

WRITTEN RESOLUTION
of
FREEDOM PROFESSIONALSERVICES LIMITED
(Company No: 03215362) (the "**Company**")

Pursuant to section 281(1)(a) of the Companies Act 2006 (the "**Act**")

Pursuant to section 291 of the Act, the directors of the Company propose that the resolution is passed as a special resolution of the Company (the "**Resolution**").

The Resolution is passed by the member of the Company who on the circulation date of the Resolution is entitled to vote on the Resolution.

Resolution 1:

That the registered name of the Company be changed to Red Hall 9 Limited.

We, the undersigned, being the member of the Company who on the circulation date of the Resolution is entitled to approve the Resolution, agrees to the above Resolution.



.....
signed for an on behalf of
**THE FREEDOM GROUP OF
COMPANIES LTD.**

Date: 11th September 2017

Notes:

- 1 If you agree to the above resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
- 2 A member's agreement to a written resolution, once signified, may not be revoked.
- 3 The resolution set out above must be passed before the date that is 28 days following the date of circulation of the resolution otherwise it will lapse.
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.



FREEDOM PROFESSIONAL SERVICES LIMITED
(Company No: 03215362) (the "Company")

Minutes of a meeting of the board of directors of the Company held at 3 Red Hall Avenue, Paragon Business Village, Wakefield WF1 2UL on 11th September 2017 at 11am.

Present: Darrell Fox (Chairman)
Mark Perkins

1 NOTICE AND QUORUM

- 1.1 The Chairman reported that notice of the meeting had been given to all directors entitled to attend in accordance with the articles of association of the Company ("**Articles**") and that a quorum was present. Accordingly, the Chairman declared the meeting open.
- 1.2 The Chairman drew the attention of the directors to the need when considering whether or not to approve any proposal to be mindful of their general duties to the Company, set out in the Companies Act 2006 (the "**Act**"). In particular, a director must act in the way he considers, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, and in doing so have regard to the matters set out in section 172 of the Act (and any other relevant matters).

2 PURPOSE OF THE MEETING

The Chairman reported that the business of the meeting was to approve a written resolution to be sent to the Company's shareholder to change the Company's name to Red Hall 9 Limited.

3 DIRECTORS INTERESTS

- 3.1 Each of the directors was asked to declare:
- (a) any situation in which he could have a direct or indirect interest (or duty) that conflicts, or possibly may conflict, with the interests of (or his duties to) the Company which had not previously been duly declared and authorised, where required; and
 - (b) the nature and extent of any direct or indirect interest he has in a proposed (or existing) transaction or arrangement with the Company (to the extent such interest had not previously been duly declared and authorised, where required),
- whether as a result of any of the matters to be considered at the meeting or any other matter.
- 3.2 It was noted that under the Articles, each director present was entitled to vote on the business to be transacted at the meeting and be counted towards the quorum present provided that each of the directors had declared their interests to the board.

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 Red Hall 9 Limited ("**Written Resolution**").
- 4.2 It WAS RESOLVED to:

- (a) approve the Written Resolution in the form produced to the meeting; and
- (b) 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 and the Chairman reported that the Written Resolution had been passed.

6 CHANGE OF NAME

It was RESOLVED to change the name of the Company to Red Hall 9 Limited.

7 FILING

- 7.1 The Chairman instructed the Company Secretary or any one of the directors of the Company to:
 - (a) make all necessary and appropriate entries in the books and registers of the Company;
 - (b) arrange for the following to be filed at Companies House:
 - (i) a copy of the Written Resolution;
 - (ii) the relevant Companies House form (form NM01); and
 - (iii) a cheque for £10 in respect of the change of name fee.

8 CLOSE OF MEETING

There being no further business, the Chairman declared the meeting closed.


.....

Chairman



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 3215362

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

FREEDOM PROFESSIONAL SERVICES LIMITED

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

RED HALL 9 LIMITED

Given at Companies House on **22nd September 2017**



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES