

Company number: 03025401

ST HELENS CAREER SERVICES LIMITED

(the Company)

We, the undersigned, being the directors of the Company **RESOLVE** as follows pursuant to the articles of association of the Company (the **Articles**)

1. INTEREST IN ARRANGEMENTS WITH THE COMPANY

That notwithstanding any direct or indirect interest which we may have in the Company, **IT IS RESOLVED** that we may vote as directors of the Company on the matters set out in this written resolution, in accordance with the **Articles**.

2. PURPOSE OF THIS RESOLUTION

The purpose of this written resolution is to consider and, if thought fit, approve the voluntary strike off and dissolution of the Company

3. DOCUMENTS PRODUCED

A draft Companies House Form DS01 "Striking off application by a company", proposed to be entered into by the Company, is produced to us

4. RESOLUTIONS

After due and careful consideration of the future of the Company and various matters (including, without limitation, the matters listed in section 172(1) of the Companies Act 2006 (a copy of which is annexed to this resolution), **IT IS RESOLVED** that

- 4 1 The Company is no longer required and that none of the circumstances described in section 1004 or 1005 of the Companies Act 2006 exist in relation to the Company,
- 4 2 The Company owns no assets of value and that appropriate steps have been taken to return the Company's share capital to its members,
- 4 3 The application be made to the Registrar of Companies for the Company to be struck off the Register, and



A31

26/11/2016
COMPANIES HOUSE

#10

4 4 The directors complete and sign the Form DS01 produced and return it to the Company's solicitors Blandy & Blandy LLP

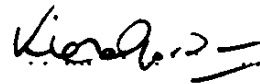
5. **Filing**

IT WAS RESOLVED that the Company's solicitors, Blandy & Blandy LLP, be instructed to arrange for the Form DS01 be filed at Companies House



SIGNED **David Barlow**

DATE. 5/10/ 2016



SIGNED: **Kieran Gordon**

DATE 5/10 2016

APPENDIX

Section 172 of the Act - Duty to promote the success of the company

- (1) A director of a company must act in the way he considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to—
 - (a) the likely consequences of any decision in the long term,
 - (b) the interests of the company's employees,
 - (c) the need to foster the company's business relationships with suppliers, customers and others,
 - (d) the impact of the company's operations on the community and the environment,
 - (e) the desirability of the company maintaining a reputation for high standards of business conduct, and
 - (f) the need to act fairly as between members of the company
- (2) Where or to the extent that the purposes of the company consist of or include purposes other than the benefit of its members, subsection (1) has effect as if the reference to promoting the success of the company for the benefit of its members were to achieving those purposes
- (3) The duty imposed by this section has effect subject to any enactment or rule of law requiring directors, in certain circumstances, to consider or act in the interests of creditors of the company