

**Memorandum
of
The Shepherds Friendly Society Limited**

Effective [1 November 2026]

Registered Office:
Haw Bank House,
High Street,
Cheadle,
Cheshire,
SK8 1AL

Incorporated under the Friendly Societies Act 1992
Registration number: 240F

CONTENTS

Section	Page No
1. Name	1
2. Registered Office	1
3. Purposes	1
4. Powers	2
5. Limitations of Liabilities of Members	3

1. Name

The Society is an incorporated friendly society. It is called The Shepherds Friendly Society Limited, and is hereinafter referred to as “the Society”.

2. Registered Office

The Registered Office of the Society is situated in England and Wales. The address of the Registered Office is Haw Bank House, High Street, Cheadle, Cheshire, SK8 1AL

3. Purposes

3.1 The purposes of the Society shall be the carrying on of the following classes of business or other activity:

- (a) Long-term business of all or any one or more of the classes specified in Head A of Schedule 2 to the Friendly Societies Act 1992.
- (b) General business of either or both classes 1 and 2 specified in Head B of Schedule 2 to the Friendly Societies Act 1992.
- (c) Activities specified in Head D of Schedule 2 to the Friendly Societies Act 1992.

Any business or activity referred to above is to be:

- (a) carried on by the Society with a view to the provision, for its Members and such persons connected with its Members as may be prescribed in the Rules, of insurance or other benefits, and
- (b) funded by subscriptions from Members of the Society, with or without donations.

3.2 In addition to the matters specified above, the purposes of the Society include the carrying on of all or any of the following:

- (a) Social or benevolent activities within the meaning of Section 10 of the Friendly Societies Act 1992, which are not inconsistent with the other purposes of the Society;
- (b) Group insurance business within the meaning of section 11 of the Friendly Societies Act 1992;

- (c) Reinsurance of risks insured by any other incorporated friendly society or any registered friendly society in accordance with Section 12 of the Friendly Societies Act 1992
- (d) In accordance with (and subject as is provided in) Section 13 of the Friendly Societies Act 1992:
 - (i) forming subsidiaries;
 - (ii) taking part with others in forming bodies corporate to be jointly controlled by the Society; and
 - (iii) otherwise acquiring or keeping control or joint control of bodies corporate.

3.3 The Society may carry out any of its purposes both within and outside the United Kingdom.

3.4 In this paragraph 3, any reference to a statutory provision is a reference to that statutory provision as amended, varied or re-enacted from time to time.

4. Powers

4.1 Investment of Funds

The Society may invest its funds in accordance with Rule 30.

4.2 Holding of land (for purposes other than investment)

The Society may acquire and hold land for the purpose of:

- (a) carrying on any of its activities; or
- (b) enabling a subsidiary of the Society or a body jointly controlled by it to conduct its business;

and may dispose of, or otherwise deal with, any land held by it.

4.3 Assistance to subsidiary and jointly controlled bodies

- (a) The Society may provide its subsidiaries or bodies which it jointly controls with any of the following services:
 - (i) loans of money with or without security and whether or not at interest;
 - (ii) the use of services or property, whether or not for payment;

- (iii) grants of money, whether or not repayable; and
 - (iv) guarantees of the discharge of their liabilities.
- (b) The Society may make payments towards the discharge of the liabilities of any of its subsidiaries.

4.4 Subscriptions to other bodies

The Society may subscribe out of its funds to any hospital infirmary charitable or provident institution any annual or other sum which may be necessary to secure to Members of the Society and their families the benefits of that institution.

4.5 Other Powers

- 4.5.1 The Society may do anything mentioned in the provisions of paragraphs 2 to 7 inclusive of Schedule 5 to the Friendly Societies Act 1992 in the manner directed by the Society's Rules.
- 4.5.2 For carrying out the Society's purposes, the Society shall also have any other power specified in Part II of the Friendly Societies Act 1992.
- 4.5.3 Subject to the provisions of the Friendly Societies Act 1992, this Memorandum and the Society's Rules, the Society shall have power to do any other thing which is incidental or conducive to the carrying out of its purposes or for doing anything falling within Schedule 5 to the Friendly Societies Act 1992.

5. Limitations of Liabilities of Members

- 5.1 The liability of a Member of the Society is limited to the amount of any subscription to the Society which is outstanding.
- 5.2 No subscription of a Member of the Society shall be recoverable at law except on the winding up of the Society.