

WATERSIDE VILLAGES PLC
Company number 09791187 ("COMPANY")

The following resolutions were unanimously approved by all the shareholders at a meeting of the Company on 16 April 2018.

SPECIAL RESOLUTIONS

1. That the Company be re-registered as a private limited company under the Companies Act 2006 by the name of **WATERSIDE VILLAGES LIMITED**.
2. That the Company shall adopt the Model Articles contained in Schedule 1 of the Companies (Model Articles) Regulations 2008 (SI 2008/3229) as amended prior to the date of adoption of these Articles to the exclusion of the existing articles of association.

ORDINARY RESOLUTIONS

3. That, with effect from the Company's re-registration as a private limited company and 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 directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006.
4. That, with effect from the Company's re-registration as a private limited company and in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the power to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006.

Dated **16 April 2018.**

Signed

 **IAN SANDS**

Director **Ian Sands**



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COMPANIES HOUSE