

Company number 02846162

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS OF

FOUNDRY PRESS LIMITED (Company)

CIRCULATION DATE: 21 May 2019

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**):

SPECIAL RESOLUTION

That the name of the Company be changed to: FPL Admin 2019 Limited

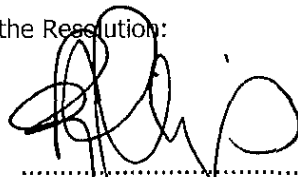
AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person / people entitled to vote on the Resolution as a member of the Company on 20 May 2019 hereby irrevocably approves and agrees to the Resolution:

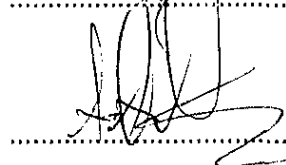
Signed by Bruce William Hardy Phillips

Date


.....
21st MAY 2019
.....

Signed by Alan Houliston

Date


.....
21st MAY 2019
.....

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version, either by hand or by post to: Martlet House E1 Yeoman Gate, Yeoman Way, Worthing, West Sussex, BN13 3QZ or by email to: Chris.Obrien@frpadvisory.com. You may not return the Resolution to the Company by any other method. If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless by 17 June 2019 sufficient agreement is received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

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FOUNDRY PRESS LIMITED (Company Number 02846162)

Minutes of a meeting of the board of directors of Foundry Press Limited (**Company**) held at

[*Foundry Press*]

on 21 May 2019 at 10.30 hours.

IN ATTENDANCE:

NAME

POSITION

Bruce Phillips

Director

Alan Houliston

Director

.....

.....

1 CHAIRPERSON

Bruce Phillips was appointed chairperson of the meeting.

2 NOTICE AND QUORUM

The chairperson reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the chairperson declared the meeting open.

3 BUSINESS OF THE MEETING

3.1 The chairperson reported that as part of the proposed appointment of administrators over the Company and intended sale of the business and various assets of the Company by its administrators (once appointed) the proposed buyer has required that the Company's name be changed following its administration in order to protect the business being acquired by the proposed buyer.

3.2 The chairperson further reported that the business of the meeting was to approve a written resolution to be sent to the Company's shareholders to change the Company's name to FPL Admin 2019 Limited following the appointment of administrators.

4 WRITTEN RESOLUTION

4.1 There was produced to the meeting a form of written resolution of the members of the Company to change the name of the Company to FPL Admin 2019 Limited (**Written Resolution**) following the appointment of proposed administrators to the Company.

4.2 IT WAS RESOLVED to:

4.2.1 approve the Written Resolution in the form produced to the meeting; and

4.2.2 send it to every eligible member of the Company.

5 ADJOURNMENT

- 5.1 The meeting was adjourned so that the Written Resolution could be submitted to the members of the Company.
- 5.2 The meeting reconvened at [10.35] am/pm and the chairperson reported that the Written Resolution had been passed.

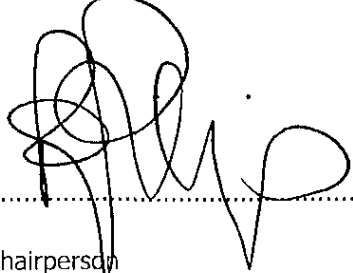
6 FILING

The chairperson will:

- 6.1 Make all necessary and appropriate entries in the books and registers of the Company.
- 6.2 Arrange for the following to be filed at Companies House by the proposed administrators of the Company following their appointment:
- 6.2.1 A copy of the Written Resolution.
- 6.2.2 Form NM01.

7 CLOSE

There was no further business and the chairperson declared the meeting closed.


.....
Chairperson

21st MAY 2019
.....
(Date)



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number **2846162**

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

FOUNDRY PRESS LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England and Wales; has changed its name to:

FPL ADMIN 2019 LIMITED

Given at Companies House on **19th June 2019**



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**