<u>Special Resolutions</u>

<u>To approve the Business Plan and to amend the Memorandum and Articles of Association</u>

<u>of Sydenham Lawn Tennis and Croquet Club Ltd ('the Company')</u>

<u>at the Annual General Meeting on 15 December 2020 at 8pm</u>

Three resolutions are proposed by Gillian Bartlett on behalf of the Board of Directors as follows:-

This meeting resolves:

<u>RESOLUTION A</u>
That the board of directors is authorised to take both of the following steps:-

1. On or after 30 September 2021, to close the croquet lawn for the purposes of playing croquet and then to construct a new tennis court on the area where the croquet lawn is currently situated; and

2. To apply for planning permission and take all other necessary steps to construct a new clubhouse building, incorporating two new squash courts, on the currently unused section in the North West corner of the club grounds.

<u>RESOLUTION B</u>
That the Articles of Association of the Company be amended by deleting all the objects of the Company that by virtue of the Companies Act 2006 have been treated as provisions of the Company's Articles of Association.

<u>RESOLUTION C</u>
That with effect from the conclusion of the meeting the Articles of Association of the Company be amended as follows:-

1. Article 33 - add a new article stating:- *'In the event that it is not possible, for any reason, for all or any members to attend a meeting in person a meeting may be held and votes may be permitted to be cast by electronic or other means. The meeting may be held without any number of those participating in the meeting being together in the same place.'*

2. Article 39 (formerly article 38) - add the following words :- *'….or sent by email or other electronic means to the secretary of the club ….'*

<u>RESOLUTION D</u>

The Articles of Association shall be altered to take the form of the Articles of Association attached to this resolution and are in substitution for and to the exclusion of the Articles of Association previously registered with the Registrar of Companies.

Dated this 21st day of October 2020