

**Bath Cricket Club Limited
(Company No. 4677231)**

Company Limited by Guarantee and not having a Share Capital
(the "Company")

Notice of Extraordinary General Meeting

Notice is hereby given of an Extraordinary General Meeting of the Company to be held at **Bath Cricket Club, North Parade Bridge Road, Bath, BA2 4EX on Friday 31st March at 7.30pm** to consider and if thought fit pass the following resolution as an ordinary resolution.

ORDINARY RESOLUTION

THAT the Heads of Terms between the Company and Gilltown Limited in the form produced to the meeting (and for the purposes of identification initialled by the Chairman) ("**Heads of Terms**") be and they are hereby approved and the Directors of the Company be and they are hereby authorised to:

- (a) agree such additional amendments to the Heads of Terms produced to the meeting which in the view of a majority of the directors of the Company do not materially alter the commercial arrangements set out in the Heads of Terms produced to the meeting; and
- (b) on behalf of the Company sign the Heads of Terms as may be amended under the authority given by the Directors in this resolution;

PROVIDED ALWAYS THAT the Heads of Terms as entered into by the Company shall specifically provide that the Company shall not enter or be in any way committed to enter into any binding obligation in relation to the disposal or development of the land and buildings at Bath Cricket Club, North Parade, Bridge Road, Bath BA2 4EX without the matter having first been put before members for their approval in general meeting in accordance with Article 6 of the Articles of Association of the Company.

Dated 8 March 2017



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Company Secretary
By Order of the Management Committee

Note: A member is entitled to appoint a proxy to attend and vote at the general meeting. Such proxy need not be a member. To be valid any notice appointing a person as a proxy must be delivered to the registered office of the Club so as to be received not later than midday on 29th March 2017.