

Company number 09135084

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

Of **BRISTOL ENERGY & TECHNOLOGY SERVICES (SUPPLY) LIMITED**  
(Company)

COMPANIES HOUSE



A16

25/11/2016

#117

CIRCULATION DATE 12<sup>th</sup> September 2016

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 ordinary resolutions (**Resolutions**)

#### **ORDINARY RESOLUTIONS**

##### **Resolution 1 Authority to Allot Redeemable Preference Shares**

That the Directors be and they are hereby generally and unconditionally authorised under section 551 of the Companies Act 2006 to exercise all powers of the Company to allot and issue a further 3,000,000 Redeemable Preference Shares in the Company provided that -

- (a) in accordance with the provisions of section 684 of the Companies Act 2006, the Company has a minimum of 3,868,100 ordinary non-redeemable shares in issue,
- (b) the aggregate of the nominal amount of Redeemable Preference Shares at a nominal value of £1 00 including the 2,310,000 previously issued shall not exceed £ 5,390,000 ,
- (c) the Redeemable Preference Shares are to be issued on the following minimum conditions
  - 1 at a rate of 8 25 per cent as a cumulative Redeemable Preference Share of £1 00 in the capital of the Company,
  - 2 the Redeemable Preference Shares shall be redeemable at the option of the issuing Company no later than 30 years from the date of issue
  - 3 at par value
  - 4 upon the terms set out in the Articles of Association

and such other appropriate terms and conditions that are necessary for the directors to apply in relation to the payment of lawful dividends

- (d) this authority shall expire on the date five years after the passing of this resolution

## Resolution 2

THAT pursuant to the Reserved Matters in the Company Articles

The shareholder appoints the individuals in the respective roles and upon the terms and conditions with the relevant Company and its subsidiaries as listed below

Company	Name	Role	Remuneration
Bristol Energy & Technology Services (Supply) Limited	John Readman	Director – NED Council Director	None
Bristol Waste	Di Robinson	Director – NED Council Director	None
Bristol Energy Limited	John Readman	Director – NED Council Director	None

and to continue to hold office in accordance with the Articles and upon such terms as maybe issued by the Company


## AGREEMENT

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

The undersigned, a person entitled to vote on the above resolution on the 12th September 2016, on behalf of **Bristol Holding Limited** as the sole shareholder hereby irrevocably agrees to the above Resolutions

Signed by the Shareholder  
Representative

Date

  
12 September 2016

## NOTES

1 If you agree to 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 Azhar Ghose, Legal Services, Bristol City Council , City Hall, College Green, Bristol BS1 5TR

**By Post** returning the signed copy by post to Legal Services, Bristol City Council , PO Box 3176 Bristol BS3 9FS

**By E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to [Azhar.ghose@bristol.gov.uk](mailto:Azhar.ghose@bristol.gov.uk) Please type "Written resolutions dated 12<sup>th</sup> September 2016" in the e-mail subject box

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 Resolution, you may not revoke your agreement

3 Where, by 11<sup>th</sup> October 2016, insufficient agreement has been received for the Resolution to pass, it will lapse If you agree to the Resolution, please indicate your agreement and notify us as soon as possible

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