

Company Number: 02512960

Written resolution of

YMCA West Kent ("YMCA WK")

Circulation Date: 14<sup>th</sup> June 2023.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the YMCA WK propose that the following resolution is passed as an ordinary resolution:

Background

Whereas:

1. In accordance with the draft transfer agreement which has previously been reviewed by the directors of YMCA WK and the directors of YMCA TG (as defined below), the directors propose to enter into an arrangement whereby YMCA WK will transfer its assets and liabilities to YMCA Thames Gateway (company number: 06102037 (the "YMCA TG")) (the "Transfer");
2. It is noted that some of the directors of YMCA WK are also directors of YMCA TG. The transfer is therefore a transaction involving a party connected to a director, and requires the approval of the members under s.190 of Companies Act 2006;
3. The below resolution is therefore being put to the sole member (YMCA TG) for approval of the Transfer, it being noted that s201 consent has also been obtained from the Charity Commission.

Ordinary Resolution

IT IS HEREBY RESOLVED THAT the sole member gives approval to the Transfer as required under s.190(1)(b) of Companies Act 2006.


The undersigned, being the sole member of YMCA WK entitled to vote on this special resolution on the Circulation Date, hereby irrevocably agrees to the special resolution.

Signed: 

Authorised signatory on behalf of YMCA Thames Gateway (Company number: 06102037)

Name: Mark Saunders

Date: 25<sup>th</sup> June 2023

Signed: 

Authorised signatory on behalf of YMCA Thames Gateway (Company number: 06102037)

Name: Karen Knapp

Date: 25<sup>th</sup> June 2023