

THE COMPANIES ACT 2006
WRITTEN RECORD OF SPECIAL RESOLUTION OF THE MEMBERS
OF

SCOTTISH BOOK TRUST ("the Company")

COMPANY NUMBER: SC184248

SCOTTISH CHARITY NUMBER: SC027669

I, the undersigned, being the secretary of the Company, HEREBY NOTE THAT:

- A. the following resolution, which is to have effect as a special resolution of the Company as indicated, was placed before the members of the Company in the form of a written resolution on 30th August 2023; and
- B. the requisite level of consent required to approve the resolution was obtained by the company on 4th September 2023 and therefore the resolution was duly passed by members of the company on that date.

The following resolution was duly passed as a special resolution by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

SPECIAL RESOLUTION

"That the articles of association of the Company be altered by the deletion of the second sentence of article 30 and the insertion in its place of the words:

"A Director shall be eligible for re-election on the expiry of a three-year period but not so that any Director shall hold office for a continuous period of more than nine years. The Vice-Chairman and Treasurer shall be eligible for re-election on the expiry of a three-year period but not so that the Vice-Chairman or Treasurer shall hold office for a continuous period of more than six years.""

Signed.....*Marc Lambert*

Secretary

Dated: *18.9.23*

Registered office: Sandeman House,
Trunks Close,
55 High Street
Edinburgh, EH1 1SR