



THIS DEED OF DECLARATION OF TRUST is made the ^{Twenty First} day of ^{DATE}
September One thousand nine hundred and seventy-one B E T W E E N

THE ANIMAL DEFENCE SOCIETY LIMITED whose registered office is at
52/53 Dean Street London W.1. (hereinafter called "the Society") of
the one part and DIANA HAMILTON ANDREWS of Bank House London Road
Sunningdale in the County of Berks Spinster RUTH HARRISON of
34 Holland Park Road London W.14. Married Woman RETA VIOLET
HARRISON of Flat 1 8 Milnthorpe Road Eastbourne in the County of
Sussex Widow CATHERINE DUFFELL HODGSON of Inglesant Hazel Crescent
Church Street in the County of Salop PRISCILLA DAIN of The Croft
Bentley near Farnham in the County of Surrey Married Woman JOHN
PITT of 3 Arlington Road Eastbourne in the County of Sussex
Journalist and JEAN ADELE LEFEVRE of Forest Holme Black Hill
Crowborough in the County of Sussex Married Women (hereinafter
called "the Trustees" which expression shall where the context
admits include other the trustee or trustees for the time being
hereof) of the other part

W H E R E A S :

(1) By a Special Resolution passed at an Extraordinary General Meeting of the Animal Defence and Anti-Vivisection Society Limited (hereinafter where appropriate also called "the Society") held on the Twentieth day of April One thousand nine hundred and seventy-one the words "and Anti-Vivisection" were deleted from the title of the Society and in future the Society was to be known as "The Animal Defence Society Limited" and the Registrar of Companies issued a certificate of Incorporation or Change of Name to the Society on the Eleventh day of May One thousand nine hundred and seventy-one in the name "The Animal Defence Society Limited"

(2) By an Order dated the Thirteenth day of February One thousand nine hundred and seventy made in the action short particulars whereof are set out in the Schedule hereto it was provided (inter alia) that Twenty-nine/Sixtieths of the Fund (as therein defined) should be paid to the Society and that of the moneys to be paid to the Society as aforesaid Twenty-four equal Twenty-ninth parts thereof should be held by the Society on such trust for the welfare of animals as should be exclusively charitable such trusts to be

declared by a deed to be settled by Counsel on behalf of the Society and to be approved by Counsel on behalf of Her Majesty's Attorney-General

(3) This Deed is the deed referred to in the said Order and has been settled and approved as aforesaid

NOW THIS DEED W I T N E S S E T H A N D I T I S H E R E B Y

DECLARED as follows:-

1. (a) FROM and after the time when any part of the said Fund shall be paid to the Society the Society shall pay to the Trustees Twenty-four equal Twenty-ninth parts of the moneys so paid to the Society
(b) The Trustees shall hold all moneys paid to them pursuant to this clause and the investments from time to time representing the same (both of which together with any other money or property which may hereafter be paid or transferred to the Trustees to be held upon the trusts of this Deed and the investments from time to time representing such money or property are all hereinafter called "the Trust Fund") and of the income of the Trust Fund upon the following trusts and with and subject to the following powers and provisions
2. THE Trust shall be known as "The Animal Defence Trust" (hereinafter called "the Trust") and is established for charitable purposes only
3. THE Trustees shall stand possessed of the Trust Fund and of the income thereof upon trust to pay or apply the same for such one or more of the following purposes as the Trustees shall think fit:-
 - (a) to protect animals from cruelty and suffering and to promote humane behaviour to animals so as to reduce the sum total of pain and fear inflicted upon animals by mankind
 - (b) to promote and publish the results of research undertaken with a view to discovering means whereby as far as possible medical biological pharmaceutical and other research may be carried out without the use of animals and whereby as far as possible any pain and fear suffered by animals used in connection therewith may be eliminated or reduced
 - (c) to establish and maintain or to assist in the establishment and maintenance of a body of inspectors to ensure that animals transported to docks airports markets auction sales exhibitions circuses shows and other places events and meetings are transported

in proper and humane conditions and that animals are accommodated properly and humanely wherever they may be

(d) generally through such inspectors or otherwise to educate and advise all persons concerned with transporting or keeping animals as to all appropriate steps to be taken so as to eliminate or reduce pain and suffering to animals and thereby to encourage persons transporting or keeping animals to make available facilities for such inspection

(e) to provide care and shelter for stray neglected or unwanted animals of all kinds and to find suitable homes for any such animals

(f) to provide veterinary and surgical treatment and care for animals either without charge or at such charge as the Trustees may think fit

(g) to promote the welfare of animals by the payment to their owners of the whole or any part of the cost of any veterinary or surgical treatment for any animal or of the cost of caring for any such animal where the owners would otherwise find it difficult or impossible to afford such cost

(h) to provide animal birth control facilities so as to prevent the procreation of animals which are likely to be unwanted either without charge or at such charge as the Trustees may think fit

(i) to promote the welfare of animals by the payment where necessary to their owners of the whole or any part of the cost of spaying or neutering any animals or of adopting any other methods of birth control so as to prevent the procreation of animals which are likely to be unwanted where the owners would otherwise find it difficult or impossible to afford such cost

(j) to take or assist in taking any appropriate steps designed to secure the enforcement of any law from time to time in force relating to the welfare of animals

(k) to promote and carry out any other objects concerning the welfare of animals which are for the time being by law exclusively charitable

4. FOR any of the aforesaid purposes the Trustees shall have power (i) to acquire by gift purchase or otherwise any animal and (ii) to make contributions to any other charitable organisation having objects similar to the aforesaid purposes or otherwise assist such charitable organisation

5. ALL property held upon the trusts of this Deed may be applied or expended for the aforesaid purposes or any of them without distinction between capital and income

6. THE Trustees shall have the following powers:-

(1) Power to appoint upon such terms as they shall think fit any officers servants and agents for carrying out the aforesaid purposes or any of them or otherwise in connection with the trusts hereof and subject to the terms of his or her contract of service at any time to remove any such officer servant or agent

(2) Power to pay out of the Trust Fund or the income thereof the salaries and wages of every such officer servant or agent and all other expenses incurred for any purpose connected with the trusts hereof

(3) Power to purchase take on lease or otherwise acquire the right to occupy or use upon such terms as the Trustees shall think fit any land or premises as the Trustees shall consider to be necessary or convenient for the aforesaid purposes or any of them

(4) Power to erect maintain repair or restore any buildings required for the aforesaid purposes or any of them

(5) Power to pay out of the Trust Fund or the income thereof all rents rates taxes costs of insurance repairs and other outgoings at any time payable in respect of any building or premises purchased leased or otherwise vested in the Trustees for the aforesaid purposes or any of them

(6) Power to collect donations and subscriptions (whether periodical or otherwise) and to accept gifts inter vivos or by Will either for the aforesaid purposes generally or for a particular such purpose as the Trustees shall think fit

(7) Power at the expense or the income or capital of the Trust Fund to organise and advertise or assist in the organisation and advertisement of any appeals for funds donations and subscriptions to be applied in promoting and furthering the aforesaid purposes or any of them and to pay all expenses incurred in connection therewith

(8) Power to open in the names of the Trustees or such other names or name as they may think fit a banking account or banking accounts at such Bank or Banks as the Trustees may from time to time decide to be operated in such manner as the Trustees shall think fit and power at any time to pay any moneys forming part of the Trust Fund

to the credit of such account or accounts or to place the same on deposit with any banker or bankers

(9) Power to borrow money for the aforesaid purposes or any of them and to charge all or any property for the time being constituting or forming part of the Trust Fund with the payment of any money so borrowed and the interest thereof and mortgagees costs

(10) Power to amalgamate the Trust Fund with any other charitable institution or organisation whether incorporated or not the objects of which shall in the opinion of the Trustees be the same or substantially the same as the objects of this Deed and so far as may be necessary upon such amalgamation (i) to transfer the Trust Fund to the trustees of such other charitable institution or organisation to be held by such trustees either upon the trusts and with and subject to the powers and provisions applicable to the property of such other charitable institution or organisation or upon with and subject to such special charitable trusts powers and provisions as the Trustees shall think fit to create or impose or (ii) to receive the assets and property of such other charitable institution or organisation to be held by the Trustees either as an accretion to and as one fund for all purposes with the Trust Fund or upon such special trusts and with and subject to such special powers and provisions as may be applicable to such assets and property

(11) Power at any time or times to accept any property to be held by the Trustees upon trusts other than the trusts of this Deed whereunder all or any part or parts of the income or capital of such property may be applied or expended for all or any of the aforesaid purposes and in connection therewith to establish such separate charitable trusts as the Trustees shall consider necessary

(12) Power to apply to any Court or authority for any order or scheme

(13) Power to change the name of this Trust to such other name as the Trustees may think fit subject to obtaining any approval which may be necessary from the Charity Commissioners for England and Wales

7.

THE Trustees shall hold the Trust Fund as to so much thereof as shall consist of money upon trust to invest the same in any manner hereinafter authorized and as to property other than money either to allow the same to remain in its actual condition or state

of investment for so long as the Trustees in their discretion may think fit or at any time or times to sell call in and convert into money the same or any part or parts thereof in manner aforesaid and the Trustees may vary or transpose any investments into or for any others or other of any nature hereinafter authorised

(1) Money subject to the trusts hereof may at any time or times be invested in the purchase of or at interest upon the security of such stocks funds shares securities or other investments or property of whatsoever nature and in any part of the world and whether interest bearing or not as the Trustees shall in their absolute discretion think fit

(2) The Trustees may (subject to any relevant statutory provision) acquire whether by way of gift or purchase and hold any land (whether freehold or leasehold for any term of years) and buildings as they may consider expedient for the aforesaid purposes or any of them and may in their discretion from time to time take at the expense of the income or capital of the Trust Fund any steps that they may think proper for the maintenance and upkeep repair alteration improvement or insurance of any such property

(3) Any property subject to the trusts hereof may be held in the names of the Trustees or of any person or persons appointed by the Trustees for the purpose and the Trustees may vary or revoke any such appointment

3. (1) THE Trustees shall meet for the carrying on of the work of the Charity at such times and intervals as they shall decide
- (2) At any meeting of the Trustees three Trustees shall be a quorum (if there shall then be three or more Trustees)
- (3) The Trustees shall appoint one of their number to act as Chairman of the Trustees for such period as they may think fit
- (4) If at any meeting of the Trustees the Chairman shall not be present the Trustees present shall appoint one of their number to act as Chairman for the purposes of that meeting
- (5) The decisions of the Trustees shall be on a majority vote and in case of equality of votes the Chairman of the Trustees shall have a second and casting vote
- (6) The written consent of any of the Trustees who shall not be present at any meeting of the Trustees to a resolution proposed at such meeting shall be as effective as if he or she had been present

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at such meeting and had voted in favour of such resolution.

(7) Any resolution reduced to writing and signed by a majority of the Trustees shall be as effective as a resolution passed by a majority of the Trustees at a meeting of the Trustees

(8) The Trustees shall cause Minutes to be kept of proceedings taken and decisions made at their meetings

(9) Subject as aforesaid the Trustees shall have full control over the manner in which they conduct their business and may make rules or regulations in relation thereto or to carrying on of the work of the Charity

(10) Any Trustee who shall dissent from any exercise of any such powers or authorities shall nevertheless concur in executing or signing any document or doing any act necessary for giving effect to the exercise of any such powers or authorities by the majority of the Trustees without being responsible for loss

9. (1) The Trustees shall have power to appoint committees consisting of any two or more of their number and may delegate to any such committee such of their powers hereunder (other than their power of investing and varying and transposing investments or the powers of acquiring land and buildings and of varying or altering the trusts powers and provisions hereof) as they may think fit and may at any time wholly or partially revoke any such delegation. All actions and proceedings of any such committee shall be reported to and confirmed by the Trustees as soon as possible

(2) The Trustees shall have power to appoint committees which consist of or include persons who are not Trustees hereof to advise the Trustees or any committee to whom the Trustees have delegated any of their powers hereunder as to how the objects of the Charity or any specific object of the Charity can be best achieved

(3) The Trustees may make such rules and regulations for the conduct of the business of any such committees as mentioned in this clause as they may think expedient or may authorise any such committee to make such rules or regulations for the conduct of their business as such committee may think expedient

(4) The power of delegation hereby conferred shall include (but without prejudice to the generality thereof) the right to delegate to any one or more of the Trustees the power to receive moneys payable to the Trustees and to sign cheques on behalf of the

Trustees

10.

(1) THE power of appointing new Trustees hereof shall be vested in the Society. The Society shall also have power by deed to remove from office any trustee hereof.

(2) References in this clause to "the Society" include a reference to any body corporate which in the event of the amalgamation of the Society or otherwise is designated in writing by the Society as the person to perform the functions of the Society under this clause in place of the Society.

(3) To the intent that so long as the Society is in existence and has not designated any other body corporate to perform its functions under this clause in its place every trustee hereof shall be a member of the Council of the Society the power conferred by sub-clause (1) of this clause of removing from office any trustee hereof shall include (but without prejudice to the generality of such power) the power to remove any trustee who on ceasing to be a member of such Council does not forthwith take all steps necessary to cease to be a trustee hereof.

(4) So far as practicable there shall never be less than four Trustees nor more than seven Trustees for the Trust.

(5) If and whenever the number of Trustees of this Deed shall be less than four there shall as soon as practicable be appointed a new Trustee or new Trustees hereof so as to increase the number of Trustees to four or more and pending such appointment the continuing Trustees may during such period not exceeding six months after the number of Trustees shall have been reduced below four act in all the Trusts hereof and exercise all the powers hereby conferred on the Trustees but after the expiration of such period and until the number of Trustees shall be increased to four or more the continuing Trustees shall only have power to act for the purpose of receiving trust moneys and for the purpose of appointing new Trustees in the events specified in paragraph (3) of section 35(1) of the Trustee Act 1925 but for no other purpose.

(6) No Trustee shall be liable for or for the consequence of any mistake or forgetfulness whether of law or fact of the Trustees or their advisers legal or otherwise or for an answer to any enquiries or generally for any breach of duty or trust whatsoever whether by way of commission or omission unless it shall be proved to have been made given or done or omitted in conscious bad faith on the part of

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trustee sought to be made liable
11. IN the event of the Trust ceasing to perform the objects defined herein for any reason the Trustees shall hold the Trust Fund and any property vested in them and belonging to the Trust IN TRUST to be applied for such charitable purposes as shall in the opinion of the Trustees be as nearly as possible in conformity with the objects of the Trust and in case of disagreement or doubt the Trustees shall seek the direction of the Charity Commissioners for England and Wales

I N W I T N E S S whereof the Society has caused its Common Seal to be affixed and the Trustees have set their respective hands and seals the day and year before written

THE SCHEDULE before referred to
IN THE HIGH COURT OF JUSTICE 1967 L 875

CHANCERY DIVISION (GROUP B)

IN THE MATTER of the Trusts affecting the Proceeds of Sale of 15 ST. JAMES'S PLACE LONDON S.W.1.

- and -

IN THE MATTER of the Estate of E A L LIND-AF-HAGEBY deceased

- and -

IN THE MATTER of the Estate and the Will dated the 14th September 1944 and Codicil thereto dated 3th December 1945 of NINA MARY BENITA DUCHESS OF HAMILTON AND BRANDON deceased

B E T W E E N : DAVID BROUGHTON GIBSON BISHOP Plaintiff

- and -

GOSTA MAGNUS LUDVIG LIND-AF-HAGEBY and others

Defendants

The COMMON SEAL of THE ANIMAL DEFENCE SOCIETY LIMITED was hereunto affixed in the presence of:-

Seal

Rue Hamon

James J. Johnson

SIGNED SEALED AND DELIVERED by the said
DIANA HAMILTON ANDREWS in the presence
of:-

Witness name DAVID POND
Address 28, WHITELEY STREET
LONDON SE.1.

Occupation -

[Signature]

SIGNED SEALED AND DELIVERED by the said
RUTH HARRISON in the presence of:-

Witness name J. M. Oakes
Address 3, Mount Harry Rd. Seward.

Occupation - Housewife

[Signature]

SIGNED SEALED AND DELIVERED by the said
RETA VIOLET HARRISON in the presence of:-

Witness name P. J. Hodgson
Address Inglesant
Church Stratton
Salop.
Occupation - Retired

[Signature]

SIGNED SEALED AND DELIVERED by the said
CATHERINE DUFFELL HODGSON in the
presence of:-

Witness name R. V. Harrison
Address 8, Milnthorpe Rd
Eastbourne.

Occupation - Retired.

[Signature]
Catherine Duffell Hodgson
P. J. Hodgson

SIGNED SEALED AND DELIVERED by the said
PRISCILLA DAIN in the presence of:-

Witness name R. V. Harrison
Address 8, Milnthorpe Road
Eastbourne.

Occupation -

[Signature]
Priscilla Dain

SIGNED SEALED AND DELIVERED by the said
JOHN PITT in the presence of:-

Witness name J. A. Pomeroy
Address 57, Church Rise
Chesham, Surrey

Occupation - Housewife

[Signature]

SIGNED SEALED AND DELIVERED by the said)
JEAN ADELE LEFEVRE in the presence of: -)

Jean Lefevre
Jean Adele Lefevre .

Witness name J S Mason
address 48 Greenock Rd. Eltham. S.E. 9.

Signature Secretary

DATED 21st September 1971

THE ATLANTIC DEPENDENCE SOCIETY
LIMITED

- and -

MISS DIANA HAMILTON ANDREWS
and others

DEED OF DECLARATION
OF TRUST