

Number of Company: 2563094

The Companies Acts 1985 and 1989

Company Limited by Guarantee



POSITIVE STEPS OLDHAM

At the Annual General Meeting of Positive Steps Oldham duly convened and held on 1 November 2006 the following Special Resolutions were duly passed:-

SPECIAL RESOLUTIONS

That the Company's Articles of Association be amended as follows:-

1. That the quorum for General Meetings of the Company specified in Article 13 be changed from 10 persons to 6 persons.

2. Delete existing clause 38 in its entirety and replace with:-

38.1 The Board shall comprise not less than 8 nor more than 12 Directors who shall be appointed by the Members pursuant to this Article 38.1. Any Director appointed pursuant to this Article 38.1 may be removed from office by the body appointing such director. In the case of each such appointment and removal the relevant body shall give notice in writing to the company.

38.1.1 Four shall be appointed by OMBC.

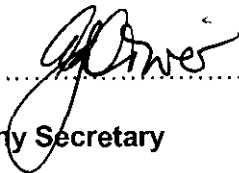
38.1.2 Four shall be appointed from the classification of other statutory bodies with which the Company conducts its business (i.e. the Education and Training Sector, the Health sector and the Crime & Disorder sector). The Board shall determine whether any such nominating body falls within such classification.

38.1.3 Four shall be appointed from the classification of community representatives' bodies (i.e. the business sector and the independent, voluntary, community and faith sectors). The Board shall determine whether any such nominating body falls within such classification.

38.2 If at any Annual General Meeting of the Company there shall be less than 8 Directors appointed pursuant to Article 38.1 the Members shall appoint one or more Directors to bring the number of Directors up to 8. Each such appointment shall have been previously nominated by the Board, and may be removed by a resolution of the Board if it is necessary to do so in order to facilitate the appointment of Directors pursuant to Article 38.1. Any Director appointed pursuant to this Article 38.2 shall be subject to retirement by rotation.

3. In Article 45 insert the following words at the beginning of the second sentence:-

"Subject to the terms of Article 38.2..."


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Company Secretary