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Bright Horizons Family Solutions Inc.

Extract: Charter Amended/Restated (Plain English Desc) from a [8-K](#) on 06/07/2024

[SEC Document](#)

[SEC Filing](#)

On June 5, 2024, the Company held the Annual Meeting, at which the Company's shareholders approved the following amendments to the Certificate of Incorporation (collectively, the "Amendments"): (i) an amendment to declassify the Board, as well as to provide that directors can be removed at any time, with or without cause, by a majority of the voting power of the outstanding shares of the Company's capital stock entitled to vote in the election of directors (the "Declassification Amendment"); (ii) an amendment to provide for the exculpation of officers, as is consistent with the Delaware General Corporation Law (the "DGCL") (the "Officer Exculpation Amendment"); (iii) an amendment to add a federal forum selection provision and update and clarify the Delaware forum selection provision (the "Exclusive Forum Amendment"); and (iv) an amendment to effect other miscellaneous clarifications and changes to the Certificate of Incorporation.