

SYN

MRX HOUSEWARES LIMITED
("the Company")

FRIDAY



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05/03/2010
COMPANIES HOUSE

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Minutes of a meeting of the board of directors ("**Directors**") of the Company held at
Ardath Road, Kings Norton, Birmingham, West Midlands, B38 9PN on
26th February 2010.

PRESENT:	Andrew Richardson	(In the Chair)
	Nicholas Longley	(Secretary)

1 NOTICE AND QUORUM

- 1.1 A quorum being present, **IT WAS RESOLVED** that Andrew Richardson chair the meeting. Andrew Richardson accordingly took the chair and declared the meeting open.
- 1.2 The Secretary confirmed that notice of the meeting had been given to each Director

2. PURPOSE OF MEETING

- 2.1 The Chairman reported that the meeting had been convened to consider, and, if thought fit, to propose to the sole member of the Company that the name of the Company be changed to Metalrax Housewares Limited.
- 2.2 In addition the Chairman reminded the Directors of their statutory duty to promote the success of the Company for the benefit of its members and identified each of the considerations to which they were to have regard as set out in at section 172 (1) of the Companies Act 2006, these being:
- 2.2.1 the likely consequences of any decision in the long term;
 - 2.2.2 the interest of the Company's employees;
 - 2.2.3 the need to foster the Company's business relationships with suppliers, customers and others;
 - 2.2.4 the impact of the Company's operations on the community and the environment;
 - 2.2.5 the desirability of the Company maintaining a reputation for high standards of business conduct; and

2.2 6 the need to act fairly as between members of the Company

3. **DIRECTORS' INTERESTS**

Each director present confirmed that he had no interest which he was under a duty to disclose in accordance with sections 177 or 182 of the Companies Act 2006 or under the Company's articles of association in the business to be transacted in the meeting

4 **DOCUMENTS TABLED**

There was produced to the meeting -

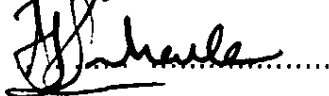
- 4 1 a form of written resolution to be circulated to the sole member of the Company for the time being, to approve the change of name to Metalrax Housewares Limited ("**Written Resolution**").

5 **CHANGE OF NAME**

- 5.1 **IT WAS RESOLVED** by the Directors to approve the change of name and **IT WAS RESOLVED** that the Written Resolution, be approved in the form presented to the meeting and be circulated to the sole member of the Company. The Secretary was instructed to dispatch the Written Resolution, to the Company's shareholder, with a copy to the Company's auditors.
- 5 2 The meeting then adjourned to allow the Written Resolution to be signed
- 5 3 On resumption, the Secretary reported that in accordance with sections 288 to 300 of the Companies Act 2006 the Written Resolution had been duly passed and signed to approve the change of the Company's name.
- 5 4 The Secretary was instructed to file a print of the Written Resolution within 15 days of its passing and to arrange for payment of £10 to Companies House in respect of the change of name.

6. **CLOSE OF MEETING**

There being no further business, the meeting closed.



CHAIRMAN