

**Company No. 07620891**

**SPV2 Limited  
("Company")**

Minutes of a meeting of the board of directors of SPV1 Limited, as sole shareholder of the Company, held at One Edison Rise, New Ollerton, Newark, Notts, NG22 2DP on 1 July 2022

**PRESENT:** C McKinlay (Chairman)

B T Annable

**IN ATTENDANCE:**



**1. QUORUM**

The Chairman reported that notice of the meeting had been given to all those persons entitled to receive notice and, a quorum being present, he declared the meeting open.

**2. DISCLOSURE OF INTERESTS**

2.1 The Chairman reminded the directors of their obligations under the Companies Act 2006 ("Act") and the Articles to:

2.1.1 declare the nature and extent of their interests (direct or indirect) in any proposed or existing transaction or arrangement with the Company; and

2.1.2 update any declaration of interests which has become inaccurate or incomplete.

It was noted that the Act permits a declaration of interests to be made at a board meeting, by notice in writing to the other directors or by giving general notice of a relationship with, or interest in, another company or person.

2.2 It was noted that each of the directors had an interest in the matters being transacted at the meeting, each being a director of group subsidiary companies. However, notwithstanding their declared interests, the directors were entitled to vote and count in the quorum of the meeting pursuant to article 12 of the Articles.

**3. PURPOSE OF THE MEETING**

3.1 The Chairman noted that the meeting was convened in relation to the Company claiming audit exemption under section 479a of the Companies Act 2006 for the period ending 21 April 2022.

3.2 The shareholder would need to agree to guarantee all outstanding liabilities of the Company as at 21 April 2022 until they are fully satisfied and accept that the guarantee would be enforceable against the shareholder by any person with whom the Company was liable to, in respect of these liabilities.

**AFTER DUE AND CAREFUL CONSIDERATION:**

The sole shareholder agreed to the Company claiming audit exemption under section 479a of the Companies Act 2006 for the period ending 21 April 2022.

**CLOSE**

There being no further business, the meeting was closed.

A handwritten signature in black ink, appearing to be 'C. C. L.', written over a dotted line.

Chairman