

Company Number: 07586788

Companies Act 2006

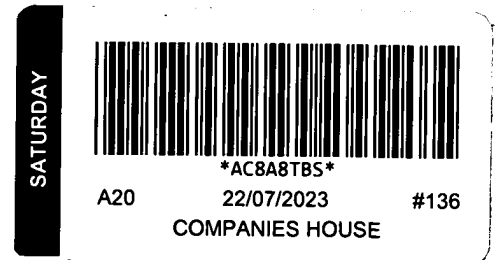
Company limited by guarantee and not having a share capital

Written Resolutions

of

Textile Exchange Europe

(the "Company")



Circulation Date: 29/06/2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as written resolutions (the "**Resolutions**"):

Ordinary resolutions

1. THAT, with immediate effect, Jocelyn Wilkinson be appointed as a director of the Company; and
2. THAT, with immediate effect, Prama Bhardwaj be re-appointed as a director of the Company.

Special resolutions

1. THAT article 8.6 shall be deleted and replaced with the following:

8.6 *The term of office for every Trustee shall be three years or such longer or shorter period of time as the Member (after consulting the Trustees) considers necessary in order to make arrangements for the appropriate composition of the Board with respect to the skills and experience of the Trustees required by the Charity from time to time. A Trustee shall be eligible for re-appointment by the Member for three further such terms.*
2. THAT article 8.7 shall be deleted and replaced with the following:

8.7 *After a Trustee has served four consecutive terms in office, he or she shall be eligible for re-appointment by the Member only after a year has elapsed since he or she retired as Trustee, unless the Member considers (after consulting the Trustees) that it would be in the best interests of the Charity for a Trustee to be eligible for re-appointment on his or her retirement for such number of further terms as the Member shall resolve.*

Agreement

Please read the notes at the end of this document before signing to confirm your agreement to the Resolutions.

The undersigned being the sole member of the Company, and being a person entitled to vote on the Resolutions, on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed for and on behalf of **Textile Exchange**
acting by its Authorised Representative



.....

Print name

Claire Bergkamp

29/06/2023.....

Date

Notes

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. You can return it to the Company by:
 - 1.1 hand (by bringing it to the registered office); or
 - 1.2 by post to the registered office (marked for the attention of Emma Slade); or
 - 1.3 by email to Emma@textileexchange.org.
- 2 If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless within the period of six months beginning with the Circulation Date above, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the expiry of this period.