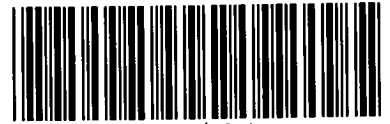


**THE COMPANIES ACT 2006
SPECIAL RESOLUTION**

FRIDAY



SCT *S9FB02SY* 09/10/2020 #151
COMPANIES HOUSE

Name of Company: Dundee Women's Aid Company Limited

Company Number: 124795

An Annual General Meeting of the above Company was held on: Wednesday 9th September via electronic videoconferencing.

During the meeting, the following Special Resolution was duly passed:

Following Scottish Government guidance for the health and wellbeing of Dundee Women's Aid Company Limited members, staff and the wider public during Covid-19 for meetings and gatherings, Dundee Women's Aid Company Limited would like to propose to its members that the upcoming AGM is held virtually via a secure online platform i.e. Zoom meetings or Microsoft Teams. Guidance and assistance would be provided to members on how to access the chosen platform. Limited spaces would also be made available in the Dundee Women's Aid Company Limited Office Training Room for any member unable to attend online who wishes to join the virtual meeting here whilst following government guidelines for meeting indoors.

Furthermore, we propose that all members be given the option to cast votes for the upcoming AGM electronically by means of an online form. In order to alleviate any potential technical issues during the virtual AGM and to ensure fair voting for all members whilst reducing paper handling, we propose that electronic voting be the preferred method for all voting members, whether in attendance at the meeting or via proxy.

As meeting face to face may not be possible for the foreseeable future we also propose to the members to vote to agree a further amendment to the articles of association to incorporate the provision of future virtual meetings in place of face to face attendance. Dundee Women's Aid Company Limited shall follow OSCR guidelines for the submission for resolution to change articles and notifications should these be passed by the members.

This modified the Articles of Association of the company as follows:

By removing Article(s) 36 and 47 and replacing them accordingly.

By adding new Article(s) to replace Articles previously numbered 36 and altering subsequent numbering accordingly

New article(s):

36. No business shall be dealt with at any general meeting unless a quorum is present; the quorum for a general meeting shall be 5 persons entitled to vote (each

being a member or a proxy for a member). The meeting may be held in person or by electronic means that allows members to attend, speak and vote.

By amending Article 47 from the following:

A resolution put to the vote at a general meeting shall be decided on a show of hands unless a secret ballot is demanded by the chairperson (or by at least two persons present in person at the meeting and entitled to vote (whether as members or proxies for members)); a secret ballot may be demanded either before the show of hands takes place, or immediately after the result of the show of hands is declared.

To

47. A resolution put to the vote at a general meeting shall be decided on a show of hands unless a secret ballot is demanded by the chairperson (or by at least two persons present at the meeting and entitled to vote (whether as members or proxies for members)); a secret ballot may be demanded either before the show of hands takes place, or immediately after the result of the show of hands is declared.

DATED: 9/9/2020
passed.)

(of AGM where Special Resolution

Dianne Cantali

SIGNED:

NAME: Dianne Cantali

DESIGNATION: Director