

**Age UK Barnet ("the Company")**

**Registered number 3863045**

(Company limited by guarantee not having a share capital)

This is to certify that an Extraordinary General Meeting of the members of the Company held at the Company's registered office, Ann Owens Centre, Oak Lane, East Finchley London N2 8LT on Wednesday 3 October 2018, the following amendments to the Memorandum and Articles of Association of the Company were approved by the members of the Company by Special Resolution.

**Memorandum**

Add a new clause 4 (bb) as follows:

"to form and operate one or more subsidiary or joint venture companies or other bodies corporate and to finance the same for the purpose of either (i) facilitating the delivery of charitable services by the Charity, whether directly, or indirectly by such other company or body corporate or other charity and to do so either alone, or with any other charity or (ii) carrying on any trade or business to generate funds for the Charity (either alone or with any other charity); but in each such case on terms which are consistent with the promotion of the objects of the Charity, with Charity Commission requirements and with the Charity's charitable status."

Add a new clause 4 (cc) as follows:

"To enter into all such arrangements pursuant to the exercise of its powers or in the fulfilment of its duties as the Board may consider necessary or advisable".

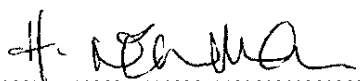
**Articles of Association**

Add a new Article 38A as follows:

"Board members shall be regarded as present for the purposes of forming a quorum if they are present by suitable electronic means agreed from time to time by the Board (including without limitation by telephone or video communication) through which all such members are enabled to communicate with one another. A Board meeting may accordingly be held by such suitable electronic means. "

In Article 45 add the following sentence at the end.

"A resolution shall be regarded as "signed" by a member of the Board if it bears that member's electronic signature or is otherwise approved by that member in electronic form. "



Helen Newman  
Company Secretary  
4 October 2018.



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