

**ABBEY SCAFFOLDING (SWINDON) LIMITED (the "Company")**

**A PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS OF THE DIRECTORS**



SPE

18/07/2014

#41

COMPANIES HOUSE

**1 APPOINTMENT OF DIRECTORS**

IT IS NOTED THAT, having consented to act, **JAMES CHRISTOPHER BARNETT** and **SEAN BARNETT** were appointed as additional directors of the Company with effect from the 27 June 2014 and for the avoidance of doubt their appointments were approved by the board at that time

**2 REDESIGNATION OF SHARES**

2.1 IT IS NOTED THAT the 4,500 ordinary shares in the share capital of the Company held by **CHRISTOPHER ARTHUR BARNETT** in his sole name have been re-designated as 'A' ordinary shares

2.2 IT IS NOTED THAT the 500 ordinary shares in the share capital of the Company held by **CHRISTOPHER ARTHUR BARNETT** in his sole name have been re-designated as 'B' ordinary shares

2.3 IT IS NOTED THAT the Company has adopted new articles of association

**3 TRANSFERS OF SHARES**

IT IS NOTED THAT duly executed Stock Transfer Forms have been received by the Company in respect of the following transfers

(a) 250 'B' ordinary shares of £1 each in the share capital of the Company from **CHRISTOPHER ARTHUR BARNETT** to **JAMES CHRISTOPHER BARNETT**, and

(b) 250 'B' ordinary shares of £1 each in the share capital of the Company from **CHRISTOPHER ARTHUR BARNETT** to **SEAN BARNETT**

**4 DIRECTORS INTERESTS**

4.1 Each director hereby discloses his interest in the proposed transactions and other arrangements which they are required by section 177 of the Companies Act 2006 and the Company's Articles of Association to disclose In particular, IT IS NOTED

THAT **CHRISTOPHER ARTHUR BARNETT** holds the shares in the Company subject to re-designation and transfers noted above and **JAMES CHRISTOPHER BARNETT** and **SEAN BARNETT** are the transferees noted above

- 4 2 IT IS NOTED THAT, pursuant to article 14 of the Company's Articles of Association, a director may vote and form part of the quorum in relation to any proposed transaction or arrangement in which they are interested, subject to declaring the nature and extent of his interest in accordance with the Companies Act 2006

5 **APPROVAL OF TRANSFERS**

IT IS RESOLVED THAT the above noted transfers be approved and registered in the statutory registers of the Company

6 **SHARE CERTIFICATES**

IT IS RESOLVED THAT on receipt by the directors of the existing share certificate(s) in the name of **CHRISTOPHER ARTHUR BARNETT** (or an indemnity in respect of a lost share certificate or confirmation that no such share certificate was ever issued) that the existing share certificate(s) (if any) be cancelled, the form of share certificate attached to these resolutions be adopted for use by the Company and new 'A' and 'B' ordinary share certificates be executed on behalf of the Company and issued to **CHRISTOPHER ARTHUR BARNETT**, **JAMES CHRISTOPHER BARNETT** and **SEAN BARNETT** in accordance with the re-designations and transfers noted above, in due course

7 **NOTICE OF NAME OR OTHER DESIGNATION OF SHARES AND FILING OF WRITTEN RESOLUTIONS OF THE MEMBERS**

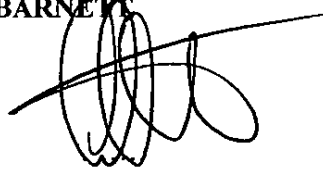
IT IS RESOLVED THAT the directors be authorised to

- 7 1 prepare a notice of name or other designation of shares (Companies House **Form SH08**) in respect of the re-designations noted above and arrange for it to be filed with the Registrar of Companies on behalf of the Company,
- 7 2 prepare a notice of variation of share rights (Companies House **Form SH10**) and arrange for it to be filed with the Registrar of Companies on behalf of the Company,
- 7 3 prepare a statement of the Company's objects (Companies House **Form CC04**) and arrange for it to be filed with the Registrar of Companies on behalf of the Company,

- 7 4 file a copy of the written resolutions of the sole member made in respect of the re-designation of shares and the adoption of new Articles of Association (together with a copy of the new Articles of Association and a copy of the Memorandum of Association as amended by the Companies Act 2006) with the Registrar of Companies on behalf of the Company within 15 days of such resolutions being passed, and
- 7 5 make all necessary appropriate entries in the books and registers of the Company.

Signed by **CHRISTOPHER ARTHUR BARNETT**

**Director**



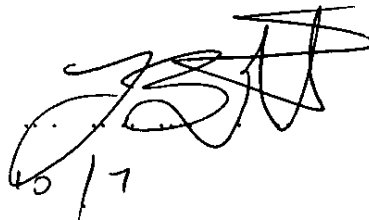
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Signed by **JAMES CHRISTOPHER BARNETT**

**Director**



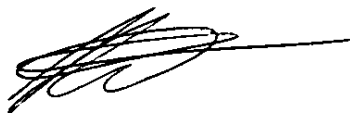
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Signed by **SEAN BARNETT**

**Director**



Date of signature

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2014