



## THE COMPANIES ACT 2006

Company No 00468317  
Private Company Limited by Guarantee

### Special Resolution of the East London Mosque Trust

At the Annual General Meeting of the company, duly convened and held at Maryam Centre of the East London Mosque Trust, 82-92 Whitechapel Road, London E1 1JQ,

On the twenty eighth day of September 2013, the following Special Resolution was duly passed

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The company's Article 4 (Objects), Article 7 (Benefits and payments to trustees), Article 50 (Rules/Amendments), and Article 52 (Dissolution) be amended as follows

4 The Charity's objects ("Objects") are to

- (1) Advance the Islamic faith for the benefit of the public by maintaining and managing a community centre and mosque in London,
- (2) Advance education and to provide facilities in the interests of social welfare for recreation and leisure-time occupation with the object of improving the conditions of life for the general public, and in particular the Muslim community,
- (3) Promote such other charitable purposes as may from time to time be determined

7 (1) General provisions

No trustee or connected person may

- (a) buy any goods or services from the Charity on terms preferential to those applicable to members of the public,
- (b) sell goods, services, or any interest in land to the Charity,
- (c) be employed by, or receive any remuneration from, the Charity,
- (d) receive any other financial benefit from the Charity,

unless the payment is permitted by sub-clause (2) of this article, or authorised by the court or the Charity Commission

In this article a 'financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value

**Scope and powers permitting trustees' or connected persons' benefits**

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- (2) (a) A trustee or connected person may receive a benefit from the Charity in the capacity of a beneficiary of the Charity provided that a majority of the trustees do not benefit in this way
- (b) A trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the Charity where that is permitted in accordance with, and subject to the conditions in, sections 185 and 186 of the Charities Act 2011
- (c) Subject to sub-clause (3) of this article a trustee or connected person may provide the Charity with goods that are not supplied in connection with services provided to the Charity by the trustee or connected person
- (d) A trustee or connected person may receive rent for premises let by the trustee or connected person to the Charity. The amount of the rent and the other terms of the lease must be reasonable and proper. The trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion
- (e) A trustee or connected person may take part in the normal trading and fundraising activities of the Charity on the same terms as members of the public

#### **Payment for supply of goods only – controls**

- (3) The Charity and its trustees may only rely upon the authority provided by sub-clause (2)(b) of this article if each of the following conditions are satisfied
  - (a) The amount or maximum amount of the payment for the goods is set out in an agreement in writing between the Charity or its trustees (as the case may be) and the trustee or connected person supplying the goods ('the supplier') under which the supplier is to supply the goods in question to or on behalf of the Charity
  - (b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question
  - (c) The other trustees are satisfied that it is in the best interests of the Charity to contract with the supplier rather than with someone who is not a trustee or connected person. In reaching that decision the trustees must balance the advantage of contracting with a trustee or connected person against the disadvantages of doing so
  - (d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the Charity



- (e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of trustees is present at the meeting
  - (f) The reason for their decision is recorded by the trustees in the minute book
  - (g) A majority of the trustees then in office are not in receipt of remuneration or payments authorised by article 7
- (4) In sub-clauses (1) and (3) of this article
- (a) 'Charity' includes any company in which the Charity
    - (i) holds more than 50% of the shares, or
    - (ii) controls more than 50% of the voting rights attached to the shares, or
    - (iii) has the right to appoint one or more trustees to the Board of the company
  - (b) 'connected person' includes any person within the definition in article 2 'Interpretation'
- 50 The articles may be amended by a special resolution at a general meeting, subject to any conditions under section 198 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision)
- 52 (1) The members of the Charity may at any time before, and in expectation of, its dissolution resolve that any net assets of the Charity after all its debts and liabilities have been paid, or provision has been made for them, shall on or before the dissolution of the Charity be applied or transferred in any of the following ways
- (a) directly for the Objects, or
  - (b) by transfer to any charity or charities for purposes similar to the Objects, or
  - (c) to any charity or charities for use for particular purposes that fall within the Objects
- (2) Subject to any such resolution of the members of the Charity, the trustees of the Charity may at any time before and in expectation of its dissolution resolve that any net assets of the Charity after all its debts and liabilities have been paid, or provision made for them, shall on or before dissolution of the Charity be applied or transferred
- (a) directly for the Objects, or
  - (b) by transfer to any charity or charities for purposes similar to the Objects, or
  - (c) to any charity or charities for use for particular purposes that fall within the Objects



- (3) In no circumstances shall the net assets of the Charity be paid to or distributed among the members of the Charity (except to a member that is itself a charity) and if no resolution in accordance with article 52(1) is passed by the members or the trustees the net assets of the Charity shall be applied for charitable purposes as directed by the Court or the Commission

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I certify this to be a true copy of the Special Resolution passed on 04 June 2013

**Ayub Khan**  
(Director / Trustee)