

Extraordinary General Meeting of Age UK Richmond Upon Thames Limited

Company Registration No.4116911, Charity Registration No. 1084211

held at Suite 301, Third Floor, Parkway House, Sheen Lane, East Sheen SW14 8LS

4:00pm on Thursday 11th January 2018.

Special Resolution

(A) It is hereby resolved that to Clause 22 of the Articles of Association there be added the following as sub-clause 22.12:

22.12: Notwithstanding the provisions of sub-clauses 22.1, 22.2, 22.5 and 22.9, the Board may from time to time and at any time co-opt any person (including, but without limitation, any person previously or currently co-opted to the Board as a Member, and whether or not a past Member of the Board or a past Chair of the Board), to serve in lieu of an elected Chair of the Board as Chair of the Board for a maximum term of one year or, if shorter, until the conclusion of the Annual General Meeting next following, and the provisions of sub-clause 22.3 shall apply to that person so co-opted.

(B) The number of members hereafter required to form a quorum at a general meeting shall be five.

(C) For the avoidance of doubt, all general meetings of the Company heretofore called shall be and they are hereby deemed to have been validly convened and all resolutions therein passed shall be and they are hereby deemed to have been validly approved by a quorum of members.

By order of the Board

David Baggs
Company Secretary

Registered Office: Suite 301, Third Floor, Parkway House, Sheen Lane, East Sheen SW14 8LS

Dated: 11th January 2018

Note:

A member entitled to attend and vote at the Meeting convened by the above notice is entitled to appoint a proxy to exercise all and any of the rights of the member to attend and speak and vote on his or her behalf. A proxy need not be a member of the Company.

To appoint a proxy, you may use the proxy form enclosed with this notice of meeting. To be valid, the proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of the same must be received by post or (during normal office hours only) by hand at Suite 301, Third Floor, Parkway House, Sheen Lane, East Sheen SW14 in each case not later than 4.00 pm on 2 January 2018 or not later than 48 hours before the time fixed for any adjourned meeting.

THURSDAY



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