

Company No 04837277

Aaron Webster Limited
("the Company")

SATURDAY



"R2LQ3Q8R"

RM

23/11/2013

#4

COMPANIES HOUSE

MINUTES of a meeting of the board of directors of the Company held at

On the 1st day of NOVEMBER 2013 at 10 am/pm

Present: Aaron Webster

1. Chairman

It was noted that a quorum was present Aaron Webster took the chair of the meeting

2. Business of the meeting

2 1 There was produced to the meeting copies of correspondence between Baldwins Accountants and HM Revenue & Customs giving details of the proposed reorganisation of the Company ("the Reorganisation") The terms of the Reorganisation were considered and it was resolved that it would be in the best interests of the Company to take the steps required to give effect to this

2 2 The Chairman therefore reported that the meeting had been called to consider and, if thought fit, approve the transfer of shares in the Company to Aaron Webster Holdings Limited ("the Transferee") as part of the Reorganisation

3. Declarations of interests

3 1 The director gave notice to the meeting of the nature and extent of his interest in the matters to be discussed at the meeting for the purposes of section 177 of the Companies Act 2006 ("the Act") as follows

Name

Nature and extent of interest

Aaron Webster

A director of the Company who was directly interested in the share for share exchange agreement to be discussed at the meeting

Upon hearing these interests the chairperson considered whether the interested director still had a right to vote on the matters being heard, pursuant to the Company's articles of association As permitted, the chairperson decided to use his discretion to allow the interested director to vote, this being in the best interests of the Company as a whole The interested director approved of this decision

4. Acquisition of share capital of the Company

4 1 The Chairman noted that pursuant to a share for share exchange agreement ("the Agreement") made between (1) the Transferee (2) Aaron Webster ("the Shareholder") entered into earlier today the Shareholder had agreed to transfer all 2 ordinary shares of £1 00 each in the Company to the Transferee in consideration of the allotment of shares in the Transferee to the Shareholder. There was produced to the meeting stock transfer forms to deal with those transfers referred to in the Agreement together with deeds of indemnity in respect of lost share certificates duly signed by the shareholder.

4 2 IT WAS RESOLVED that subject to the transfers being duly stamped, if necessary, the transfer be approved and registered and that the name of the Transferee, be entered into the Register of Members as holder of the shares and a certificate for the same be executed and issued to the Transferee.

5. Filing

The directors resolved to update the statutory books of the Company and to complete any necessary filing.

6. Any other business

There being no further business the chairman declared the meeting closed.

A handwritten signature in black ink, appearing to read 'Awel', with a long horizontal flourish extending to the right.

Chairman