

C H Electrical Wholesalers Limited
(Company number 02887387)

Minutes of a meeting of the board of directors of **C H Electrical Wholesalers Limited**
(the "Company") held at via Zoom on 14 September 2020 at 2.30 p.m.

PRESENT:	NAME	POSITION
	Cheryl Worley	Director
	Lisa Hart	Director
[IN ATTENDANCE:]	Ken Tointon	

1. CHAIRMAN

It was resolved that Cheryl Worley would be elected as chairman of the Company and Cheryl Worley duly took the chair of the meeting.

2. NOTICE AND QUORUM

The chairman reported that Agreement to short notice of the meeting had been accepted by the shareholders and that a quorum was present. The chairman declared that the meeting was open.

3. DECLARATIONS OF INTEREST

Each director present at the meeting disclosed in full every 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.¹

4. BUSINESS OF THE MEETING

The chairman noted that the reduction of share capital is permissible pursuant to section 641 of the Companies Act 2006, provided that it is approved by special resolution and is supported by a solvency statement. The chairman reported that the business of the meeting was to propose to the shareholders of the Company that the share capital of the Company be reduced from £100 divided into 100 Ordinary Shares of £1 each which have been issued and are fully paid up to £50 divided into 50 Ordinary Shares of £1 each. Such reduction shall be effected by repaying to Lisa Hart the holder of 50 Ordinary Shares, £498,315 paid-up share capital to the extent of £9,966.30 per share



5. DOCUMENTS PRODUCED TO THE MEETING

The following documents were produced to the meeting:

- (a) Draft Solvency Statement
- (b) Draft written special resolution of the members of the Company ("Written Resolution") which stated:

That the share capital of the Company be reduced from £100 divided into 100 Shares of £1 each which have been issued and are fully paid up to £50 divided into 50 Ordinary Shares of £1 each.

Such reduction shall be effected by repaying to Lisa Hart the holder of 50 Ordinary share capital to the extent of £9,966.30 per share.

6. RESOLUTIONS

After consideration of the matters referred to in section 172(1) of the Companies Act 2006, IT WAS RESOLVED to prepare the Solvency Statement and approve the draft Resolution and propose it to every eligible member of the Company in general meeting to approve the draft Written Resolution and send the latter to every eligible member of the Company and the Company's auditors together with the Solvency Statement.

7. ADJOURNMENT

- (a) The meeting was adjourned so that a general meeting of the company could be held and the Resolution passed .
- (b) The meeting was reconvened when the chairman reported that the Resolution had been passed in general meeting


8. FILING

The chairman instructed Cheryl Worley to arrange for the following to be filed at Companies House within 15 days of the passing of the Resolution:

- (a) Solvency Statement
- (b) Statement of Capital (Form SH19 (Section 644 & 649))
- (c) Statement by Directors under section 644(5) Companies Act 2006
- (d) Copy of the Written Resolution
- (e) Fee of £10 for a standard service

9. CLOSE



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


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Chairman

AGREEMENT TO SHORTER NOTICE OF A GENERAL MEETING

C H ELECTRICAL WHOLESALERS LIMITED
Registered Company Number 02887387

We, the undersigned, being a majority in number and holders of not less than 95% in nominal value of the shares giving the right to attend at the meeting of shareholders to be convened by the notice annexed hereto, hereby consent to the general meeting of the Company being held notwithstanding that shorter notice of such meeting has been given, and hereby waive our right to receive longer notice of such meeting.

Name of Member	Shares Held	Signature of Member
Cheryl Worley	50	
Lisa Hart	50	

Dated 10 September 2020

Notes:

- The waiver of notice, when executed, should be produced to the chair of the meeting at the start of the meeting and its production should be recorded in the minutes of the meeting.
- All joint holders should sign or execute.
- The waiver must be regarded only as a waiver of proper notice and does not dispense with the requirement to give the shareholders a shorter period of notice.
- In relation to private companies, only 90% of the nominal value of voting shares is required for short notice, unless the company's articles of association require a higher percentage. If the company has articles based upon Table A of the Companies Act 1985 (or Companies Act 1948) 95% will be required for consent to short notice.

