

Julie Hunt Advertising Limited company number 04374623

WEDNESDAY



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17/04/2019

#235

COMPANIES HOUSE

Minutes of a meeting of the Board of Directors of Julie Hunt Advertising Limited (Company) held at The Barn, 6a Bath Road, Bitton, Bristol BS30 6HZ on 19th March 2019.

PRESENT:	NAME	POSITION
	Julie Hunt	Director
	David Dunn	Director
IN ATTENDANCE:	NAME	POSITION
	Allan Sherwin	Shareholder

1 Chairman

Julie Hunt was appointed chairman of the meeting and chaired the meeting throughout.

2 Notice and quorum

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

3 Business of the meeting

The chairman reported that the purpose of the meeting was to:

- a) consider and, if deemed fit, to seek the consent of the shareholders to an amendment to the Articles of Association of the Company and to allot an additional 98 Ordinary shares, and the reclassification of those shares into 89 Ordinary 'A' shares, 4 Ordinary 'B' shares, and 5 Ordinary 'C' shares in the capital of the Company (Reclassification); and
- b) approve the transfer of the Ordinary 'B' share from Julie Hunt to David Dunn.

4 Interests in proposed transactions and/or arrangements with the Company

Each director present declared any interests they had in the business to be discussed at the meeting which they were required by section 177 of the Companies Act 2006 and the Company's Articles of Association to disclose.

5 Documents produced to the meeting

There were produced to the meeting:

- a) Signed Share Transfer forms from Julie Hunt
- b) the draft amended Articles of Association; and
- c) the text of the shareholders written resolution (Written Resolution) to approve the alteration of the Articles and the Reclassification.

6 Consideration and approval

- 6.1 The directors considered the reasons for, and the details of, the amendment to the Articles, the new allotment, and the Reclassification of shares. Essentially the

reason for the reclassification is to change some of the Ordinary shares into A Shares, B Shares and C Shares.

6.2 Having carefully considered the matters before the meeting IT WAS RESOLVED:

- (a) Subject to obtaining the approval of the shareholders, to proceed with the alteration to the Articles and with the Reclassification;
- (b) To approve the text of the Written Resolutions and as all shareholders were present to adjourn the meeting whilst the Written Resolutions were submitted to the shareholders for their consideration.

On resumption the chairman reported that the shareholders, being present at the meeting, had unanimously passed the Written Resolutions and accordingly the amendment to the Articles and the Reclassification were now effective.

6.3 It was noted that the following administrative matters would need to be dealt with:

- (a) The Written Resolutions and a print of the amended Articles to be sent to the Registrar of Companies together with forms SH08 and SH10 recording the Reclassification;
- (b) The register of members of the Company amended to record the Reclassification;
- (c) to allot the new shares with Companies House.

IT WAS RESOLVED that any one director was authorised to deal with these matters including the execution of the new share certificates.

7 Transfer of Shares

Name of applicant	Number of shares of £1 each	[Subscription money]
Mr David Dunn	1 B Share	£1.00

It was noted that, pursuant to the signed share transfer forms, the shareholders had authorised the directors to transfer the shares in the Company.

IT WAS RESOLVED that the old share certificates be and are hereby cancelled and new share certificates issued to reflect the share transfer, allotments and reclassification.

8 Close

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


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Chairman

4.4.19
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Date