



DALES HOUSING LIMITED

(the "Company")

At a duly convened and quorate General Meeting of the Company held at Stoke Rochford Hall, Stoke Rochford, Grantham, NG33 5EB on 12th December 2017, at 12.30pm the following resolution was passed as a special resolution by the members of the Company:

Special Resolution

The Company resolved that:

- a. pursuant to section 115 of the Co-operative and Community Benefit Societies Act 2014 (the **Act**) the Company be converted from a company limited by guarantee registered under the Companies Act 2006 to a community benefit society (**CBS**) registered under the Act (the **Conversion**);
- b. from the date on which the Conversion takes effect, the members of the CBS shall be the persons who were members of the Company immediately before the Conversion took effect, each of whom shall be entered on the share register of the CBS with one share of £1 each;
- c. the rules of the CBS (the **Rules**) shall be those annexed to this resolution;
- d. the following members of the Company:

Janet Ford

Jeff Sharnock

Dennis Sleath

together with the Secretary of the Company, are hereby appointed and authorised to sign the Rules and to accept any alterations to the Rules required by the Financial Conduct Authority or any other regulator in connection with the Conversion without further consulting the Company.

We hereby certify that this is complete, accurate and up to date reproduction of the resolutions passed at the duly convened general meeting, and that the aforementioned resolutions have not been varied or rescinded in any way.

Janet R Ford

CHAIR OF DALES HOUSING LIMITED

Name: Janet Ford

Date 17/12/17

[Signature]

SECRETARY OF DALES HOUSING LIMITED

Name: Dermot McRoberts

Date 19/12/17