


Company Number: SC436030

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY GUARANTEE  
WRITTEN RECORD OF THE WRITTEN RESOLUTION  
OF  
ZERO WASTE SCOTLAND LIMITED  
(the "Company")

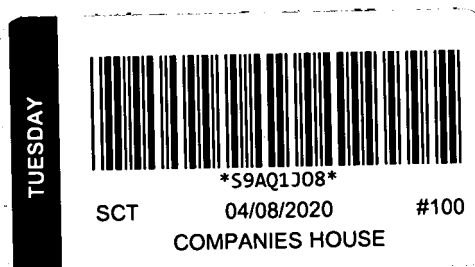
In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolution was duly passed on 21 July 2020 as a special resolution.

**SPECIAL RESOLUTION**

THAT the draft regulations attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.



.....  
Director



**Zero Waste Scotland Board Meeting 21 July 2020  
Agenda Item Number Item 3 Appendix 3  
Special Resolution**

Company Number: SC436030

**THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY GUARANTEE  
WRITTEN RESOLUTION  
OF  
ZERO WASTE SCOTLAND LIMITED  
(the "Company")**

Circulation Date: 21 July 2020

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 special resolution (the "Resolution").

**SPECIAL RESOLUTION**

THAT the draft regulations attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**Agreement to written resolution:**

We, the undersigned, irrevocably agree to such Resolution:

Signature: .....  
For and on behalf of the Scottish Ministers

Date: .....

Signature: *V. Emery*  
Victor Emery

Date: *July 23, 2020*

Signature: .....  
Morag MacDonald

Date: .....

Signature: .....  
Gerard O Sullivan

Date: .....

Signature: .....  
Janet Swadling

Date: .....

Signature: .....  
John Watt

Date: .....

Signature: .....  
Helen Wollaston

Date: .....

**Notes**

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated on the previous page and returning it to the Company before the end of the period of 14 days beginning with the Circulation Date (the "Lapse Period") using one of the following methods:

1.1 **By Hand:** delivering the signed copy to the Company's registered office, marked for the attention of The Company Secretary.

1.2 **By Post:** returning the signed copy by post to the Company's registered office, marked for the attention of The Company Secretary.

1.3 **By Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to Claire.Lithgow@zerowastescotland.org.uk. Please enter "Written resolution - Zero Waste" in the email subject box.

2. If you do not agree with 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. The Resolution is passed when the required majority of eligible members have signified their agreement to it.

5. If the Resolution is not passed before the end of the Lapse Period it will lapse. If the Company receives your signed document after the end of the Lapse Period your agreement to the Resolution will be ineffective.

6. If you are signing this document on behalf of a person under a power of attorney or other authority

**Zero Waste Scotland Board Meeting 21 July 2020**  
**Agenda Item Number Item 3 Appendix 3**  
**Special Resolution**

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**WRITTEN RESOLUTION**  
**OF**  
**ZERO WASTE SCOTLAND LIMITED**  
**(the "Company")**

**Circulation Date:** 21 July 2020

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 special resolution (the "**Resolution**").

**SPECIAL RESOLUTION**

THAT the draft regulations attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**Agreement to written resolution:**

We, the undersigned, irrevocably agree to such Resolution:

Signature: ..... Date: .....

For and on behalf of the Scottish Ministers

Signature: ..... Date: .....

Victor Emery



Signature: ..... Date: 23.7.20

Morag MacDonald

Signature: ..... Date: .....

Gerard O Sullivan

Signature: ..... Date: .....

Janet Swadling

Signature: ..... Date: .....

John Watt

Signature: ..... Date: .....

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**Zero Waste Scotland Board Meeting 21 July 2020  
Agenda Item Number Item 3 Appendix 3  
Special Resolution**

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Date: .....

For and on behalf of the Scottish Ministers

Signature: .....

Date: .....

Victor Emery

Signature: .....

Date: .....

Morag MacDonald

Signature:  .....

Date: 23 July 2020

Gerard O Sullivan

Signature: .....

Date: .....

Janet Swadling

Signature: .....

Date: .....

John Watt

Signature: .....

Date: .....

Helen Wollaston

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Signature: ..... Date: .....

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Signature: ..... Date: .....

Morag MacDonald

Signature: ..... Date: .....

Gerard O Sullivan

Signature:  ..... Date: 23 July 2020

Janet Swadling

Signature: ..... Date: .....

John Watt

Signature: ..... Date: .....

Helen Wollaston

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Signature: ..... Date: .....

Victor Emory

Signature: ..... Date: .....

Morag MacDonald

Signature: ..... Date: .....

Gerard O Sullivan

Signature: ..... Date: .....

Janet Swadlow

Signature:  ..... Date: 23/7/20

John Watt

Signature: ..... Date: .....

Helen Wollaston

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For and on behalf of the Scottish Ministers

Signature: ..... Date: .....

Victor Emery

Signature: ..... Date: .....

Morag MacDonald

Signature: ..... Date: .....

Gerard O Sullivan

Signature: ..... Date: .....

Janet Swadling

Signature: ..... Date: .....

John Watt

Signature: *H. R. Wollaston* Date: *24/7/20*

Helen Wollaston