Company of Gloucestershire shall be a trustee for as long as he or she continues to hold the office of Warden of the Honourable Company of Gloucestershire or Assistant Warden of the Honourable Company of Gloucestershire respectively without the necessity for any formal appointment or removal as a trustee, provided only that each such individual shall consent to being a trustee for such a period."

IN WITNESS whereof the parties hereto have executed this Deed the day and year first before written.

SIGNED as a DEED by the said
JOHN THURSTON
in the presence of:



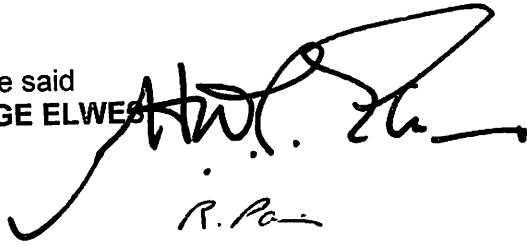
Witness Signature

Name FELLIS

Address Park Cottages
Colesburne
GL53 9NP

Occupation Manager

SIGNED as a DEED by the said
HENRY WILLIAM GEORGE ELWES
in the presence of:



Witness Signature

Name

ROSALIND PARIS

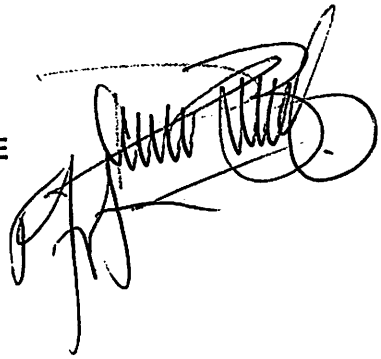
Address

16 RAVENSGATE ROAD, CHARLTON KING'S,
CHELTENHAM, GLOS, GL53 8NN

Occupation

ESTATE SECRETARY

SIGNED as a DEED by the said
PATRICK THOMAS JOSEPH BROOKE
in the presence of:



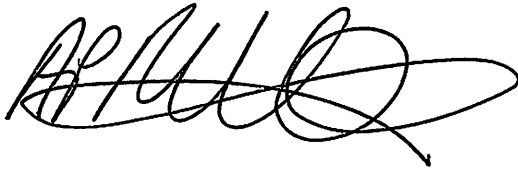
Witness Signature

Name FELLIS


Address Park Cottages
Colesburne GL53 9NP

Occupation Manager

SIGNED as a DEED by the said
ANTHONY PAUL McCLARAN
in the presence of:



Witness Signature



Name F ELVES

Address RR Cottages
Cotesburn
345 5253 DR

Occupation Manag

SIGNED as a DEED by the said
ANNE CHAMBERS
in the presence of:

Witness Signature

Name

Address

Occupation

THE HONOURABLE COMPANY OF GLOUCESTERSHIRE CHARITABLE TRUST

Notice of a Special Meeting to be held on 8th Sept 2015
at 3.45 pm at Colebourne State Office

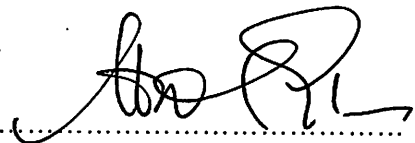
Notice is hereby given that a special meeting of the Trustees will be held on the above date for the purpose of considering, and if thought fit, passing the following resolutions:-

- 1 That clause 9.1 of the Declaration of Trust dated 21 March 2012 made between John Thurston (1) Henry William George Elwes (2) Patrick Thomas Joseph Brooke (3) Mark Alister Fabian (4) and Anthony Paul McClaran (5) ("the Principal Deed") be amended to read as follows:-

"There must be at least 5 trustees and a maximum of 8. Apart from the first trustees, every trustee must be appointed by a resolution of the trustees passed at an ordinary meeting called under clauses 13-14 of this deed."

- 2 That clause 9.3 of the Principal Deed be amended to read as follows:-

"Each of the Warden of the Honourable Company of Gloucestershire and the Assistant Warden of the Honourable Company of Gloucestershire shall be a trustee for as long as he or she continues to hold the office of Warden of the Honourable Company of Gloucestershire or Assistant Warden of the Honourable Company of Gloucestershire respectively without the necessity for any formal appointment or removal as a trustee, provided only that each such individual shall consent to being a trustee for such a period."



Chairman of Trustees

Date: 12 Aug 2015