

WRITTEN RESOLUTIONS

1 ARCHITECTS LTD

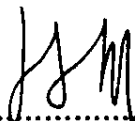
Registered in Scotland under company number SC362440

("the Company")

On 16 March 2016, the following resolutions were passed as ordinary resolutions (the "Resolutions"):

ORDINARY RESOLUTIONS

- 1) THAT in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007, (SI 2007/3495) the sole director is hereby given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006.
- 2) THAT the sole director of the Company is authorised by the sole shareholder of the Company to enter into a transaction or arrangement whereby the Company shall sell at market value, being the sum of £1.00 (one pound Sterling), all and whole the heritable property located at Kinloss and known as Seapark House, Kinloss, (**Property**) to Mrs Sophie Eryl McCook (**Transaction**) notwithstanding that it may appear that the sole director may have a direct interest that conflicts or may possibly conflict with the interests of the Company, namely that Mrs Sophie Eryl McCook is the wife of the sole director and shareholder of the Company..
- 3) THAT the sole director be and he is unconditionally authorised to regard the Transaction as being within the scope of section 175(4)(a) of the Companies Act 2006, the sole shareholder being fully aware of the facts and circumstances of the Transaction.
- 4) THAT in relation to the Transaction, the proposed sale of the Property to Mrs Sophie Eryl McCook be and is hereby approved in terms of the provisions of section 190(1) and (2) of the Companies Act 2006.



.....  
**Ian Sutherland McCook**  
**Director**  
**1 Architects Limited**

Date: 16.03.16.....

TUESDAY



\*S54Q2162\*

SCT

12/04/2016

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COMPANIES HOUSE