

Company number 01360874

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

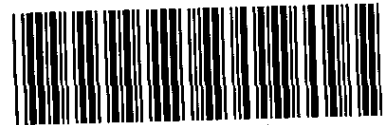
H.V.I (Holdings) Limited (**Company**)

CIRCULATION DATE

3<sup>rd</sup> July

2019

WEDNESDAY



A21 \*A8ACP9MY\* 24/07/2019 #74  
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions of the Company (**Resolutions**).

**SPECIAL RESOLUTIONS**

- (1) THAT 5 of the existing Ordinary Shares of £1 each in the capital of the Company legally and beneficially owned by Leonard Bennett be and hereby are redesignated as 5 A Ordinary Shares of £1 each in the capital of the Company having the rights and being subject to the restrictions set out in Resolution (5) below.
- (2) THAT 5 of the existing Ordinary Shares of £1 each in the capital of the Company legally and beneficially owned by Anne Mary Bennett be and hereby are redesignated as 5 A Ordinary Shares of £1 in the capital of the Company having the rights and being subject to the restrictions set out in Resolution (5) below.
- (3) THAT 45 of the existing Ordinary Shares of £1 each in the capital of the Company legally and beneficially owned by Mark Christopher Bennett be and hereby are redesignated as 45 B Ordinary Share of £1 each in the capital of the Company having the rights and being subject to the restrictions set out in Resolution (5) below.

(4) THAT 45 of the existing Ordinary Shares of £1 each in the capital of the Company legally and beneficially owned by Sue Anne Shields be and hereby are redesignated as 45 B Ordinary Shares of £1 each in the capital of the Company having the rights and being subject to the restrictions set out in Resolution (5) below

(5) THAT the A Ordinary Shares and the B Ordinary Shares shall rank pari passu save as follows: -

3.1 Dividends or other distributions may be declared and paid separately on each class of share in accordance with Articles 30 to 35 of the Model Articles contained in The Companies (Model Articles) Regulations 2008.

3.2 On a winding up or other return of capital (but not on the redemption or the purchase by the Company of its own shares) the assets of the Company available for distribution among its members shall be applied as follows:

3.2.1 first, in paying the nominal amounts paid up on each of the A Ordinary Shares and the B Ordinary Shares;

3.2.2 secondly, in paying any premium paid up on each of the A Ordinary Shares and the B Ordinary Shares;

3.2.3 thirdly, in paying any arrears of dividend payable on the A Ordinary Shares and the B Ordinary Shares;

3.2.4 fourthly, in paying to the holders of A Ordinary Shares the sum of £1,000;

3.2.5 fifthly, in paying to the holders of B Ordinary Shares the sum of £1,000;

3.2.6 Sixthly, any remaining assets available for distribution shall be divided equally between the holders of A Ordinary Shares and B Ordinary Shares

## **AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on \_\_\_\_\_ hereby  
irrevocably agrees to the Resolution:

Signed by LEONARD BENNETT.....*L. Bennett*

Date .....*3/07/2019*

Signed by ANNE MARY BENNETT.....*A. M. Bennett*

Date .....*3/07/19*

Signed by MARK CHRISTOPHER BENNETT.....*M. C. Bennett*

Date .....*3.7.19.*

Signed by SUSAN ANNE SHIELDS.....*S. Shields*

Date .....*3-7-19.*

#### NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- By Hand: delivering the signed copy to the Company's registered office;
- Post: returning the signed copy by post to the Company's registered office;

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, with 30 days of the circulation date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.