# 16 THE RIDGEWAY (ENFIELD) LIMITED **CHANGE OF ARTICLES OF ASSOCIATION BOARD MEETING**

A Special General meeting of the members of the above named company, to be convened for share holders of 16, THHE RIDGEWAY (ENFIELD) LIMITED on 21st January 2017 each share holder to sign their approval of the resolution (which can be signed before the meeting if unable to attend) to accept that the Articles of Association of the company be modified as follows

1 By removing articles 4, 5 and 7

**AND** 

2 By the implementation of the new attached articles numbered 4, 5, and 7

DATED 29וזןו .

Director

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27/01/2017 COMPANIES HOUSE

16 THE RIDGEWAY (ENFIELD) LIMITED

### **CHANGE OF ARTICLES.**

### **SHARES**

- 4 The share Capital of the Company will be 1320 Shares of £1 each
- 5 Each owner of the freehold of their flat will own 110 shares of £1 each

The 2 flats (2and5) freehold is owned by the present shareholdersof flats 1,3,4,6,7,8,9,10,11, and

12, in equal proportions namely 220 shares, representing 22 shares each.

### TRANSFER OF SHARES

- 7 (a) No member, other than a person becoming entitled to a share in consequence of the death or bankruptcy of a member, shall be entitled to transfer any share or execute any declaration of trust or enter into any agreement in relation to voting in respect of such share
  - (1) In favour of any person not being an owner.
- (2) In such a manner would procure any owner (in respect of the freehold) to hold more than 110 shares the balance of the shares owned by owners represents their investment into the purchase of the freehold of flats 2 and 5 representing 220 shares of £1 each owned equally namely 22 each. On the sale of the freehold of either flat 2 or 5 the new purchaser would receive 110 shares representing the freehold and 10 shares in the investment of the purchase of the remaining freehold. Finally on the purchase of the remaining flat's freehold they would receive 110 shares namely 10 from each existing owners.
- (3) The Directors may in their absolute and uncontrolled discretion, and without assigning reason therefore, refuse to register any proposed transfer of a share unless they are satisfied beyond reasonable doubt that the foregoing conditions of the Article are being complied with in regard to Save as aforesaid every transfer of a share shall be registered.

## **THE COMPANIES ACT 2006 SPECIAL RESOLUTION** 16 THE RIDGEWAY (ENFIELD) LIMITED **CHANGE OF ARTICLES OF ASSOCIATION**

At a Special General meeting of the members of the above named company, duly convened and held at Flat 4 16, The Ridgeway on 21st January 2017 The following Special Resolution was duly passed, Signatures of all shareholders signed in favour of the special resolution.

That the Articles of Association of the company be modified as follows

1 By removing articles 4, 5 and 7

**AND** 

2. By the implementation of the new attached articles numbered 4, 5, and 7

DATED DAIIIT.

Dorothy Crain

Director

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### 16, THE RIDGEWAY (ENFIELD) LIMITED

Dear

In order that you will be able to sell your shares in the company which represent your investment in the freehold of flats 2 and 5 it will be necessary for the Articles to be changed and bonus shares to be issued. Your signature will be required from each share holder approving the resolutions. The following is the procedure that has to be followed,

Proposed alterations to the Articles of Association

#### **SHARES**

- 4 The share capital of the Company will be 1320 shares of £1 each
- 5 Each owner of the freehold of their flat will own 110 shares of £1 each

The 2 flats (2and5) freehold is owned by the present shareholders of flats 1,3 4 6 7 8 9.10 11.and 12 In equal proportions namely 220 shares, representing 22 shares each

### TRANSFER OF SHARES

- 7 (II) in such a manner would procure any owner (in respect of the freehold) to hold more than 110 shares the balance of the shares owned by owners represent their investment into the purchase of the freehold of flats 2 and 5 representing 220 shares owned equally (22) On the sale of the freehold to either flat 2 or 5 the new purchaser would own 110 shares for the freehold and 10 shares in the investment of the purchase of the remaining freehold. Finally on the purchase of the remaining flats freehold they would receive 110 shares namely 10 from each existing owner.
- (b) Each share will be sold at the market value of the freehold of the flat and the proceeds paid to the owners of the shares

### **BONUS SHARE ISSUE**

Having altered the articles a further signature will be required approving the issue of bonus shares which will be in accordance with the new articles (7 (ii)

### **HOW THIS WILL AFFECT YOU**

On the sale of flat 2 the 10 shareholders will receive £234 10 from the outstanding creditor of £2341 representing the balance outstanding on the original investment in the freehold of flats 2 and 5. The balance of the sale £37,659 ,less the administration fee of £500 for alteration of articles and bonus shares issue and submission to Companies House. This will leave a balance of £37,159.,this will be split equally by the 10 share holders ,giving each share holder the cheque for £3715 90 each,There will be 2 separate cheques issued on completion. On the sale of flat 5 the proceeds will be split by 11 share holders

Signed