

**THE CHARITY BANK LIMITED**  
**(company number 04330018)**  
**(the "Company")**

**Notice of Ordinary Resolution**  
**passed on 3<sup>rd</sup> October 2016**

**ORDINARY RESOLUTION**

At an Extraordinary General Meeting of the Shareholders of the Company on 3<sup>rd</sup> October 2016, the following resolution was passed as an Ordinary Resolution

"**THAT**, in accordance with section 551 of the Companies Act 2006 and as required by Article 16 of the New Articles, the Directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £3,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2016 and shall only be used to allot shares in order to permit the second subscription for ordinary shares in the Company by Big Society Capital Limited in accordance with the terms of the Subscription Agreement as detailed above This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Companies Act 2006 but without prejudice to any allotment of shares or grants of Rights already made or offered or agreed to be made pursuant to such authorities "

  
**Jenny Edwards**

**Company Secretary**

Date 6<sup>th</sup> October 2016

Registered No 0433018

Registered Office Fosse House, 182 High Street, Tonbridge TN9 1BE

FRIDAY



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07/10/2016  
COMPANIES HOUSE