

ATTENDANCE REGISTER
CLOUDSOFT LIMITED
PREVIOUSLY KNOWN AS: SAILDESIGN LIMITED
REGISTERED NUMBER: 03756144

**STATUTORY MEETING OF MEMBERS AT STATION HOUSE STATION APPROACH EAST
HORSLEY SURREY KT24 6QX ON 31 JULY 2017 AT 10.30 AM.**

Member Name:

Represented by:

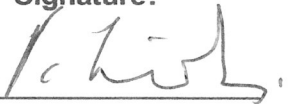
Shareholding:

Signature:

Mr Paul Lisewski

In Person

100



Chairman:



PAUL LISEWSKI

Date:

31 JULY 2017

The Insolvency Act 1986 and the Companies Act 2006

Company Limited by Shares

SPECIAL RESOLUTION

(Pursuant to Section 324 of the Companies Act 2006 and 84(1)(b) and 100 of the Insolvency Act 1986)

of

Name: **CLOUDSOFT LIMITED**
Previously known as: **SAILDESIGN LIMITED**
Company Number: **03756144**

Passed: **31 July 2017**

At a General Meeting of the members of the above named company, duly convened and held at Station House Station Approach East Horsley Surrey KT24 6QX on 31 July 2017 the following resolutions will be duly passed:

Special Resolutions

(1)	"That upon swearing a Declaration of Solvency, it has been proved to the satisfaction of this meeting that the company is wound up under a Members Voluntary Liquidation procedure."
(2)	"That pursuant to s21 of the Companies Act 2006, if necessary and appropriate, the articles of association of the company be amended as necessary to permit the distribution of the whole or any part of the assets of the company in specie or in kind, and that the Joint Liquidators be authorised to divide and distribute amongst the members, assets in specie or in kind, and to determine how such division shall be carried out."
(3)	"That the Joint Liquidators be authorised to pay and/or make an advance distribution of funds and/or assets in specie to the members if they consider it appropriate and prudent to do so at their discretion, on receipt of a duly signed joint and several indemnity from the members."
(4)	"That the Joint Liquidators be generally authorised to receive in compensation or part compensation for any transfer or sale of the company's business and/or property, shares, policies or other like interests in the transferee/buyer's company for distribution amongst the members of the company. Such authority shall be the requisite sanction for the purposes of s110 of the Insolvency Act 1986."

Ordinary Resolutions

(1)	"That John Paul Bell and Toyah Marie Poole of Clarke Bell Limited be appointed Joint Liquidators of the company and that they act jointly and severally for the purpose of the voluntary winding-up".
(2)	"That the Joint Liquidator(s) be entitled to draw £50 plus VAT, per creditor, for the settlement of any liability".

Date: **31 July 2017**

Signed:



NAME (BLOCK) **PAUL LISEWSKI**

**CLOUDSOFT LIMITED
PREVIOUSLY KNOWN AS: SAILDESIGN LIMITED
REGISTERED NUMBER: 03756144**

This is to certify that at a meeting of the members of the above-named company held on 31 July 2017.

John Paul Bell and Toyah Marie Poole
Clarke Bell Limited
The Pinnacle
3rd Floor
73 King Street
Manchester
M2 4NG

having provided a written statement that they are qualified to act as an insolvency practitioners in relation to the above-named company under the provisions of the Insolvency Act 1986 and that they consent so to act, was appointed Joint Liquidator(s) of the company.

Date:

31 JULY 2017

Signed:



NAME (BLOCK)

PAUL LISEWSKI

**CLOUDSOFT LIMITED
PREVIOUSLY KNOWN AS: SAILDESIGN LIMITED
REGISTERED NUMBER: 03756144**

**MINUTES OF STATUTORY MEETING OF MEMBERS AT STATION HOUSE STATION APPROACH EAST
HORSLEY SURREY KT24 6QX ON 31 JULY 2017 AT 10.30 A.M.**

Present

Paul Lisewski, Chairman

Convening of Meeting

The Chairman read the notice convening the meeting.

Chairman's Statement

The Chairman explained to the meeting the reasons for proposing that the company be wound up.

Winding-up of the Company

The Chairman having taken a vote and declared the resolution carried unanimously the company has been proved to the satisfaction of this meeting that the company is solvent and that the company be wound-up voluntarily.

The following further resolutions were passed:

Special Resolutions

(1)	"That upon swearing a Declaration of Solvency, it has been proved to the satisfaction of this meeting that the company is wound up under a Members Voluntary Liquidation procedure."
(2)	"That pursuant to s21 of the Companies Act 2006, if necessary and appropriate, the articles of association of the company be amended as necessary to permit the distribution of the whole or any part of the assets of the company in specie or in kind, and that the Joint Liquidators be authorised to divide and distribute amongst the members, assets in specie or in kind, and to determine how such division shall be carried out."
(3)	"That the Joint Liquidators be authorised to pay and/or make an advance distribution of funds and/or assets in specie to the members if they consider it appropriate and prudent to do so at their discretion, on receipt of a duly signed joint and several indemnity from the members."
(4)	"That the Joint Liquidators be generally authorised to receive in compensation or part compensation for any transfer or sale of the company's business and/or property, shares, policies or other like interests in the transferee/buyer's company for distribution amongst the members of the company. Such authority shall be the requisite sanction for the purposes of s110 of the Insolvency Act 1986."

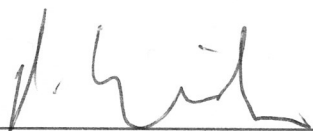
Ordinary Resolutions

(1)	"That John Paul Bell and Toyah Marie Poole of Clarke Bell Limited be appointed Joint Liquidators of the company and that they act jointly and severally for the purpose of the voluntary winding-up".
(2)	"That the Joint Liquidator(s) be entitled to draw £50 plus VAT, per creditor, for the settlement of any liability".

Money Laundering Regulations

Where relevant, members were reminded that they needed to provide sufficient evidence to enable Clarke Bell Limited to establish their identity, as required by the relevant Money Laundering Regulations.

Chairman:



PAUL LISEWSKI

Date:

31 July 2017