

THE COMPANIES ACT 2006
COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE
CAPITAL

SPECIAL RESOLUTIONS

of

FORTH ENVIRONMENT LINK

(Company number: SC286723)
(Scottish charity number: SC019276)



At a general meeting of Forth Environment Link (a company which is a Scottish charity) held at Stirling Business Centre, Wellgreen Place, Stirling FK8 2DZ on 16 April 2008 at 7 30 pm, the following resolutions were each duly passed as a special resolution of the company:

- 1 That the provisions of the memorandum of association, with respect to the company's objects, be altered by.
 - a) the insertion of new paragraphs (2) to (5) in clause 3 which should read as follows
 - “(2) To advance health and to assist in the prevention and/or relief of ill health and to advance health education
 - (3) To advance environmental protection or improvement
 - (4) To relieve unemployment in such ways as may be thought fit, including assistance in finding employment
 - (5) To promote training and skills of all kinds, particularly such skills as will assist individuals in obtaining paid employment ”and the re numbering of the remaining paragraphs of clause 3 accordingly,
 - b) the deletion of the existing provisions of paragraph (6) of clause 3 (as re numbered) and the insertion in their place of the following
 - “(6) to promote, establish, operate and/or support other similar schemes and initiatives which are in furtherance of charitable purposes ”
- 2 That the provisions of the memorandum of association be altered by

- a) the deletion of the words “charitable/community benefit bodies” where they appear in paragraph (e) of clause 3 and the insertion in their place of the words “charities, community benefit bodies”;
- b) the deletion of the words “charitable body” where they appear in paragraph (r) of clause 3 and the insertion in their place of the word “charity”;
- c) the deletion of the words “charitable bodies” where they appear in paragraph (v) of clause 3 and the insertion in their place of the word “charities”;
- d) the deletion of declaration (ii) at the end of clause 3 and the insertion in its place of the following.

“(ii) in this clause, and throughout this memorandum of association,

(A) the expression “charity” shall mean a body which is either a “Scottish charity” within the meaning of section 13 of the Charities and Trustee Investment (Scotland) Act 2005 or a “charity” within the meaning of section 96 of the Charities Act 1993, providing (in either case) that its objects are limited to charitable purposes,


(B) the expression “charitable purpose” shall mean a charitable purpose under section 7 of the Charities and Trustee Investment (Scotland) Act 2005, which is also regarded as a charitable purpose in relation to the application of sections 505 and 506 of the Income and Corporation Taxes Act 1988;”

- e) the insertion of a new paragraph (iii) immediately following paragraph (ii) as altered, which should read as follows

“(iii) any reference in this memorandum of association to a provision of any legislation shall include any statutory modification or re enactment of that provision in force from time to time ”

- f) the deletion of the words “charitable body or bodies” where they appear in clause 7.1 and the insertion in their place of the words “charity or charities”;
- g) the deletion of the words “body or bodies” where they appear in clause 7.2 and the insertion in their place of the words “charity or charities”;

- h) the deletion of the words "object or objects" where they appear in clause 7 3 and the insertion in their place of the words "purpose or purposes"


Company Secretary

Dated: 6th May 2008

Registered office

Room 7
Stirling Business Centre
Wellgreen Place
Stirling
FK8 2DZ