

COMPANIES ACT 2006

SPECIAL RESOLUTIONS

SOUTH LONDON THEATRE CENTRE LIMITED, COMPANY NO. 922845

AGM to be held on Monday, 20th May 2019

Proposed amendments to the Memorandum & Articles of Association

1. Memorandum of Association:

Clause J currently states:

“For the purposes of furthering the objects of the Company to establish, operate and carry on bars and refreshment rooms for the supply of food, drink and other refreshments by way of sale to *non-members* during the hours of performances, given or sponsored by the Company, whenever such performances take place, to persons attending such performances and for the purposes aforesaid (but for no other purpose) and during the hours of such performances to carry on the business as caterers, victuallers (whether licensed or not) and restaurateurs and to apply for and obtain and renew in the name of the Company or of any agent servant authorized by the Company all or any necessary or proper licences for the purposes of such sales.”

PROPOSED: To delete “to non-members”.

2. Articles of Association: General Council

PROPOSED: to insert a new clause 28: “No member shall serve on General Council in any one or more capacity for longer than 9 consecutive years.” and the numbering of the subsequent articles to be amended accordingly.

3. Articles of Association: Notices

Article 48 currently states:

“A notice may be given by the Company to any member:-

- (i) personally
- (ii) by post, when service of the notice shall be deemed effective by properly addressing, prepaying and posting a letter containing the notice to the registered address of the member, and to have effected at the expiration of 48 hours after the letter containing the same is posted
- (iii) *by notice on the other SLT website or other suitable digital communication method*”

PROPOSED: to replace (iii) with

“(iii) by email or other electronic communication method where this has been specifically agreed by the member.”

3. Articles of Association: Discrimination

Article 52 currently states:

“In the conduct of its affairs the Company shall not exercise any discrimination on the grounds of *any protected characteristic as defined in the Equality Act 2010, or any subsequent legislation, except where it is a genuine occupational requirement (GOR) for the casting of plays.*”

PROPOSED: to delete Article 52
