

CLEARSPACE GROUP LIMITED
(Company number: 11298563)

WEDNESDAY



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19/08/2020

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COMPANIES HOUSE

Minutes of a meeting of the board of directors of Clearspace Group Limited (the "Company") held at 1 Kingsley House, Bishops Walk, Barnack, PE9 3ED on Monday 10th August 2020.

PRESENT	NAME	POSITION
In attendance	Guy Spragg	Director
In attendance	Rebecca Spragg	Director

1. CHAIRMAN

It was resolved that Guy Spragg would be elected as chairman of the Company and Guy Spragg took the chair of the meeting.

2. NOTICE AND QUORUM

The chairman reported that sufficient notice of the meeting had been duly given and that a quorum was present. The chairman declared that the meeting was open.

3. DECLARATIONS OF INTEREST

Each director present at the meeting confirmed that they did not have any direct or indirect interest in the proposed arrangements that were to be considered at the meeting which they were required to disclose by section 177 of the Companies Act 2006 and the Company's articles of association.

4. BUSINESS OF THE MEETING

The chairman reported that the business of the meeting was to consider and approve:

- (i) the circulation of written resolutions to the members of the Company in order to obtain shareholder approval in connection with a proposed allotment of new shares in the Company, namely
 - (a) an ordinary resolution to authorise the directors to allot shares in the Company up

to an aggregate nominal amount of 190 in accordance with section 551 of the Companies Act 2006; in the classes and allocations below

Ordinary A Shares 138 with full dividend and voting rights
Ordinary B Shares 40 with voting rights but no dividend rights
Ordinary C Shares 12 with no voting rights and no dividend rights

(b) and a special resolution to disapply pre-emption rights under section 561 Companies Act 2006; and

(ii) the proposed allotment of shares as set out in the table of applications below.

5. DOCUMENTS PRODUCED TO THE MEETING

There was produced to the Meeting:

(i) the following applications for Ordinary Shares of £1 each in the capital of the Company:

Name	No of shares of £1 each	Class of Share	Subscription Monies (£)
Guy Spragg	69	A	69
Rebecca Spragg	69	A	69
Darren Howard	40	B	40
Tom Taylor	3	C	3
Denai Lewis	2	C	2
Phil Henfrey	2	C	2
Phil Jarvis	5	C	5

(ii) forms of written resolutions of the members of the Company to enable the directors, (a) under section 551 of the Companies Act 2006 to allot shares in the Company up to an aggregate nominal amount of £190; and (b) allot shares pursuant to that authority as if section 561(1) of the Companies Act did not apply to the relevant allotment.

6. RESOLUTIONS

After consideration of the matters referred to in section 172(1) of the Companies Act 2006,

IT WAS RESOLVED AS FOLLOWS:

- I. to approve the written resolutions in the form produced to the meeting; and
- II. send the written resolutions to every eligible member of the Company for approval.

The meeting was then adjourned so that the written resolutions could be circulated to the members of the Company.

7. ALLOTMENT AND ISSUE OF SHARES

The meeting then reconvened whereupon the chairman reported that the written resolutions had been unanimously passed and that:

- I. the directors were duly authorised to allot further shares in the Company up to an aggregate nominal amount of 190;
- II. the directors were duly authorised to allot these shares as if the pre-emption rights under section 561 of the Companies Act 2006 did not apply;
- III. subject to the receipt by the Company of the subscription monies, the shares appearing against the name of each applicant be and are allotted to that applicant at par and credited as fully paid;
- IV. share certificates are prepared, executed and issued accordingly; and
- V. the register of members be updated accordingly and all other books and registers of the Company that require updating, be updated accordingly.

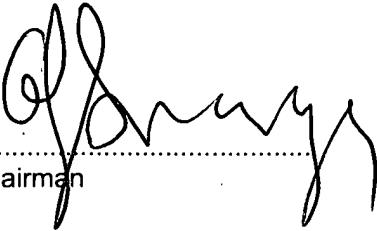
8. FILING

The Chairman shall:

- (i) file Form SH01 (Return of allotments) at Companies House within one month and make all entries in the Company's statutory books necessitated by the business of the Meeting;
- (ii) file a print of the ordinary written resolution and special resolution as described above with Companies House within 15 days; and

9. CLOSE

There was no further business and therefore the chairman declared that the meeting was closed.


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Chairman