

THE COMPANIES ACT 2006

WRITTEN SPECIAL RESOLUTION OF THE SOLE MEMBER OF

**CULTURE AND SPORT GLASGOW
(the "Company")**

COMPANY NUMBER: SC313851

SCOTTISH CHARITY NUMBER: SC037844

CIRCULATION DATE: 20 MARCH 2017

In accordance with sections 288 to 300 of the Companies Act 2006, we, being the sole member of the Company entitled to vote on this resolution on its Circulation Date, agree to the following resolution, which is proposed as a special resolution of the Company:

THAT the provisions of the articles of association of the Company be altered by:

- 1 the deletion of the existing provisions of paragraph 4.5 of article 4 and the insertion in their place of the following:

"4.5 To promote civic responsibility, volunteering, the voluntary sector and/or the effectiveness or efficiency of charities;"
- 2 the insertion of a new paragraph 4.8 immediately after the existing provisions of paragraph 4.7 of article 4 as follows:

"4.8 To advance citizenship and community development (including urban regeneration) by harnessing the cultural and leisure assets of Glasgow, the contribution made by activities in furtherance of paragraphs 4.1 to 4.7, and a range of other measures, to increase vibrancy and promote positive perceptions of Glasgow as a place to work, live, study, play, visit and invest - in a common effort with other public, private and third sector partners to address issues of social, economic and physical deprivation across the City of Glasgow, including health inequalities, social exclusion and unemployment."; and



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- 3 the re-numbering of the existing paragraph 4.8 accordingly.

C. Fawcett

For and on behalf of
Glasgow City Council

20th March 2017

Date

NOTES

- 1 In order for the above members' written resolution to be passed as a special resolution of the Company, the resolution must be agreed by members holding in aggregate not less than 75% of the total voting rights of those members who are entitled to vote on the resolution on the Circulation Date.
- 2 The relevant statutory provisions state that members may signify their approval of the written resolution by delivering to the Company an authenticated document (in hard copy or electronic form) identifying the resolution and indicating agreement to its terms. It is therefore not necessary to physically sign the written resolution; however, signing the written resolution in the space above the member's name is a valid and effective method of signifying approval.
- 3 If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the company.
- 4 Unless by the end of the period of 28 days beginning with the Circulation Date noted above, sufficient agreement has been received for the resolution to pass, it will lapse.