

No of Company: SC277276

COMPANY LIMITED BY GUARANTEE

ARTICLES of ASSOCIATION

of

HORSHADER COMMUNITY DEVELOPMENT

Incorporating amendments to 31st October 2013

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Date of Incorporation: 9 December 2004

**COMPANY LIMITED BY GUARANTEE
AND NOT HAVING A SHARE CAPITAL**

ARTICLES of ASSOCIATION

of

HORSHADER COMMUNITY DEVELOPMENT

SECTION A (Clauses formerly contained in the Company's Memorandum of Association)

1. The name of the Company (hereinafter called "the Company") is Horshader Community Development.
2. The Registered Office of the Company will be situated in Scotland.
- 3.A. The Company's object is to promote the benefit of the people of the Western Isles and in particular the residents of the area of Horshader i.e. for the purposes hereof defined as comprising the whole area of the crofting townships of South Shawbost and Dalmore/Dalbeg and by all or any of the following means:-
 - (i) the promotion of community development, including urban or rural regeneration, following principles of sustainable development, where "sustainable development" means development which meets the needs of the present without compromising the ability of future generations to meet their own needs;
 - (ii) the provision of assistance to people who are disadvantaged by reason of age, ill-health, disability, financial or other disadvantage;
 - (iii) the advancement of education, through the support and promotion of all forms of formal and informal education, training for work and life skills and through the provision of bursaries and training grants;
 - (iv) the provision of housing or affordable housing plots for those who are in a condition of need and the improvement of housing in the public sector and charitable ownership provided that such powers shall not extend to relieving any local authorities or other bodies of a statutory duty to provide or improve housing;
 - (v) the advancement of the arts, culture and heritage, including support for the Gaelic arts and the protection of buildings and sites of architectural or historic importance;

- (vi) the provision, organisation or support of recreational activities for the community, especially for disadvantaged or vulnerable groups, such as young people or the disabled;
- (vii) the advancement, protection or improvement of the physical resources of the Community through the preservation and conservation of the natural environment, the maintenance, improvement or provision of environmental or public amenities for the Community, the provision of other environmental and regeneration projects and/or the preservation and conservation of buildings or sites of architectural, historic or other importance to the Community;
- (viii) the relief of poverty in such ways as may be thought fit, including supporting and encouraging those people who are in financial hardship, or are in danger of experiencing hardship, to access opportunities for employment, training and acquiring skills.
- (ix) The provision of recreational facilities, or the organisation of recreational activities, with the object of improving the conditions of life for the persons for whom the facilities or activities are primarily intended, and only in relation to recreational facilities or activities which are:
 - (i) primarily intended for persons who have need of them by reason of their age, ill-health, disability, financial hardship or other disadvantage, or
 - (ii) available to members of the public at large or to male or female members of the public at large.

B. In furtherance of the above object the Company shall have power:-

- (a) to encourage and develop a spirit of voluntary or other commitment by, or in co-operation with, individuals, unincorporated associations, societies, federations, partnerships, corporate bodies, agencies, undertakings, local authorities, unions, co-operatives, trusts and others and any groups or groupings thereof willing to assist the Company to achieve the Purposes;
- (b) to promote and carry out research, surveys and investigations and to promote, develop and manage initiatives, projects and programmes;
- (c) to apply for and to receive any contributions, grants or benefits of any description whether from National or Local Government Authorities, or from any person or persons, firm, public or private body, association or company and, in order to secure such contributions, grants or benefits, to carry out or fulfil any conditions as are considered by the company appropriate and which may be required of the company;

- (d) to accept subscriptions, grants, donations, gifts, legacies and endowments of all kinds, either absolutely or conditionally or in trust;
- (e) to raise finance for and to obtain loans, grants, donations or other contributions or assistance as may be required in order to fulfil the Company's objects and to pay all expenses which may be incurred in connection therewith and in connection with the administration of the Company;
- (f) to purchase or by any other means acquire and take options over any property whatever and any rights or privileges of any kind over or in respect of any property;
- (g) to improve, manage, construct, repair, develop, exchange, let on lease or otherwise, mortgage, charge, sell, dispose of, turn to account, grant licences, options, rights and privileges in respect of, or otherwise deal with all or any part of the property rights of the Company;
- (h) to invest and deal with the monies of the Company not immediately required in such manner as may from time to time be determined and to hold or otherwise deal with any investments made;
- (i) to lend and advance money or give credit on any terms and with or without security to any person, firm or company, to enter into guarantees, contracts of indemnity and suretyships of all kinds, to receive money on deposit or loan upon any terms and to secure or guarantee in any manner and upon any terms the payment of any sum of money or the performance of any obligation by any person, firm or company;
- (j) to borrow and raise money in any manner and to secure the payment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the Company's property or assets (whether present or future) and also by a similar mortgage, charge, standard security, lien or security to secure and guarantee the performance by the Company of any obligation or liability it may undertake or which may become binding on it;
- (k) to make grants or loans of money and to give guarantees.
- (l) to draw, make, accept, endorse, discount, negotiate, execute and issue cheques, bills of exchange or promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments;
- (m) to apply for, promote and obtain any private Act of Parliament, order or licence of any government department or authority for enabling the Company to carry any of its objects into effect or for effecting any modification of the Company's constitution or for any other purpose which may seem calculated directly or indirectly to promote the

Company's interests and to oppose any proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests;

- (n) to enter into any arrangements with any Government or authority that may seem conducive to the attainment of the Company's objects or any of them and to obtain from any such Government or authority any charters, decrees, rights, privileges or concessions which the Company may think desirable and to carry out, exercise and comply with any such charters, decrees, rights, privileges and concessions;
- (o) to subscribe for, take, purchase or otherwise acquire, hold, sell, deal with and dispose of, place and underwrite shares, stocks, debentures, debenture stocks, bonds, obligations or securities issued or guaranteed by any other company constituted or carrying on business in any part of the world and debentures, debenture stocks, bonds, obligations or securities issued or guaranteed by any Government or authority, municipal, local or otherwise, in any part of the world;
- (p) to sell or otherwise dispose of the whole or any part of the property of the Company either together or in portions for such considerations as the Company may think fit and in particular for shares, debentures or securities of any company purchasing the same;
- (q) to act as agents or brokers and as trustees for any person, firm or company;
- (r) to retain or employ staff, professional or technical advisers in connection with the objects of the Company and to pay reasonable and proper salaries, wages and fees for their services;
- (s) to pay all or any expenses incurred in connection with the promotion, formation and incorporation of the Company or to contract with any person, firm or company to pay the same;
- (t) to conduct appeals for money or other gifts or for any other assistance for any of the purposes of the Company and to solicit and accept subscriptions and donations of any kind and bequests for any of the purposes of the Company;
- (u) subject to Clause 4 hereof to grant or make provision for pensions, life assurance, health and retirement benefit to or for employees or former employees and to the widows, widowers, children and other dependants of deceased employees and to pay or subscribe to funds or schemes for the provision of such pensions and other benefits for such persons;
- (v) to subscribe to become a member of, or amalgamate or co-operate with, any other charitable organisation, institution, society or body not formed or established for the purposes of profit (whether incorporated or not) in the United Kingdom whose objects

are wholly or in part similar to those of the Company and which by its constitution prohibits or restricts the distribution of its income and property amongst its members to an extent at least as great as is imposed on the Company;

- (w) to establish and support or aid in the establishment and support of any charitable trust, association or institution and to donate, subscribe or guarantee money for charitable purposes in any way connected with or calculated to further any of the objects of the Company;
- (x) to arrange lectures and conduct training courses and to publish pamphlets, books, journals and other publications relating to the work of the Company;
- (y) to receive, allocate and administer grants, gifts or bequests made available to the Company for any or all of its objects whether from public funds or from private sources under the terms and conditions referable to such grants, gifts or bequests;
- (z) to do all such other lawful things as may further the attainment of the Company's objects or any of them.

4. The income and property of the Company shall be applied solely towards the promotion of its objects as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to members of the Company and no member of its Board of Directors shall be appointed to any office of the Company paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Company provided that nothing herein shall prevent any payment in good faith by the Company:-

- (a) of a reasonable and proper remuneration (including out of pocket expenses) to any member, officer or servant of the Company (not being a member of its Board of Directors) for any services rendered to the Company and to any member of the Board of Directors being a person suitably qualified in any professional, technical or other capacity useful to the Company who shall be entitled to charge and be paid all usual professional or other reasonable charges for specific work done in that capacity when instructed by the Board of Directors so to act on behalf of the Company ;

- (b) of interest on money lent by any member of the Company or its Board of Directors at a reasonable and proper rate per annum as shall be agreed from time to time by the Board of Directors;
 - (c) of reasonable and proper rent for any premises demised or let to the Company by any member of the Company or its Board of Directors.
5. The liability of the members is limited.
6. Every member of the Company undertakes to contribute to the assets of the Company, in the event of the same being wound up while he is a member or within one year after he ceases to be a member, for payment of the debts and liabilities of the Company contracted before he ceases to be a member and of the costs, charges and expenses of winding up and for the adjustment of the rights of the contributories amongst themselves, such amount as may be required not exceeding £1.00.
7. If upon the winding up or dissolution of the Company there remains after satisfaction of its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members but shall be given or transferred to some other company, institution or organisation having objects similar to or encompassing those of the Company and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as the Company being dissolved such company, institution or organisation to be determined by the members of the Company at or before the time of dissolution and if and in so far as effect cannot be given to such provision then to some other company, institution or organisation established for charitable purposes only.
- The expression “charitable purpose” shall mean a charitable purpose under section 7 of the Charities and Trustees Investment (Scotland) Act 2005 which is also regarded as a charitable purpose in relation to the application of the Taxes Acts.

SECTION B**PRELIMINARY**

1. (a) The Regulations contained in Table A in the Schedule to the Companies (Tables A to F) Regulations 1985 as amended by the Companies (Tables A to F) (Amendment) Regulations 1985, The Companies (Tables A to F) (Amendment) Regulations 2007 (SI 2007.2541), The Companies (Tables A to F) (Amendment) (No. 2) Regulations 2007 (SI 2007.2826) and The Companies (Tables A to F) (Amendment) Regulations 2008 (SI 2008.0739) (such Table being hereinafter called "Table A") shall apply to the Company save in so far as they are excluded or varied hereby and such Regulations (save as so excluded or varied) and the Articles hereinafter contained shall constitute the Articles of Association of the Company.
- (b) Regulations 2 to 35 inclusive, 37, 40, 41, 54, 55, 57, 64 to 70 inclusive, 72 to 79 inclusive, 82, 84, 87, 89, 102 to 108 inclusive, 110, 114, 116 and 117 of Table A shall not apply to the Company.

INTERPRETATION

2. In Regulation 1 of Table A, the definition of "the holder" shall be omitted.

MEMBERS

3. The number of Members of the Company shall be not less than three. The maximum number of Members shall be unlimited.
4. (a) The subscribers to the Memorandum of Association and such other persons as shall be admitted to membership in accordance with these presents shall be Members of the Company.
- (b) Membership of the Company shall consist of two classes:-
 - (i) Ordinary Members who shall be individuals eligible to apply for membership in accordance with the Bye-Laws of the Company hereinafter referred to who shall apply to the Company for membership in such form as the Directors may require and who shall be admitted by the Board;
 - (ii) Nominated Members who shall consist of such individuals, institutions and organisations who support the objects of the Company whom the Board shall deem appropriate to be represented amongst the membership of the Company and shall so nominate for representation.

In relation to the Membership of the Company at no time shall the number of Nominated Members exceed the number of Ordinary Members of the Company

- (c) Immediately following the admission of at least two members other than the subscribers to the Memorandum of Association the subscribers shall resign from Membership.
- (d) It shall be at the absolute discretion of the Board whether or not to admit any person or body to membership of the Company and the Board can only refuse membership if there is good cause or reason to do so.

- (e) Applications for Ordinary Membership shall be in writing in such form as the Board shall from time to time prescribe. Each applicant for Ordinary Membership shall deliver an application form duly signed by him. An applicant shall be deemed to have been admitted as an Ordinary Member on the date on which the application has been approved by the Board or such other date as the Board may direct.
 - (f) Where the Board has decided that any body or association should be admitted as a Nominated Member, it shall give notice to that body or association of its decision. Such a body will be deemed to have been admitted as a Nominated Member with effect from the date on which that body has notified the Company of its acceptance of Membership. Each Nominated Member shall appoint a representative who shall be entitled to be present and speak at meetings of the Company and to exercise all voting and other rights to which that Nominated Member is entitled. Each Nominated Member shall notify the Company in writing of the name of its representative within twenty days of being admitted as a Nominated Member and shall notify the Company, in writing, of any change of representative.
5. Every Member of the Company shall if required by the Company pay an annual subscription fee. Until the first Annual General Meeting the scale of subscription fees and the dates of payment shall be fixed by the Board. Thereafter the scale of subscription fees and the date for payment shall be fixed annually at the Annual General Meeting of the Company. Different levels of subscription fees may be set for Ordinary, Junior and Nominated Members and for individuals and organisations.
 6. Any Ordinary Member may resign from membership of the Company on giving not less than twenty eight clear days notice to the Company of his intention to do so. On the expiry of twenty eight days from the date of receipt of such notice by the Company such Ordinary Member shall cease to be an Ordinary Member of the Company.
 7. Any Nominated Member may resign from membership of the Company on giving not less than three months' notice in writing to the Company of its intention to do so. On the expiry of three months from the date of receipt of such notice by the Company such Nominated Member shall cease to be a Nominated Member of the Company.
 8. Membership of the Company shall not be transferable and a Member shall cease to be a Member in the event of that Member dying, becoming bankrupt or becoming of unsound mind or, if a company, on the passing of a resolution for its winding up or in the event of a Nominated Member ceasing to be so designated. The Board shall have the right for good and sufficient reason to terminate the membership of any Member providing that the Member concerned shall have the right to be heard by the Board before a final decision is made and thereafter the right of appeal to the next general meeting of the Company.

VOTING RIGHTS

9. Ordinary and Nominated Members shall have equal voting rights at any General Meeting of the Company, each member of both Classes having one vote.

ASSOCIATES

10. (a) The Board shall have power to admit Associates who shall be individuals, non-profit making or charitable bodies, commercial or other organisations who wish to be associated with the Company and who in the opinion of the Board should be admitted as Associates.
- (b) Associates shall not be Members of the Company.

- (c) Associates may attend General Meetings of the Company but may not vote at such meetings.
- (d) Associates shall not be eligible for election as Directors.

GENERAL MEETINGS

- 11. The Board may call general meetings of the company and the Secretary shall within 28 days of receiving a written request so to do signed by not less than ten members having the power to vote and giving reasons for the request, call an Extraordinary General Meeting of the Company for the purpose requested.

NOTICE OF GENERAL MEETINGS

- 12. In Regulation 38 of Table A:-
 - (a) in the first sentence the words "or a resolution appointing a person as a director" shall be omitted;
 - (b) in paragraph (b) the words "of the total voting rights at the meeting of all the members" shall be substituted for "in nominal value of the shares giving that right"; and
 - (c) the words "The notice shall be given to all the members and to the Directors and auditors" shall be substituted for the last sentence.

PROCEEDINGS AT GENERAL MEETING

- 13. All business shall be deemed special that is transacted at a General Meeting and also that is transacted at any Annual General Meeting with the exception of the consideration of the Annual Accounts and Directors' Report, the election of Directors, and the appointment of Auditors or Reporting Accountants if required by law or at the Company's discretion.
- 14. No business shall be transacted at any general meeting unless a quorum is present. A quorum shall not be present unless at least ten Members are present in person or by proxy except at any time when the total membership is less than ten in which case all the members shall be required to be present in person or by proxy. A corporation, firm or unincorporated association being a Member shall be deemed to be present if represented by its representative.
- 15. If such a quorum is not present within half an hour from the time appointed for the meeting, the meeting if convened on the requisition of Members shall be dissolved. In any other case or if during a meeting such a quorum ceases to be present, the meeting shall stand adjourned to the same day in the next week at the same time and place or to such other time and place as the Board determine. If at the adjourned meeting a quorum is not present within half an hour of the time appointed the meeting shall proceed to business.
- 16. The words "and at any separate meeting of the holders of any class of shares in the Company" shall be omitted from Regulation 44 of Table A.
- 17. Paragraph (d) of Regulation 46 of Table A shall be omitted.

VOTES OF MEMBERS

- 18. Subject to Regulations 10 and 11 above on a show of hands every Member who is entitled to vote and who, being an individual is present in person or by proxy, or being a corporation, firm or other unincorporated association is present by a duly authorised representative shall have one vote and on a poll every Member shall have one vote.

BOARD OF DIRECTORS

19. The minimum number of Directors shall be three. Unless otherwise determined by Ordinary Resolution of the Company the Board shall consist of not more than eight Directors (subject as aftermentioned) all of whom shall be elected by the Members in accordance with Regulation 20 hereof and who are hereinafter referred to as “Elected Directors” and such further number of Directors not exceeding five at any one time as may be appointed by Nominated Members in accordance with Article 22 hereof and who are hereinafter referred to as “Nominated Directors”.
20. The Elected Directors of the Company shall be elected by the Members at the Annual General Meeting. The Elected Directors shall consist of no more than two Directors from the crofting township of Dalmore/Dalbeg and no more than six Directors from the crofting township of South Shawbost. The Elected Directors shall be subject to retirement by rotation and one half or the nearest number to one half shall retire at every Annual General Meeting but shall be eligible for re-election. Subject to the provisions of the Act the Directors to retire by rotation shall be those who have been longest in office since their last appointment or re-appointment, but as between persons who became Directors on the same day the one to retire shall (unless they otherwise agree among themselves) be determined by lot.
21. If the Company, at the meeting at which an Elected Director retires, does not fill the vacancy the retiring Director shall, if willing to act, be deemed to have been re-appointed unless at the meeting it is resolved not to fill the vacancy or unless a resolution for the re-appointment of the Director is put to the meeting and lost.
22. The Nominated Directors shall be appointed by the Nominated Members as follows:-
 - (a) The Board may at any time invite any Nominated Member of the Company to nominate one or more representatives to be appointed Directors (hereinafter referred to as Nominated Directors) for such period and on such conditions as the Board may determine and if any such invitation is extended and accepted such representatives shall be appointed Directors accordingly. Nominated Directors shall not be subject to retirement by rotation.
 - (b) The persons appointed as Directors by the Nominated Members need not be Members of the Company. The right to appoint a Director shall include a right to appoint a Director in place of any Director who retires or in respect of any casual vacancy arising in the number of Directors which each Nominated Member is entitled to appoint. Each Nominated Member shall be entitled to remove any Director appointed by that Nominated Member and to appoint another person as a Director in his place.
 - (c)
 - (i) Any Nominated Member other than an individual may appoint any person who is willing to act to be an alternate director of any Director appointed by that Nominated Member and may remove from the office any alternate director so appointed. Such alternate director shall be entitled to receive notice of all meetings of the Directors and of all committees of Directors of which the Director whom he represents is a Member, to attend and vote at any such meeting at which such Director is not personally present and generally to perform all the functions of such Directors as a Director in his absence. Such alternate director shall not be entitled to receive any remuneration from the Company for his services as an alternate director. It shall not be necessary to give notice of any meeting of the Directors to any alternate director who is absent from the United Kingdom.
 - (ii) Any appointment or removal of an alternate director shall be by notice to the Company given by or on behalf of the Nominated Member making or revoking the appointment or in any other manner approved by the Directors.

An alternate director shall cease to be an alternate director if his appointer shall remove him or his appointer shall cease to be a Nominated Member.

- (iii) Save as otherwise provided in these Articles an alternate director shall be deemed for all purposes to be a Director and shall alone be responsible for his own acts and defaults and shall not be deemed to be the agent of the Director whom he represents.
 - (d) During any period when any Nominated Member for whatever reason has not exercised his right to appoint a Director or alternate director in accordance with the foregoing provisions that Nominated Member shall be entitled to appoint a representative who may attend all meetings of Directors and be heard at such meetings but who shall have no voting rights thereat. Any representative so appointed shall be entitled to receive notice of all meetings of the Directors and of all committees of Directors, copies of minutes of meetings of Directors and all circulated material issued to the Directors generally provided that the Company shall have been notified in writing by the Nominated Member of the appointment of such a representative.
23. The Directors may from time to time at their discretion by unanimous agreement appoint not more than two persons who are willing to act to be Directors of the Company whose Directorship they deem will be beneficial to the Company to hold office until the next General Meeting of the Company in which case the total number of Directors may increase above that otherwise specified.

DIRECTORS' EXPENSES

24. The words "of any class of shares or" shall be omitted from Regulation 83 of Table A.

PROCEEDINGS OF DIRECTORS

25. The business of the Company shall be managed by the Board who may pay all such expenses of and preliminary and incidental to, the promotion, formation, establishment and registration of the Company as it thinks fit and may exercise all such powers of the Company and do on behalf of the Company all such acts as may be exercised and done by the Company and as are not by Statute or by these presents required to be exercised or done by the Company in general meeting subject nevertheless to paragraph (b) hereof and any other regulation of these Articles, the provisions of the Statutes for the time being in force and affecting the Company and to such regulation or provisions as may be prescribed by the Company in general meeting but no regulation made by the Company in general meeting shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.
26. Unless otherwise determined by Ordinary Resolution of the Company the quorum for the transaction of the business of the Directors shall be not less than four Elected Directors in office at the time present in person or able to confer together by electronic means.
27. The Board may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking and property or any part thereof and to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.
28. In paragraph (c) of Regulation 94 of Table A the word "debentures" shall be substituted for the words "shares, debentures or other securities" in both places where they occur.

DIRECTORS' INTERESTS

29. Notwithstanding the provisions of Regulations 85, 86 and 94 to 96 of Table A which shall also apply to the Company, a Director shall be obliged to disclose to the Board the full nature

and extent of any interest including that of a competitor which he may have in any transaction, proposed transaction or other arrangement with the Board or in which the Board is otherwise interested. A Director shall leave any meeting of the Board or of a Committee of Directors for the duration of the consideration by any such meeting of any matter in which he is so interested unless invited to remain present by unanimous agreement of the other members of the Board or Committee.

30. The following sentence shall be added at the end of Regulation 98 of Table A:- “If a question arises at a meeting of the Board or of a Committee of Directors as to the right of the chairman to vote the question may before the conclusion of the meeting be referred to the other members of the Board or Committee and their ruling shall be final and conclusive.”

MINUTES

31. The words “of the holders of any class of shares in the Company” shall be omitted from Regulation 100 of Table A.

NOTICES

32. The second sentence of Regulation 112 of Table A shall be omitted.
33. The words “or of the holders of any class of shares in the Company” shall be omitted from Regulation 113 of Table A.

RULES OR BYE LAWS

34. The Directors may from time to time make such Rules or Bye Laws as they may deem necessary or expedient or convenient for the proper conduct and management of the Company and for the purposes of prescribing the conditions of membership and in particular but without prejudice to the generality of the foregoing they shall by such Rules or Bye Laws regulate:-
- (a) The admission of Members of the Company, and the rights and privileges of such Members, and the conditions of membership and terms on which Members may have their membership terminated.
 - (b) The procedures for nominating (but not electing) persons to serve as Directors of the Company.
 - (c) The conduct of Members of the Company in relation to one another and to the Company’s servants.
 - (d) The setting aside of the whole or any part or parts of the Company’s premises at any particular time or times or for any particular purpose or purposes.
 - (d) The procedure at General Meetings and meetings of the Directors and Committees of the Company in so far as such procedure is not regulated by these presents.
 - (e) And, generally, all such matters as are commonly the subject matter of Company rules but at all times only in so far as such matters are not regulated by these presents.
35. The Company in General Meeting shall have power to alter or repeal the Rules or Bye Laws and to make additions thereto and the Directors shall adopt such means as they deem sufficient to bring to the notice of Members of the Company all such Rules or Bye Laws, which so long as they shall be in force, shall be binding on all Members of the Company. Provided, nevertheless, that no Rule or Bye Law shall be inconsistent with, or shall affect or repeal anything contained in, the Memorandum or Articles of Association of the Company.

