

The Companies Act, 1985
The Companies Act, 2006

COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

ARTICLES OF ASSOCIATION

(altered by Special Resolution passed on 17th July 1996)
(altered by Special Resolution passed on 11th June 2002)
(altered by Special Resolution passed on 9th November 2006)
(altered by Special Resolution passed on 13th November 2008)
(altered by Special Resolution passed on 29th July 2010)
(altered by Special Resolution passed on 17th December 2013)
(altered by Special Resolution passed on 22nd April 2021)

OF

CREATIVE LIVES CHARITY LIMITED

PRELIMINARY

1. These presents shall be construed with reference to the provisions of the Companies Acts, 1985 and 2006, and terms used in these presents shall be taken as having the same respective meanings as they have when used in that Act. In addition, the words standing in the first column of the table next hereinafter contained shall in these presents bear the meanings set opposite to them respectively in the second column thereof if not inconsistent with the subject or context.

WORDS

MEANINGS

Creative Lives
(formerly The Voluntary Arts Network)

Creative Lives Charity Limited

The Acts

The Companies Acts, 1985 and 2006

These presents

These Articles of Association as originally framed or as from time to time altered by Special Resolution.

Network Organisation (NO)

Any national society or network or organisation (incorporated or unincorporated) which operates in more than one of the following national regions: - England, Wales, Scotland, Northern Ireland and the Republic of Ireland, which is established for the promotion of study, practice or performance of voluntary arts and crafts whose constitution prohibits the division of its profits or assets among its representatives.

The Advisory Network
recruited to support and inform the work of Creative Lives.

A pool of volunteer advisors who are

The Board

The Board of Directors

Chairperson	Chairperson of the Board
Registered Office	The registered office of Creative Lives: Custom Lane, 1 Customs Wharf, Leith, Edinburgh EH6 6AL
Head Office	c/o Trade Street Desks, Trade Street Lane, Cardiff CF10 5DQ (or such other address as Creative Lives may from time to time decide)
The United Kingdom	Great Britain & Northern Ireland
In writing	Written or produced by any substitute for writing, or partly one and partly another.
Meetings	This will include meetings that are also held virtually via a digital platform or telephone conference. There must be a facility that allows members to have their opinions / votes recorded at these meetings.

And the expression "Secretary" refers to the Chief Executive who is the person appointed by the Board to perform any of the duties of the Secretary.

2. Creative Lives is established for the purposes expressed in the Memorandum of Association unless and until otherwise determined by Extraordinary Resolution of Creative Lives passed upon the recommendation of the Board.
3. For the purpose of registration, the number of representatives of Creative Lives is declared to be unlimited.

MEMBERS

4. Only representatives of NOs nominated for the purpose by the NOs of which they are representatives shall be qualified to become members of Creative Lives.
5. Subject to the discretion of the Board (which shall be absolute) to refuse to permit any NO to be represented upon Creative Lives, any NO established in the United Kingdom shall be entitled to nominate and be represented upon Creative Lives by one representative.
6. Any NO desiring to be represented upon Creative Lives by a representative nominated by it shall forward to Creative Lives an application for the right to nominate a representative signed on behalf of the NO by its secretary or other appropriate officer. Every such application shall specify the name and address of the representative of the NO provisionally nominated to represent it upon Creative Lives and shall be accompanied by or include an application for admission to membership signed by the person so nominated. Such application shall also include a copy of the rules or other documents regulating or constituting such NO, a list of its officers, and a statement of the number of its members. Every such application shall also comply with any byelaws made by the Board relating to applications for membership which

may for the time being be in force and shall be made on an appropriate form to be prescribed by the byelaws and to be obtained on application at head office.

7. Any NO which has been admitted the right to be represented and is represented upon Creative Lives may at any time by notice in writing to Creative Lives determine the membership of any person for the time being representing it upon Creative Lives, and in that event or in the event of its representative on Creative Lives ceasing to be a representative of Creative Lives by death, resignation, or from any other cause, may nominate another person to represent it upon Creative Lives by a like notice specifying the name and address of such representative, accompanied by an application by the person so nominated as in the case of the original nominee, and the person so nominated shall thereupon become and be a member of Creative Lives representing that NO in the place of the representative so ceasing to be a representative, and their name shall be placed upon the register of members accordingly.

8. Any NO which has been admitted the right to nominate a representative may at any time by one month's notice in writing to Creative Lives give up that right, and the Board may at any time by one month's notice to any such NO, cancel and withdraw the right of such NO to nominate a representative. In either such event the membership of the member of Creative Lives nominated by and representing the NO by or to whom such notice is given shall determine at the expiration of such notice, provided always that no notice given by the Board hereunder shall have any operation or effect unless the NO shall have been given a reasonable opportunity of attending and being heard (by a representative nominated in that behalf) at the meeting of the Board at which the right hereby conferred on the Board is proposed to be exercised.

9. The Board may at any time by notice in writing to any NO represented upon Creative Lives call upon it to terminate the membership of the member of Creative Lives nominated by and representing that NO and objected to by the Board, and (if it so desires) to nominate another representative approved by the Board in their place and if any notice so given is not complied with within one month the Board may at any time thereafter by notice in writing to the representative objected to terminate their membership of Creative Lives.

10. The Board may at any time by resolution, by a majority of two thirds of those present and voting at a meeting of the Board, admit any individual person selected as a Chairperson, Vice Chairperson or Honorary Treasurer to be a full representative of Creative Lives on their own behalf and not as a representative of a NO during the term for which they shall hold office as Chairperson, Vice Chairperson or Honorary Treasurer.

11. The rights and privileges of a member shall not be transferable or transmissible by the operation of law and shall cease on their death and on the dissolution of the NO which they represent.

CESSATION OF MEMBERSHIP

12. A representative shall ipso facto cease to be a representative of Creative Lives:

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- a) If they resign by giving one month's notice in writing to Creative Lives.
- b) If they are adjudged bankrupt or becomes **of** unsound mind.
- c) If the Board so decides in terms of Clause 9 hereof.

13. Where any member has ceased to be a member for any reason it shall be in the power of the Board, either unconditionally or on such conditions as to them may seem expedient, to reinstate such member as a member of Creative Lives.

14. Any member ceasing to be such for any reason shall, nevertheless, remain liable to pay all sums (if any) payable by themselves to Creative Lives at the date of them ceasing to be a member.

HONORARY MEMBERS

15. The Board may appoint any persons consenting thereto to be honorary members of Creative Lives either under that title or under the title of Patron or any other suitable title, and for such period and with such powers as may be approved by the Board from time to time. Honorary members shall not as such, be members of Creative Lives within the meaning of the Memorandum of Association or these presents, or have any share in the management, nor any right to receive notice of or be present or vote at General Meetings. The Board shall be entitled to call on Honorary members to serve on specialist sub-committees or working parties as and when required.

16. The Board may also appoint any persons consenting thereto as Honorary President and Honorary Vice President of Creative Lives for such period and with such powers as may be approved by the Board from time to time, but otherwise subject to the same restrictions as honorary members in terms of Article 15.

OFFICERS

17. A Chairperson of Creative Lives shall be appointed by the Board from the members of Creative Lives or from outside Creative Lives and shall hold office for three years. They shall be eligible for re-appointment but shall not serve more than 2 consecutive 3-year terms.

18. A Vice Chairperson shall be elected either from amongst the members of Creative Lives or from a NO affiliated to Creative Lives in the manner prescribed by Article 23 and shall hold office for three years. They shall not cease to be Vice Chairperson by reason of the dissolution of the NO which they represent or of which they are a member, as the case may be, during their term of office and shall be eligible for re-election but shall not serve more than 2 consecutive 3 year terms.

19. An Honorary Treasurer shall be elected from amongst the members of Creative Lives in the manner prescribed in Article 23 and shall hold office for three years. They shall not cease to be Honorary Treasurer by reason of the dissolution of the NO which they represent or of which they are a member, as the case may be, during their term of office, and shall be eligible for re-election. They shall receive all moneys payable to Creative Lives and discharge all accounts which have been ordered by the Board to be paid.

20. Representatives of the Board shall be elected in the manner prescribed in Article 23 of these presents.

OPERATIONS

21. Creative Lives' operations may be divided into operational teams determined by the Board.

THE BOARD

22. The general control and management of the affairs of Creative Lives shall be vested in a body styled the "Board".

23. The Board shall be composed of the following persons:

- (a) ex officio the Chairperson, Vice Chairperson and Honorary Treasurer.
- (b) ex officio the Convener of each nation(s) in which Creative Lives works.
- (c) four members elected either from the members of Creative Lives or from a NO affiliated to Creative Lives, by the method hereinafter prescribed. The members so elected shall hold office for three years save that one third of them shall retire annually to be determined by lot in the event of any disagreement and shall be eligible for re-election but shall not serve more than 2 consecutive 3-year terms. Thereafter one year's break will be required before a member is eligible for re-election to the Board.
- (d) up to a maximum of five co-opted members elected from the members of Creative Lives or from outside Creative Lives by the Board. The members so co-opted shall hold office for one year and shall be eligible for re-election as a co-opted member but shall not serve more than six consecutive one-year terms. Thereafter one year's break would be required before a co-opted member would be eligible for re-election as a co-opted member.

Method of Election

Not later than 60 days prior to the date of the Annual General Meeting nomination forms will be circulated to members of Creative Lives, in order that members of Creative Lives, or individuals from outside Creative Lives, where appropriate may be nominated as members of the Board.

The nomination form shall be signed by 2 members of Creative Lives and by the candidate and must include a statement giving reasons for that candidate's nomination to be made available to members in the event of a postal ballot being

held and to be sent to Head Office to arrive not later than 30 days prior to the date of the Annual General Meeting.

The candidate shall undertake to serve if elected but may withdraw their nomination at any time before their election.

If the nominated candidates be not more in number than the number of vacancies, they shall be deemed to be elected.

If the number of candidates be greater than the number of vacancies an election by postal ballot shall forthwith take place in the manner hereinafter prescribed.

The Secretary shall forward to each member who shall be entitled to vote not later than 14 days prior to the date of the Annual General Meeting a voting paper which shall contain the following particulars: -

The names of the candidates and the NOs in Creative Lives they represent, or of which they are members.

The number of vacancies.

The day by which the voting paper is to be returned.

Each member of Creative Lives shall have one vote. The voting papers shall be returned to the Secretary and be kept until 28 days after the Annual General Meeting after which they shall be destroyed.

The report of the Secretary shall be conclusive as to the result of the ballot.

Members of the Board shall enter upon their duties on the conclusion of business at the Annual General Meeting at which their election is reported.

24. At each Annual General Meeting one third of those appointed to the Board in terms of Article 23 (c) and (d) (or, if their number is not a multiple of 3 then the number nearest to one-third) shall retire from office. A member of the Board retiring at a meeting shall retain office until the close or adjournment of the meeting.

25. The members of the Board to retire in every year shall be those who have been longest in office since their last election or appointment, but as between persons who became members of the Board on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot. A retiring member of the Board shall be eligible for re-election in terms of Article 23 (c) and (d), as the case may be.

26. Creative Lives in General Meeting may from time to time increase or reduce the number of members of the Board and may also determine in what rotation such increased or reduced number is to go out of office and may make any appointments necessary for effecting any such increase.

27. Creative Lives may by Extraordinary Resolution remove any member of the Board before the expiration of their period of office and the vacancy so created shall be regarded as a casual vacancy to be filled in the manner and subject to the conditions prescribed by Article 30 hereof for the filling of casual vacancies.

28. A member of the Board may resign by sending in their resignation in writing to the Board, and upon the expiration of 30 days from the date of sending in such resignation or upon its earlier acceptance by the Board they shall cease to be a member of the Board. The Chairperson may resign by sending in their resignation in writing to the Board, and upon the expiration of 30 days from the date of sending of such resignation or upon its earlier acceptance by the Board they shall cease to be the Chairperson.

29. The office of a member of the Board shall be vacated if at a meeting of the Board specially convened for that purpose at which not less than one half of all the members of the Board are present a resolution be passed by a majority of not less than three fourths of those present declaring the office of such member vacated.

30. Casual vacancies occurring on the Board shall be filled by the Board appointing either a member of Creative Lives, or alternatively someone from outside Creative Lives to fill such a vacancy. Any person appointed to fill a casual vacancy shall be subject to re-appointment at the Annual General Meeting next following the appointment.

31. The Board shall meet at least once per annum and the quorum necessary for the action of business shall be 4 or any number greater.

32. All Board members or any committee of them may participate in a meeting of the Board members or that committee by a conference telephone, video link or any other communication system which allows all persons participating in the meeting to hear or hear and see each other. A person so participating shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in the quorum. The meeting shall be deemed to take place where the largest group of those participating is assembled or if there is no such group where the chairperson of the meeting then is.

POWERS AND DUTIES OF THE BOARD

33. The Board may delegate to an Executive Committee consisting of the Chairperson, Vice Chairperson, Honorary Treasurer and such other person or persons as may from time to time be appointed such powers in connection with the day-to-day management of the affairs of Creative Lives as the Board may from time to time decide.

34. Without prejudice to the foregoing Articles, the Board shall have power to appoint standing advisory committees without executive powers, which may include persons who are not members of Creative Lives, called by the names, composed in the manner and having the duties set forth in the resolution of the Board appointing such standing committee, provided that the number of non-members serving on any such standing committee shall in no case exceed one third of the total membership

of the standing advisory committee and such persons may if so appointed by the Board serve as co-opted members of the Board until the next Annual General Meeting.

35. It shall be the duty of the Board to carry into execution resolutions passed by a General Meeting and administer the affairs of Creative Lives in accordance with the Memorandum and Articles of Association, and the Board shall exercise such powers and do such acts and things as may be exercised or done by Creative Lives and are not by the provisions of any statute or of these presents directed to be exercised or done by a General Meeting. No resolution of a General Meeting shall invalidate any lawful act or proceeding of the Board prior to the passing of such resolution.

36. The Board may from time to time make, alter and rescind bye-laws for their meetings and proceedings and for the meetings and proceedings of committees and for proceedings at General Meetings of Creative Lives, and for any of the special purposes directed by these Articles, and generally for the management of the affairs of Creative Lives, but so that no such bye-laws shall be contrary to any of these Articles or amount to such alteration of or amendment or addition to these Articles as could only legally be made by a Special Resolution. Byelaws made by the Board shall, until rescinded, be binding on all members of Creative Lives.

37. Subject to Article 31, the Board may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they see fit. Questions arising at any meeting shall be determined by a majority of votes. In case of an equality of votes the Chairperson shall have a second or casting vote. The Chairperson or any 2 members of the Board may, and the Secretary on the requisition of the Chairperson or any such members shall, at any time summon a meeting of the Board. It shall not be necessary to give notice of a meeting of the Board to any member thereof for the time being absent from the United Kingdom. Fourteen days' notice shall except in cases of emergency be given of meetings of the Board and of the business to be transacted.

38. (a) A resolution in writing agreed by a simple majority of all the Board members entitled to receive notice of a meeting of Board members and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and held provided that:

(i) a copy of the resolution is sent or submitted to all the Board members eligible to vote; and

(ii) a simple majority of Board members has signified its agreement to the resolution in an authenticated document or documents which are received at the registered office within the period of twenty-eight days beginning with the circulation date.

(b) The resolution in writing may comprise several documents containing the text of the resolution in like form to each of which one or more Board members has signified their agreement.

39. The Chairperson shall preside at meetings of the Board and if at any time they shall not be present at any meetings within 15 minutes after the time appointed for holding the same, the Vice Chairperson shall preside at such meetings, and if neither the Chairperson or the Vice Chairperson be present within 15 minutes after the time

appointed for holding the same, the members of the Board present shall elect one of their number to be Chairperson of the meeting and the member so chosen shall preside at such meeting accordingly.

40. All acts done by any meeting of the Board or at any of its committees or by any person acting as a member of any such Board or committee shall, notwithstanding it be afterwards discovered that there was some defect in the appointment of any such member or person acting as aforesaid or that they or any of them were disqualified or had vacated office, be as valid as if such person had been duly appointed and was qualified and had continued to be a member of such Board or committees.

41. Except in the case of emergency and with the consent of two-thirds of the members present no vote shall be taken at any Board meeting upon any subject not included in the notice of the meeting.

GENERAL MEETINGS OF CREATIVE LIVES

42. A General Meeting of Creative Lives shall be held each year as its Annual General Meeting within 15 months of the last preceding Annual General Meeting and the notice causing such meeting shall specify it as such. The Annual General Meeting shall be held at such time and place as the Board may determine. All other General meetings shall be called Extraordinary General Meetings.

43. The Board may convene an Extraordinary General Meeting of Creative Lives whenever it thinks fit and Extraordinary General Meetings shall also be convened upon such requisition, or, in default, may be convened by such requisitionists as provided by Section 368 of the Companies Act, 1985.

44. Twenty one days' notice in writing at the least of every General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these presents or under the Acts entitled to receive such notices from Creative Lives; but with the consent of all the members having the right to attend and vote thereat or of such proportion of them as is prescribed by the Acts in the case of meetings other than the Annual General Meetings, a meeting may be convened by such notice as those members may think fit.

45. All business shall be deemed special that is transacted at an Extraordinary General Meeting and also all that is transacted at an Annual General Meeting with the exception of the Income and Expenditure Account and Balance Sheet, and the reports of the Board and of the Auditors, the election of the members of the Board in the place of those retiring, and the appointment of and the fixing of the remuneration of the Auditors.

46. No business shall be transacted at any General Meeting unless a quorum be present at the time when the meeting proceeds to business. A quorum shall consist of not less than four members of Creative Lives present in person or by proxy.

47. If within thirty minutes from the time appointed for the meeting a quorum be not present the meeting, if convened on the requisition of members be dissolved, but in any other case it shall stand adjourned to such day and such time and place as the members then present shall determine, and, in default of determination, to the same day in the next week at the same time, and place, and if at such adjourned meeting a quorum as above defined is not present, the members present shall be a quorum.

48. At every General Meeting the Chairperson, if present at the time appointed for holding the meeting, shall preside as Chairperson of the General Meeting. If the Chairperson is not present, the Vice Chairperson shall act as Chairperson or, if the Vice Chairperson is not present, some other member of the Board who is present and willing to so act, shall be chosen by the meeting to preside as Chairperson.

49. The Chairperson of a General Meeting may, with the consent of the meeting adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business not disposed of at the meeting from which the adjournment took place.

VOTES OF MEMBERS

50. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless before or on the declaration of the result of the show of hands a poll is demanded by at least five members present in person or by proxy and entitled to vote.

51. At any General Meeting, unless a poll is demanded as aforesaid a declaration by the Chairperson of the General Meeting that a resolution has been carried or lost or carried or not carried by a particular majority, and an entry to that effect in the minute book of Creative Lives shall be sufficient evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

52. No poll shall be demanded on the appointment of a Chairperson or on a question of adjournment.

53. If a poll is demanded it shall be taken in such manner and either at once or after any interval as the Chairperson of the meeting may direct, and the result of such poll shall be deemed to be the resolution of the general meeting at which the poll was demanded. All votes shall be given personally or by proxy duly notified in writing to the Secretary not later than 48 hours prior to the meeting. The appointment of proxies and their powers shall be regulated in accordance with current legislation.

54. On a show of hands and on a poll every member of Creative Lives who is present in person or by proxy shall have one vote.

TRIENNIAL PUBLIC MEETINGS

55. The Board may arrange a triennial public meeting of interested parties for the purpose of liaising and co-operating with professional and amateur organisations and community arts bodies and that either alone or in conjunction with other bodies which it shall be open to any member of Creative Lives to attend for the purpose of

receiving addresses or other communications relating to the primary aims and objects of Creative Lives, and discussing such subjects pertaining thereto as the Board may think proper. The conference may be convened at the same place as the Annual General Meeting of Creative Lives.

For the more convenient consideration of the subjects to be discussed the Board may provide that they shall be considered in sectional meetings and may appoint officers of such sections as well as readers of any addresses that may be given.

Notices of the resolutions to be considered at the conference and the subjects for discussion shall be forwarded by the Secretary to each member of Creative Lives at least twenty-one days before the assembling of the conference.

COMMON SEAL

56. The seal of Creative Lives shall not be affixed to any instrument except by the authority of a resolution of the Board and shall be so affixed in the presence of at least one member of the Board and the Secretary, both of whom shall sign all instruments to which the seal is to affixed in their presence.

ACCOUNTS AND AUDIT

57. The Board shall cause to be kept proper accounts with respect to all sums of money received and expended by Creative Lives and the matters in respect of which such receipts and expenditure take place, all sales and purchases of goods by Creative Lives, and the assets and liabilities of Creative Lives.

58. The books of account shall be kept at the registered office of Creative Lives or at such other place or places as the Board think fit. No member (other than a member of the Board) shall have any right of inspecting any account or book or document of Creative Lives except as conferred by Statute or authorised by the Board that subject to such conditions or regulations as the Board thinks fit.

59. At the Annual General Meeting in every year the Board shall lay before Creative Lives an income and expenditure account for the period since the last account (or, in the case of the first account, from the incorporation of Creative Lives) made up to date not more than ten months before the meeting, and a balance sheet made up as at the same date, in such form and containing all such particulars with respect to the assets and liabilities of Creative Lives and other matters as required by statute.

60. Every such balance sheet as aforesaid shall be signed on behalf of the Board by two members thereof, and it shall also have attached to it the Auditor's report made pursuant to the statutory provision as to audit, and a report by the Board with respect to the state of Creative Lives' affairs and upon the last year's work of Creative Lives.

61. A copy of the income and expenditure account, balance sheet and reports of the Board and of the Auditor shall, not less than 21 days previously to the meeting, be sent using electronic communications, delivered or sent by post to the registered address of every member.

AUDIT

62. (a) The Board must prepare for each financial year accounts as required by the Companies Act 2006. The accounts must be prepared to show a true and fair view and follow accounting standards issued or adopted by the Accounting Standards Board or its successors and adhere to the recommendations of applicable Statements of Recommended Practice.

(b) The Board must keep accounting records as required by the relevant current legislation.

NOTICES

63. Any notice to be given to or by any person pursuant to the articles:

- (i) must be in writing; or
- (ii) must be given using electronic communications.

64. Creative Lives may give any notice to a member either:

- (i) personally; or
- (ii) by sending it by post in a prepaid envelope addressed to the member at their address; or
- (iii) by leaving it at the address of the member; or
- (iv) by giving it using electronic communications to the member's address.

65. A member present in person at any meeting of Creative Lives shall be deemed to have received notice of the meeting and of the purposes for which it was called.

66. (a) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.

(b) Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.

(c) A notice shall be deemed to given:

- (i) forty-eight hours after the envelope containing it was posted; or
- (ii) in the case of an electronic communication, forty-eight hours after it was sent.

67. The accidental omission to give to any member such notice as required by these Articles of any meeting of Creative Lives or of the Board, or of any committee, or the non-receipt of such notice by any representative, shall not invalidate the proceedings at such meeting.

INDEMNITY

68. Subject to the provisions of the Acts and of the Memorandum of Association, every member of the Board, Auditor, Secretary or other officer of Creative Lives shall be entitled to be indemnified by Creative Lives against all costs, charges, losses, expenses and liabilities incurred in execution of their duties.

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The Companies Act, 2006**

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