

Company No 12871670

The Companies Act 2006

Private company limited by guarantee

Written resolutions of

Trumpington Meadows Delivery & Action Group Ltd (the "Company")

12 November 2020 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2016, the director(s) of Trumpington Meadows Delivery & Action Group Ltd propose(s) that the resolution below be passed as a special resolution (the "Special Resolution")

Special Resolution

That the Company amend its Articles of Association as follows:

1. to replace Article 5.2 with the following: "Each Neighbourhood shall be represented by one, two or three Members of the Association, and these Representatives shall *ex officio* be members of the Executive Committee. From time to time, the Executive Committee shall by Standing Order determine the number of Representatives for each Neighbourhood, and may stipulate that eligibility to vote for or to serve as a Representative may be restricted by housing tenure status. Any such restrictions may be established only for the purpose of ensuring the better representation of the whole community in the Development, and shall never apply to all the Representatives for a particular Neighbourhood.", and
2. in Article 4.1.2, to replace "one Representative" with "the Representatives" and "a Member" with "Members", and
3. in Article 5.3, to replace "Each Neighbourhood's Representative" with "Each Representative", and
4. to add an Article 4.8, as follows: "The Quorum for meetings of the Executive Committee shall not be less than four.", and

MONDAY



A9HY09MP

A16

16/11/2020

#17

COMPANIES HOUSE

5. to add an Article 4.9, as follows: "An individual shall cease to be a member of the Executive Committee, if, two months after the most recent AGM, he is not properly registered as such with Companies House as required by law.", and

6. to add an Article 1.6, as follows:

"The income and property of the Association howsoever derived shall be applied solely in promoting the Association's aims. No distribution shall be paid or capital otherwise returned to the Members in cash or otherwise, however nothing in this Constitution shall prevent any payment in good faith by the Association of:

1.6.1 duly authorised, reasonable and proper remuneration to any Member, officer or servant of the Association for any services rendered to the Association;

1.6.2 any interest on money lent by any Member at a reasonable and proper rate; or

1.6.3 reasonable out-of-pocket expenses properly incurred by a Member.", and

7. to add a new Article 8, "Winding Up", as follows:

"8.1 On the merger of the Association with any other body, or the winding-up or dissolution of the Association, after provision has been made for all its debts and liabilities, any assets or property that remains available to be distributed or paid shall not be paid or distributed to the Members (except to a Member that qualifies under this Article) but shall be transferred to the Trumpington Residents Association."

Important

Please read the notes at the end of this document before signifying your agreement to the Special Resolution.

The undersigned, being persons entitled to vote on the Special Resolution on the Circulation Date, hereby irrevocably agree to the Special Resolution:

MKs —

Martin Keegan

12/11/2020

Laurence Fischer

LAURENCE FISCHER

12/11/2020

Notes

You may choose to agree to all of the resolutions or none of them but you may not agree only to some of them. If you agree to all of the resolutions, please indicate your agreement by signifying and dating this document where indicated above and returning it to the Company by delivering the signed copy to the registered office.

The resolutions will lapse if sufficient votes in favour of them have not been received by the end of the day which is 28 days after the Circulation Date. If the Company has not received this document from you by then you will be deemed to have voted against all of the resolutions.

Once you have signified your agreement to the resolutions such agreement cannot be revoked.