

**CALIBRE HOMES DEVELOPMENTS LIMITED**

**COMPANY NO: 08915392**

MINUTES of a Meeting of the Director of the above named Company held at 25 Park Road, Bowerhill, Melksham, Wiltshire SN12 6WG on day of 1<sup>st</sup> APRIL 2014 at 10.00 am/pm.

Present:

Philip Andrew Clayton

Company Chairman and Director

Trudy Emma Clayton

Appointed Company Secretary

1. Quorum

The Chairman declared that a quorum was present and declared the meeting open.

2. Disclosure of Directors' Interests

The Director declared in accordance with the Company's Articles and sections 177, 182, 184 and 185 of the Companies Act ("The 2006 Act") his interest in the business of the meeting, by virtue of the following

Director

Interest

Philip Andrew Clayton

Director and Shareholder and an interest  
in Calibre Homes (SW) Limited SSAS

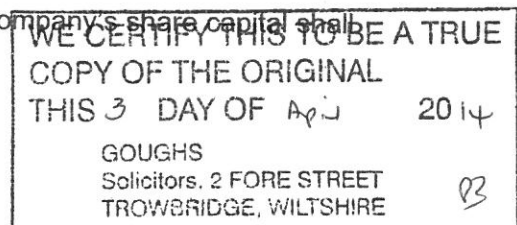
The Director declared that his interest set out above should be considered by the Company to be his continuing interest for the purpose of all future contracts, arrangements or proposals to be considered or entered into by the Company, unless notified to the Company to the contrary. The Chairman confirmed that the declared interest would not prevent the Director from voting or being counted in the quorum of the meeting.

3. Recommendations Requiring Members' Approval

It was reported that it was proposed to circulate a resolution in writing to pass the following special resolution:-

1. "THAT the Company's authorised share capital be increased by

£280,000 shares of £1.00 each. The Company's share capital shall



be divided into 4 ordinary shares of £1.00 each and 280,000 cumulative redeemable preference shares all of £1.00 each”.

The meeting was then adjourned to enable the shareholders to sign the resolution in writing.

Upon resumption, it was reported that the special resolution set out in the notice had been passed unanimously.

#### 4. Application for Shares

The Director considered an application for the undernoted number of cumulative redeemable preference shares and after deliberation IT WAS RESOLVED THAT the shares be allotted paid at a consideration of £1.00 per share, subject to the Company receiving cleared funds, as follows:

| <u>Applicant</u>   | <u>No. of Preference Shares</u> | <u>Subscription Price</u> |
|--|---------------------------------|---------------------------|
| Calibre Homes (SW) Limited SSAS<br>25 Park Road<br>Bowerhill<br>Melksham<br>Wiltshire SN12 6WG | 280,000                         | £1.00 each                |

It was noted that the Company had been put into funds by the applicant to the extent of £280,000 (TWO HUNDRED AND EIGHTY THOUSAND POUNDS) in respect of the above allotment of cumulative redeemable preference shares.

The appointed Company Secretary was instructed to register the allotment of cumulative redeemable preference shares in the Register of Members and to issue a share certificate to the applicant in respect of the shares allotted.


#### 5. Filing

The appointed Company Secretary was instructed to file with the Registrar of Companies the following documents:-

1. Written Resolution
2. Form SH01

#### 6. Conclusion of Business

The Chairman noted that there were no further matters arising and closed the meeting.

Chairman  (signature)  
Date: 1 April 2014