

**THE COMPANIES ACT 2006**  
**WRITTEN RESOLUTION**

- of -

**ISLAND HARBOUR RESIDENTS ASSOCIATION LIMITED**  
**(the "Company")**  
**Company Number: 06374395.**

**PRIVATE COMPANY LIMITED BY GUARANTEE**

**CHANGE OF ARTICLES OF ASSOCIATION**

At a general meeting of the Company, duly convened and held at Whippingham Community Hall, Whippingham, East Cowes, Isle of Wight on 25<sup>th</sup> March 2017, the following resolution was duly passed as a special resolution.

**SPECIAL RESOLUTION**

**THAT** the existing articles of association of the company be modified as follows:

**A. SPECIAL RESOLUTION 1/2017**

The wording of Article 7.1 to be amended to read:

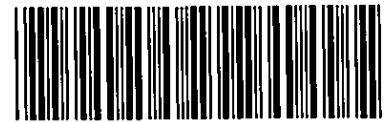
An Annual General Meeting ('AGM') shall be held at the registered office of the Association or at another location as the Board of Directors may determine. The AGM will be held within twelve months of the end of the Association's financial year which shall run from 1<sup>st</sup> April. The Special Resolution was carried.

**B. SPECIAL RESOLUTION 2/2017**

The wording of Article 19.2 to be amended to read:

Notwithstanding the provisions of the article 19.1.4, the Board of Directors may from time to time decide that members qualified to vote, may exercise their vote for the election of directors by post or by electronic form (e-mail), (without having to attend the AGM). In these circumstances a ballot paper will be used (provided in accordance with article 7.6.4). For Members voting by electronic form (e-mail) the e-mail must include information equivalent to that which would have been sent had the ballot paper been used, the purpose being to clearly state the vote. The e-mail must be received by the Secretary at least 48 hours before the time at which the AGM is held, and on such other basis as shall have been

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COMPANIES HOUSE

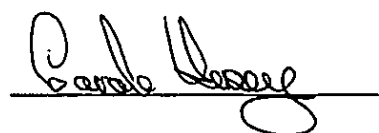
stipulated by the Board. Any such postal vote shall only be acceptable in the ballot, if the ballot paper has been completed and signed by the member exercising their right and the same is received in a properly sealed envelope by the Secretary at least 48 hours before the time at which the AGM is held, and on such other basis as shall have been stipulated by the Board of Directors in accordance with article 19. Such ballot envelopes to be clearly marked. The Special Resolution was carried.

**C. SPECIAL RESOLUTION 3/2017**

The wording of Article 19.3 to be amended to read:

The Secretary will count the vote within 48 hours of the AGM and will keep the result confidential until it is announced at the AGM at the relevant agenda item.

The Special Resolution was carried.

A handwritten signature in black ink, appearing to read 'Carole Hersey', written over a horizontal line.

Mrs Carole Hersey - Director

A handwritten signature in black ink, appearing to read 'John Rowell', written over a horizontal line.

Mr John Rowell - Company Secretary