

**Company number: 08880546**

**PRIVATE COMPANY LIMITED BY SHARES**

## WRITTEN RESOLUTION

of

**Heart Of The South-West LEP C.I.C (Company)**

**21<sup>st</sup> April 2023**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA2006**), the directors of the Company propose that the following resolution is passed as a written resolution of the Company (**Resolution**), having effect as a Special Resolution.

## SPECIAL RESOLUTION

### Adoption of new articles of association

- 1 THAT the regulations attached to this written resolution be and they are adopted with immediate effect as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association as set out in the attachment.

## AGREEMENT

**Please read the notes at the end of this document before signifying your agreement to the Resolution by signing below.**

The undersigned, being a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by [●] acting by its authorised representative [●]

Date .....

## NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

**By Hand:** by delivering the signed copy to the Company's registered office (marked for the attention of [●]).

**By Post:** by returning the signed copy to the Company's registered office (marked for the attention of [●]).

**By E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [●]. Please enter "Written resolution of Heart Of The South-West LEP C.I.C" in the e-mail subject box.

**Please note that return of this document will not be accepted by fax.**

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 28 days beginning with the Circulation Date, sufficient agreement has been received from the required majority of eligible members for the Resolution to be passed, it will lapse. If you agree to the Resolution, please indicate your agreement and notify us as soon as possible.
5. If a member has exercised the right, pursuant to the Company's articles of association and section 145 of the CA2006 to nominate another person to exercise a right to vote on a written resolution, then the vote of that nominee will be counted by the Company to the exclusion of the member.
6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.