

MONDAY



A08      \*AA2RDL88\*      #120  
19/04/2021  
COMPANIES HOUSE

Company Number : 03070185

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF  
FORMRUN LIMITED**

**HELD AT:** 14 STANHOPE ROAD, SOUTH SHIELDS, TYNE AND WEAR, NE33 4BU

**HELD ON:** 28 February 2020 at 11.00 a.m.

**PRESENT:** MARILYN JANE LEADBEATER (Director)  
SARAH JANE MARTIN (Director)  
ANDREW JONATHAN ASKEW (Director)

**1) CHAIRMAN**

For the purpose of the meeting **SARAH JANE MARTIN** was appointed as Chairman.

**2) QUORUM**

The Chairman reported that the quorum necessary for a meeting of the board of directors of the Company was present.

**3) PURPOSE OF MEETING**

The Chairman reported the proposal to re-designate 1400 Ordinary Shares in the issued share capital of the Company as below and to adopt new Articles of Association.

Current shareholding:

Name of holder	Number of shares
MARILYN JANE LEADBEATER	640 Ordinary Shares of £1.00 each
SARAH JANE MARTIN	700 Ordinary Shares of £1.00 each
ANDREW JONATHAN ASKEW	700 Ordinary Shares of £1.00 each

Proposed shareholding after re-designation:

Name of holder	Number of shares
MARILYN JANE LEADBEATER	640 Ordinary Shares of £1.00 each
SARAH JANE MARTIN	700 'A' Ordinary Shares of £1.00 each
ANDREW JONATHAN ASKEW	700 'B' Ordinary Shares of £1.00 each

A Notice of General Meeting was presented and duly approved by the Board.

The Director was instructed to circulate a copy of the Notice to all those entitled to receive the same.

**4) DIRECTOR'S INTERESTS**

MARILYN JANE LEADBEATER, SARAH JANE MARTIN and ANDREW JONATHAN ASKEW, formally declared their interests in the proposed transaction by virtue of being both director and shareholder.

It was noted however that having formally declared their interests in the proposed transaction MARILYN JANE LEADBEATER, SARAH JANE MARTIN and ANDREW JONATHAN ASKEW would be entitled in accordance with the terms of the Articles of Association of the Company to vote upon any matters put to the meeting concerning this transaction.

The Chairman then adjourned the meeting to enable the General Meeting of the shareholders to be held.

The Chairman reconvened the meeting at 3.00 p.m. and informed the Board that the members had duly passed the resolutions as laid out in the above-said Notice.

**5) WAIVER OF PRE-EMPTION RIGHTS**

**SARAH JANE MARTIN** confirmed that any pre-emption rights of which they may have the benefit of, either by virtue of any statute or under the Articles of Association of the Company were waived by them in respect of the proposed allotment of shares.

**6) IT WAS RESOLVED THAT:**

The aforementioned applications be approved and the shares re-designated in accordance with such applications and:

- 1) The Register of Members be updated in accordance with the resolutions;
- 2) A print of the Ordinary and Special Resolutions, a print of the Articles of Association as initialled by the Chairman, Form CC04 and Form SH08 be filed with Companies House.

There being no further business the meeting terminated.

X   
.....  
SARAH JANE MARTIN - CHAIRMAN

Company Number: 03070185

**NOTICE IS HEREBY GIVEN** that a General Meeting of **FORMRUN LIMITED** be held at 14 STANHOPE ROAD, SOUTH SHIELDS, TYNE AND WEAR, NE33 4BU on 28 FEBRUARY 2020 at 2.00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions as Ordinary and Special Resolutions respectively:-

**ORDINARY RESOLUTIONS**

1. THAT the following issued 1400 Ordinary Shares of £1.00 each in the capital of the Company be and is hereby re-designated as 700 'A' Ordinary Shares of £1.00 each and 700 'B' Ordinary Shares of £1.00 each;

Name of holder	Number of shares
MARILYN JANE LEADBEATER	640 Ordinary Shares of £1.00 each
SARAH JANE MARTIN	700 Ordinary Shares of £1.00 each
ANDREW JONATHAN ASKEW	700 Ordinary Shares of £1.00 each

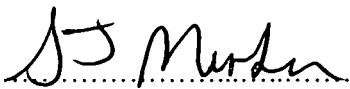
2. THAT as a consequence of the passing of the above resolution the issued capital of the Company be and is hereby restated as follows:-

Name of holder	Number of shares
MARILYN JANE LEADBEATER	640 Ordinary Shares of £1.00 each
SARAH JANE MARTIN	700 'A' Ordinary Shares of £1.00 each
ANDREW JONATHAN ASKEW	700 'B' Ordinary Shares of £1.00 each

**SPECIAL RESOLUTIONS**

3. THAT the Articles of Association of the Company be amended by deleting all the provisions formerly in the Company's Memorandum of Association which, by virtue of section 28 Companies Acts 2006, are treated as provisions of the Company's Articles of Association;
4. THAT Articles of Association produced to the meeting and initialled by the Chairman of the meeting for the purpose of identification be adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

BY ORDER OF THE BOARD

X   
.....  
SARAH JANE MARTIN - CHAIRMAN

DATED THIS 28 FEBRUARY 2020

Registered Office: 14 STANHOPE ROAD, SOUTH SHIELDS, TYNE AND WEAR, NE33 4BU

Note: A member entitled to attend and vote at the above-mentioned meeting is entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend and to speak and vote at a meeting of the Company in his/her stead. A proxy need not be a member of the Company.

If the Company has a share capital, a member may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member, or (as the case may be) to a different £10, or multiple of £10, of stock held by that number.

Company Number: 03070185

MINUTES OF A GENERAL MEETING OF FORMRUN LIMITED

HELD AT: 14 STANHOPE ROAD, SOUTH SHIELDS, TYNE AND WEAR, NE33 4BU

HELD ON: 28 FEBRUARY 2020 at 2.00 p.m.

PRESENT:	MARILYN JANE LEADBEATER	(Director)
	SARAH JANE MARTIN	(Director)
	ANDREW JONATHAN ASKEW	(Director)

The Chairman of the meeting reported that the members entitled to attend and vote were present in person or by proxy.

The Chairman read the Notice convening the meeting.

It was unanimously resolved that the resolutions as laid out in the above-said Notice be and are hereby duly approved by the members.

There being no further business the meeting terminated.

X   
.....  
SARAH JANE MARTIN - CHAIRMAN

**COMPANY NO: 03070185**

**The Companies Act 2006  
Company Limited by Shares**

**ORDINARY & SPECIAL RESOLUTIONS**

**of  
FORMRUN LIMITED**

Passed the 28 FEBRUARY 2020

At a General Meeting of the Company duly convened and held at 14 STANHOPE ROAD, SOUTH SHIELDS, TYNE AND WEAR, NE33 4BU the following Resolutions were duly passed as **ORDINARY AND SPECIAL RESOLUTIONS** of the Company respectively:

**ORDINARY RESOLUTIONS**

1. THAT the following issued 1400 Ordinary Shares of £1.00 each in the capital of the Company be and is hereby re-designated as 700 'A' Ordinary Shares of £1.00 each and 700 'B' Ordinary Shares of £1.00 each;

<b>Name of holder</b>	<b>Number of shares</b>
MARILYN JANE LEADBEATER	640 Ordinary Shares of £1.00 each
SARAH JANE MARTIN	700 Ordinary Shares of £1.00 each
ANDREW JONATHAN ASKEW	700 Ordinary Shares of £1.00 each

2. THAT as a consequence of the passing of the above resolution the issued capital of the Company be and is hereby restated as follows:-

<b>Name of holder</b>	<b>Number of shares</b>
MARILYN JANE LEADBEATER	640 Ordinary Shares of £1.00 each
SARAH JANE MARTIN	700 'A' Ordinary Shares of £1.00 each
ANDREW JONATHAN ASKEW	700 'B' Ordinary Shares of £1.00 each

**SPECIAL RESOLUTIONS**

4. THAT the Articles of Association of the Company be amended by deleting all the provisions formerly in the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are treated as provisions of the Company's Articles of Association;
5. THAT Articles of Association produced to the meeting and initialled by the Chairman of the meeting for the purpose of identification be adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

X.....   
SARAH JANE MARTIN - CHAIRMAN


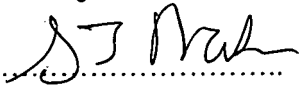
Company Number: 03070185

**FORMRUN LIMITED**

AGREEMENT of MEMBERS to SHORT NOTICE of a GENERAL MEETING and of ORDINARY and SPECIAL RESOLUTIONS.

We, the undersigned, being the members of the above-named Company, entitled to attend and vote at the General Meeting of the said Company convened by a Notice of meeting dated the 28 FEBRUARY 2020 and to be held on the 28 FEBRUARY 2020 at 1.00 p.m. hereby agree that:-

1. The said meeting shall be deemed to have been duly called, notwithstanding that shorter notice than that specified in Section 307 of the Companies Act 2006 or in the Company's Articles of Association, has been given.
2. The Ordinary and Special Resolutions set out in the said Notice of Meeting may be proposed and passed as Ordinary and Special Resolutions respectively, notwithstanding that less than fourteen days' notice of such meeting has been given.

NAME		SIGNATURE
MARILYN JANE LEADBEATER	X	
SARAH JANE MARTIN	X	
ANDREW JONATHAN ASKEW	X	