

Company number 11495376

Companies Act 2006

Company limited by guarantee and not having a share capital

Written Special Resolution of

South Bank Colleges

(the "Company")

Circulation Date: 14 June 2022

Passed on: 21 June 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a written special resolution (the "Resolution"):

**Resolution**

THAT articles 9.16.3 and 12.2.1 of the Company's articles of association are amended as follows:

9.16.3 The Chair shall not be an employee of the Member.


12.2.1 The quorum necessary at a meeting of the Board shall be three (of which at least one shall be a Trustee who is not a full-time employee or governor of the Member).

**Agreement**

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

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

Signed for and on behalf of London South Bank  
University acting by the Secretary  
With effect from 21 June 2022



James Stevenson  
Company Secretary

## Notes

- 1 If you agree with the Resolution, 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 the Secretary); or
  - 1.3 by email to [governance@lsbu.ac.uk](mailto:governance@lsbu.ac.uk)
- 2 If you do not agree to the Resolution, 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 Resolution, 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 Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the expiry of this period.