

**THE COMPANIES ACT 2006 ("the Act")
ORDINARY AND SPECIAL RESOLUTIONS PASSED AS WRITTEN RESOLUTIONS
OF
THE CAYZER FAMILY ARCHIVE ("the Company")
Company Number 06212781
PRIVATE COMPANY LIMITED BY GUARANTEE**

ANNUAL AUDIT, ETC.

The undersigned, being the entirety of the membership of the Company and together representing not less than 75% of the total voting rights of eligible members for the purposes of s.283(2) of the Act, hereby this twenty-second day of August 2019 approve the following resolutions passed as written resolutions:

ORDINARY RESOLUTION

1. **THAT** notwithstanding the provisions of Article 18 of the Company's Articles of Association previously in force prior to the passing of the Special Resolution hereinafter appearing, to the extent that no audits of the Company's financial statements are required for the period ended 31 March 2019 or any earlier period are required by the Act or by other requirement of law, the directors and officers of the Company shall not be required to procure the same.

SPECIAL RESOLUTION

1. **THAT** the Articles of Association of the Company be amended by the deletion of the entirety of the present Article 18 and the substitution therefor of the following:

18.1 In respect of periods of account where an audit is required by the Act or by other requirement of law, auditors shall be appointed and their duties regulated in accordance with the Act and the Charities Act

18.2 In respect of periods of account where no audit is required by the Act or by other requirement of law, independent examiners shall be appointed and their duties regulated in accordance with the Charities Act

Signed:



Hon. Elizabeth Gilmour (member)



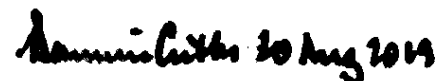
James Rushworth Hope Loudon (member)



Dominic Vaughan Gibbs (member)



**CERTIFIED A TRUE
COPY AND INSPECTED
AGAINST ORIGINAL
DV GIBBS SOLICITOR**

 30 Aug 2019