

MOORE REED AND COMPANY LIMITED
(Company Number: 02786078)
(the "Company")

WEDNESDAY



Resolutions of the sole director of the Company

held at CONTROL TECHNIQUES DYNAMICS LIMITED
on 26TH OCTOBER 2018 at 12:00 PM

Present: Sujitha Jayasoma
(Chair)

In attendance:

1. PRELIMINARIES

- 1.1 Sujitha Jayasoma took the Chair and noted that the meeting had been duly convened, a quorum was present and that proper notice of the meeting had been given to her as sole director.
- 1.2 The Chair confirmed that the purpose of this meeting was to consider the future of the Company, and whether it was appropriate to approve the documentation relating to the application to be made to the Registrar of Companies for the Company to be struck off the Register.
- 1.3 The Chair noted that she was aware of the need to consider her general duties including those set out in the Companies Act 2006 ("CA 2006").

2. DECLARATION OF INTERESTS IN PROPOSED OR EXISTING TRANSACTION OR ARRANGEMENT WITH THE COMPANY

- 2.1 The Chair confirmed that she had no direct or indirect interest in any way in the matter to be considered which had not previously been disclosed to the Company in accordance with section 177 CA 2006, and which therefore required to be disclosed by section 182 of the CA 2006.

3. CONSIDERATION AND APPROVAL OF THE APPLICATION

- 3.1 The Chair reviewed the draft Form DS01 (application to strike off the Company) (the "Form").
- 3.2 The terms of the Form were then carefully considered. The Chair decided that the Company was no longer required for the purpose for which it was established and that none of the circumstances described in section 1004 or 1005 of the CA 2006 existed in relation to the Company.
- 3.3 With regard to section 1004 of the CA 2006, the Chair confirmed that:-

3.3.1 so far as she was aware, following reasonable investigations, the Company had not within the last three months:-

- (a) changed its name;
- (b) traded or otherwise carried on business;
- (c) disposed for value of property or rights that, immediately before ceasing to trade or otherwise carry on business, it held for the purpose of trading or otherwise carrying on business; or
- (d) engaged in any other activity, except one which is necessary or expedient for the purpose of:-
 - (i) making the application or deciding whether to do so;
 - (ii) concluding the affairs of the Company; or

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- (iii) complying with any statutory requirement.

3.4 With regard to section 1005 of the CA 2006, the Chair confirmed that:-

- 3.4.1 so far as she was aware, following reasonable investigations, none of the following proceedings were ongoing in respect of the Company:-
- (a) an application pursuant to Part 26 of the CA 2006 for the sanctioning of a compromise agreement or arrangement that has not been concluded;
 - (b) a voluntary arrangement in relation to the Company;
 - (c) administration;
 - (d) an interim moratorium pursuant to Paragraph 44 of Schedule B1 to the Insolvency Act 1986 (the "1986 Act");
 - (e) winding up proceedings whether under Part 4 or Part 5 of the 1986 Act that have not been concluded or withdrawn;
 - (f) the appointment of a receiver or manager over any of the Company's property; or
 - (g) the administration of the Company's estate by a judicial factor.

4. RESOLUTIONS

4.1 In the circumstances and having reviewed the Form, **IT WAS RESOLVED** that:-

- 4.1.1 an application be made to the Registrar of Companies for the Company to be struck off the Register and that the Chair be authorised to complete the Form and shall then instruct Pinsent Masons LLP to file the Form at Companies House;
- 4.1.2 pursuant to section 1006 of the CA 2006, the Chair will, within seven days from the day on which the Form is filed, provide a copy of the Form to the categories of people listed below:-
- (a) any member of the Company;
 - (b) any director of the Company;
 - (c) any creditor of the Company; and
 - (d) any employees of the Company.
- 4.1.3 pursuant to section 1007 of the CA 2006, the Chair noted that she was aware of her continuing obligation to send a copy of the Form to any person who, after the Form has been filed, falls within the categories of people listed in section 1006 of the CA 2006 and that the copy of the Form must be delivered within seven days of the recipient falling within the relevant category. The Chair further noted that she was aware that this obligation continues until the strike off process has concluded or the Form has been withdrawn.

5. CONCLUSION

There being no other business the meeting closed.

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CHAIR