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18/09/2017
COMPANIES HOUSE

#214

COMPANIES ACT 2006

SPECIAL RESOLUTION



Company Number: 6754603

Company Name: Charitable Giving

On the eighteenth day of August 2017 the following special resolution was agreed and passed by the members:

That the Articles of Association of the company be modified as follows:

Re-number Paragraphs 11 to 20 inclusive to Paragraphs 12 to 21.

1. Proceedings at General Meetings.

Paragraph. 5.1, second sentence to be changed to:

"Four persons entitled to vote upon the business to be transacted, each being a member or a proxy for a member or a duly authorised representative of a corporation, shall be a quorum."

2. Directors.

Paragraph. 7.3, delete sentence and replace with:

"No-one may be appointed a director if he or she would be disqualified from acting under the provisions of Article 11."

3. Insert new paragraph:-

11. Rotation of Directors.

11.1 At the Annual General Meeting in the year 2018, and at the Annual General Meeting in each subsequent year, one seventh of the Directors for the time being, or, if their number shall not be seven or a multiple of seven, then the number nearest to one seventh shall retire from office, except that no Director who has been in office less than six and a half years since his last election shall so retire.

11.2 The directors to retire in 2018 and in every year thereafter shall be those who have been longest in office since their last election or appointment, but as between those who became directors on the same day those to retire shall be those whose surnames come earliest in the alphabetical order.

11.3 A retiring Director shall not be eligible for re-election until the Annual general meeting next after the annual general meeting at which he retires.

5 Proceedings of Directors.

New Paragraph.14.2, third line: Replace "two" with "four".

New Paragraph.14.4, sixth line: replace "five minutes" with "fifteen minutes".

Company Secretary.

14 September 2017