COMPANY REGISTRATION NUMBER: 01924651
COMPANY NAME: The Manor Fields Estate Limited (MFEL)

MINUTES OF THE 2022 MFEL AGM

EVENT: The AGM was held electronically on Saturday 26 November 2022 at 10:00.

PRESENT: The shareholders set out in Appendix 1.

1. CHAIRMAN, NOTICE AND QUORUM

1.1. The directors appointed Christina Harrison-Flynn as the Chairman of the Meeting (Chair) and she acted as the Chair.

1.2. The Chair reported that due notice of the meeting had been given and that a quorum was present in person and by proxy and declared the meeting open.

2. BUSINESS OF THE MEETING

2.1. To consider and, if thought fit, resolve by ordinary resolution to reappoint Engin Harman as a director of MFEL with effect from the end of the meeting.

2.2. To consider and, if thought fit, resolve by ordinary resolution to reappoint Clare Morton as a director of MFEL with effect from the end of the meeting.

2.3. To consider and, if thought fit, resolve by ordinary resolution to reappoint Graham Anthony Dashwood Houston as a director of MFEL with effect from the end of the meeting.

2.4. To consider and, if thought fit, resolve by ordinary resolution to reappoint Deirdre Mary Noonan as a director of MFEL with effect from the end of the meeting.

2.5. To consider and, if thought fit, resolve by ordinary resolution to reappoint Venthams Limited as auditors of MFEL with effect from the end of the meeting to hold office until the conclusion of the next AGM of the company.

2.6. To consider and, if thought fit, resolve by ordinary resolution to authorise the board of directors of MFEL to fix the remuneration of the auditors of MFEL.

2.7. To lay before the meeting the previously circulated financial statements of MFEL for the financial year ended 31 March 2022.

3. RESOLUTIONS PROPOSED AND PASSED BY POLL

3.1. **THAT BY ORDINARY RESOLUTION** Engin Harman, a director, having been appointed by a decision of the board, retiring and seeking reappointment, be reappointed as a director of the company with effect from the end of the meeting.

This was passed with poll votes: for 110, against 3, and 1 abstentions.

3.2. **THAT BY ORDINARY RESOLUTION** Clare Morton, a director, having been appointed by a decision of the board, retiring and seeking reappointment, be reappointed as a director of the company with effect from the end of the meeting.

This was passed with poll votes: for 111, against 3, and 0 abstentions.

3.3. **THAT BY ORDINARY RESOLUTION** Graham Anthony Dashwood Houston, a director retiring by rotation and seeking reappointment, be reappointed as a director of the company with effect from the end of the meeting.

This was passed with poll votes: for 56, against 54, and 3 abstentions.

3.4. **THAT BY ORDINARY RESOLUTION** Deirdre Mary Noonan, a director retiring by rotation and seeking reappointment, be reappointed as a director of the company with effect from the end of the meeting.

This was passed with poll votes: for 68, against 45, and 0 abstentions.

3.5. **THAT BY ORDINARY RESOLUTION** Venthams Limited be reappointed as auditors of the company with effect from the end of the meeting to hold office until the conclusion of the next AGM of the company.

This was passed with poll votes: for 88, against 15, and 10 abstentions.

3.6. **THAT BY ORDINARY RESOLUTION** the board of directors of the company be authorised to fix the remuneration of the auditors of the company.

This was passed with poll votes: for 91, against 10, and 12 abstentions.

4. RECEIPT OF ANNUAL ACCOUNTS

The previously circulated financial statements of MFEL for the financial year ended 31 March 2022 were laid before the meeting.

5. CLOSE OF THE MEETING

There being no other business, the Chair declared the meeting closed at 11:27.

Chair: 

APPENDIX 1 – TABLE OF SHAREHOLDERS PRESENT

(Appendix redacted for reasons of shareholder privacy)