

**THE COMPANIES ACT 1985**

**WEST NORTHFIELD COMMUNITY ASSOCIATION LIMITED**

(Co.Reg.No:3258337)

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**WRITTEN RESOLUTION OF THE COMPANY**

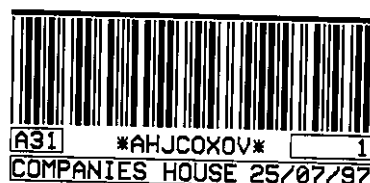
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The following Resolution is approved as a written Special Resolution under Article 27 of the Company's Articles of Association.

**SPECIAL RESOLUTION**

1. That the Company's Memorandum of Association be amended by:-
  - (a) In Clause 3.1.2 the insertion of the words "and with the object of improving their conditions of life" immediately after the words "such facilities"
  - (b) the deletion of Clause 3.2.20 and its substitution by:-

"3.2.20 to provide indemnity insurance to cover the liability of the Directors which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the Company: Provided that any such insurance shall not extend to any claim arising from any act or omission which the Directors knew to be a breach of trust or breach of duty or which was committed by the Directors in reckless disregard of whether it



was a breach of trust or breach of duty or not and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against the Directors in their capacity as Directors of the Company;"

(c) the deletion of Clause 3.2.21 and its substitution by:-

"3.2.21 to purchase and maintain for every Secretary, Auditor and employee of the Company insurance against any liability which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty;"

(d) in Clause 3 the addition of a further sub clause as follows:-

"3.2.22. to do all such other things as may be considered to be incidental or conducive to any of the above objects."

(e) in Clause 4 the addition of further sub-clauses as follows:

"4.7 of any premium in respect of any indemnity insurance as permitted under the provisions of Clause 3.2.20;

4.8 of any premium in respect of any indemnity insurance as permitted under the provisions of Clause 3.2.21."

2. That the Company's Article of Association be amended by:-

(a) in Article 4 the deletion of the first sentence and its substitution by:-

"The subscribers to the Memorandum of Association, such persons as are for the time being Directors of the Company and such other persons as the Directors shall admit to membership shall be members of the Company."

- (b) where the term "the prescribed percentage" is defined in Article 2 the deletion of the number "19" and its substitution by the number "19.5"
- (c) in Article 25 the deletion of the words "If a poll is demanded before the demanded." immediately after the words "the question on which the poll is demanded".

Dated this 15th day of July 1997



Melissa Tills