

M&J Nurseries Limited (the Company)

Company Number - 04108197

Written Resolutions of Members

THURSDAY



I, the undersigned, being a Member of the Company, entitled to receive notice of and to attend and vote at Members' Meetings pursuant to Chapter 2 of Part 13 of the Companies Act 2006, hereby pass the following Written Resolutions, which for all purposes shall be as valid and effective as if the same had been passed at a Members' Meeting of the Company duly convened and held.

- a) That the Company be wound up voluntarily
- b) That Paul Howard Finn and James David Robinson of Finn Associates (Businesscare) Limited, be appointed Joint Liquidators of the Company for the purposes of the voluntary winding-up
- c) That any act required or authorised under any enactment to be done by a Joint Liquidator may be done by all or any of the persons for the time being holding such office
- d) That the Liquidators' remuneration shall be on the basis of a set amount of £1,200 plus VAT and disbursements. These fees are to be paid as and when funds permit
- e) That the Liquidators' Category 2 disbursements shall be payable on the basis of Finn Associates (Businesscare) Limited's published tariff, disclosed to members prior to the General Meeting
- f) The Liquidators be authorised to divide among the members of the Company in specie part or the whole of the assets of the company and may for that purpose, value any assets and determine how the division between members should be carried out
- g) That the Company's books and records be held by the Directors/Members to the order of the Liquidators and may not be destroyed without the express permission of the Liquidators, which will not be granted until 12 months after the dissolution of the Company
- h) That the Certificate of Appointment of the Liquidators, together with advertising copy for the London Gazette be signed by Janet Turner

Resolutions (a) and (f) being Special Resolutions and all other resolutions being Ordinary Resolutions.

Circulation Date: 16 March 2018

I Janet Turner give my consent to the passing of resolutions (a) to (h) above

Signed: *Janet Turner* **Dated:** 26 / 03 / 2018

Note: - Voting Procedure pursuant to the Companies Act 2006

- Members who hold more than 50% of the total voting rights must vote in favour of any written resolution passed as an Ordinary Resolution and 75% in the case of a Special Resolution.
- Members must signify their agreement to the resolutions and return a signed copy to Finn Associates (Businesscare) Limited within a period of 28 days from the circulation date see above. If the requisite majority has not voted in favour by the circulation date the Resolutions will lapse and not be passed.
- Where a Member has signified agreement to the Resolutions and has returned a signed copy of them to the Registered Office (or any other address advised of or Member to at the time the Resolution was distributed by the Company) the Member may not at any time, subsequently revoke their agreement.

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Resolutions (a) and (f) being Special Resolutions and all other resolutions being Ordinary Resolutions.

Circulation Date: 16 March 2018

I Benjamin Turner give my consent to the passing of resolutions (a) to (h) above

Signed:  **Dated:** 26/03/2018

Note: - Voting Procedure pursuant to the Companies Act 2006

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