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SURFACE SYSTEMS (COATINGS) LIMITED (the 'Company')

(Regd. No. 5389762)

WRITTEN RESOLUTION

CIRCULATION DATE: 05/02/2019

SATURDAY



A11 *A83RB4TF* #85
20/04/2019
COMPANIES HOUSE

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

Special Resolutions

1. That under the terms of Companies Act 2006 the authorised share capital be dispensed with
2. A Rights issue held to offer 8 new ordinary shares for every 1 ordinary share held.

Outcome:

1. By agreement of the board, Mr S Dyminski and Mrs J Dyminski actioned their rights issue, however Mr L Dyminski declined their rights Issue.
2. The closing member's position was as follow after the rights issue had taken place:
 - a. Mr L Dyminski – 50 Ordinary A £1 Shares
 - b. Mr S Dyminski – 405 Ordinary B £1 Shares
 - c. Mrs J Dyminski – 45 Ordinary C £1 Shares
 - d. Total Shares Capital Paid Up £500.

By order of the board

Director/Secretary

Date:

11/2/19 ~~2018~~

INFORMATION REQUIRED TO COMPLY WITH SECTION 291 (4) COMPANIES ACT 2006

1. Eligible members are members who would have been entitled to vote on the resolution on the circulation date of the written resolution
2. The procedure for signifying agreement by an eligible member to the written resolution is as follows
 - 2.1 A member signifies his agreement to the proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document which both identifies the resolution to which it relates and indicates his agreement to the resolution.
 - 2.2 The document must be sent to the Company in hard copy form or in electronic form in one of the following ways
 - 2.2.1 By Hand delivering the signed copy to Mr S Dyminski, 53 Green Road, Upper Stratton, Swindon, Wiltshire, SN2 6JB


- 2.2.2 Post, returning the signed copy by post to Mr S Dyminski, 53 Green Road, Upper Stratton, Swindon, Wiltshire, SN2 6JB
- 2.2.3 Email by attaching a scanned copy of the signed document to an email and sending it to mblaken@optps.co.uk (please enter "Written Resolution" in the email subject box)

- 2.3 A member's agreement to a written resolution, once signified, may not be revoked
- 2.4 A written resolution is passed when the majority of eligible members has signified agreement to it
- 3 The period for agreeing to the written resolution is the period 28 days beginning with the circulation date (see section 297 Companies Act 2006)
- 4 If you are signing this document on behalf of a member of the Company under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.

AGREEMENT BY ELIGIBLE MEMEBRS TO WRITTEN RESOLUTION(S)

We are eligible members of the Company

- 1 confirm that we have received a copy of the above written resolution in accordance with section 291 Companies Act 2006 , and
- 2 resolve and agree that the above resolution is passed as a written resolution pursuant to section 288 Companies Act 2006 and that the resolution shall take effect as a special resolution

Signature: 


Name Mr L Dyminski

Date: 11/02/2019

Signature 

Name Mr S Dyminski

Date: 11/02/2019

Signature 

Name Mrs J Dyminski

Date: 11/02/2019

Surface Systems (Coatings) Limited
Company Number 05389762

Minutes of the Board Meeting of the Company held at 09:00 on the 5th February 2019

Location:

53 Green Road
Upper Stratton
Swindon
Wilts
SN2 6JB
England

Those Present:

Mr Lucian Dyminski
Mr Simon Paul Dyminski
Mrs Jenna Dyminski

IT WAS RESOLVED

THAT, 1. the authorised share capital will be dispensed with.

IT WAS ALSO RESOLVED

THAT, 2. A rights issue will be held to offer to existing share holders 8 shares for every 1 share held at 5th February 2019

<u>Share Class</u>	<u>Date of Issue</u>	<u>No of Shares</u>	<u>Members</u>
Ordinary A £1	5/2/19	0	Mr L Dyminski
Ordinary B £1	5/2/19	360	Mr S P Dyminski
Ordinary C £1	5/2/19	40	Mrs J A Dyminski

The Secretary was instructed to update the company's registers and prepare share certificates as appropriate.

There being no further business, the meeting was declared closed.



Chairman - Mr Simon Paul Dyminski



A11

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