

SOVEREIGN SPECIALTY CHEMICALS LIMITED (the "Company")

Company Number 03998112

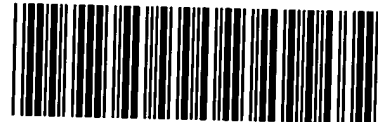
Written Resolutions of the Sole Director of the Company

(pursuant to regulation 93 of Table A of the Companies (Tables A to F) Regulations 1985 which is incorporated into the articles of association of the Company)

Dated: 2023

13 May

WEDNESDAY



AC3821YR

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10/05/2023

#71

COMPANIES HOUSE

1 PROPOSAL TO STRIKE OFF THE COMPANY

- 1.1 It is noted that the director proposes that the Company should enter into voluntary strike off proceedings and that the Company should be dissolved (the "**Voluntary Strike Off**").

2 DIRECTORS' DUTIES

- 2.1 It is noted that the director is required to consider his statutory duties under the Companies Act 2006 (the "**Act**") and in particular, when considering the business set out in these resolutions, the duty of each director under section 172 of the Act, to act in a way he or she considers, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole.

3 DOCUMENTS

- 3.1 Attached to these Resolutions are:

3.1.1 a striking off application ("**Form DS01**"); and

3.1.2 a notice (the "**Notice**") required pursuant to section 1006 of the Act.

4 APPLICATION TO STRIKE OFF

- 4.1 It is noted that an application for striking off must not be made if any of the circumstances set out in sections 1004 and 1005 of the Act exist in relation to the Company. Those circumstances are as follows:

4.1.1 where at any time in the previous three months, the Company has:

- a) changed its name;
- b) traded or otherwise carried on business;
- c) made a disposal for value of property or rights that, immediately before ceasing to trade or otherwise carry on business, it held for the purpose of disposal for gain in the normal course of trading or otherwise carrying on business; or
- d) engaged in any other activity, except one which is:

- i) necessary or expedient for the purpose of making an application to strike off;

- ii necessary or expedient for the purpose of concluding the affairs of the Company; or
- iii necessary or expedient for the purpose of complying with any statutory requirement;

or

4.1.2 where:

- a) a voluntary arrangement has been proposed and the matter has not been concluded;
- b) the Company is in administration, or there is a moratorium following an application for administration;
- c) the Company is being wound-up, or there is a petition for winding-up;
- d) a receiver or manager has been appointed in respect of the Company's property; or
- e) the Company's estate is being administered by a judicial factor.

4.2 It is further noted that it is an offence for a person to make an application for striking off if any of the circumstances described in section 1004 or 1005 exists in relation to the Company.

4.3 It is confirmed that none of the circumstances set out in sections 1004 and 1005 of the Act exists in relation to the Company.

4.4 The director having considered his duties under the Act, it is hereby **RESOLVED**:

4.4.1 that the Voluntary Strike Off be approved as it would be in the best commercial interests of the Company and for the benefit of its sole member as it would result in an overall corporate benefit for the group, as the group structure would be simplified, and a general efficiency saving across the group in terms of administrative and cost savings; and

4.4.2 Form DS01 be approved, be signed by the sole director of the Company and be submitted to Companies House along with the appropriate fee.

5 NOTIFICATION OF STRIKE OFF

5.1 It is noted that, in accordance with section 1006 of the Act, notification of the application to strike off must be sent to certain specified persons within 7 days of submitting the same to Companies House. Those persons are:

5.1.1 the members of the Company;

5.1.2 employees of the Company (the "**Employees**");

5.1.3 creditors of the Company (the "**Creditors**");

5.1.4 any directors of the Company who has not signed Form DS01 (the "**Other Directors**");
or

- 5.1.5 any manager or trustee of any pension fund established for the benefit of employees of the Company (the "Trustee").
- 5.2 It is noted that the Company does not have any Employees, Creditors, Other Directors or Trustees and therefore that the only notification required pursuant to section 1006 of the Act was a notification to the sole member of the Company.
- 5.3 Having carefully considered the terms of the Notice it is hereby **RESOLVED** that the Notice be approved and sent together with a copy of Form DS01 to the Company's sole member.
- 6 FILING**
- 6.1 It is hereby **RESOLVED** that the Form DS01, together with the appropriate fee, be submitted to Companies House and that the Notice and a copy of Form DS01 be sent to the Company's sole member.



SUTINDER BHANDAL

Dated:

3 May 2023