

25 The North Colonnade  
Canary Wharf  
London  
E14 5HS

Tel: +44 (0)20 7066 1000  
Fax: +44 (0)20 7066 1099  
[www.fca.org.uk](http://www.fca.org.uk)

**CO-OPERATIVE AND COMMUNITY BENEFIT SOCIETIES ACT 2014**

*Acknowledgement of Registration of copy of Special Resolution*

Society name: **Welwyn Hatfield Leisure Limited**

Registration number: **29635 R**

The attached copy of the special resolution is registered today under the Co-operative and Community Benefit Societies Act 2014.

Date: **1 May 2018**



**CO-OPERATIVE AND COMMUNITY BENEFIT SOCIETIES ACT 2014**

**COMMUNITY BENEFIT SOCIETY**

**WELWYN HATFIELD LEISURE LIMITED (the "Society")**

**REGISTER NO: 29635R**

**RESOLUTION FOR TRANSFER OF ENGAGEMENTS**

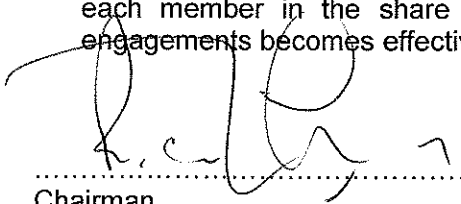
**GENERAL MEETING 2**

At a duly convened and quorate general meeting of the above Society, held on 11 December 2017 at 6.15 p.m. at Campus West, Welwyn Garden City AL7 2ED, the following resolution was tabled and approved as an Ordinary Resolution:

THAT

1. This meeting of members of the Society approve the minutes of the meeting held on Monday 27 November 2017;
2. This meeting of members of the Society hereby, in accordance with section 111 of the Co-operative and Community Benefit Societies Act 2014, confirms the Special Resolution which was passed at the meeting held on 27 November 2017, namely:

"This meeting of members of the Society hereby resolves to transfer all assets and liabilities including the whole of the stock, property and other assets and all engagements of the Society to Greenwich Leisure Limited in consideration of Greenwich Leisure Limited issuing to each member of the Society paid up shares equal to the amount standing to the credit of each member in the share ledgers of the Society on the date when the transfer of engagements becomes effective."

  
.....  
Chairman

  
.....  
Secretary



## Mutual Societies Application Form

Transfer of engagements

**Full name of society or credit union transferring its engagements:**

Welwyn Hatfield Leisure Limited

### **Important information you should read before completing this form**

Societies should use this form if they are registered under:

- Co-operative and Community Benefit Societies Act 2014 (including credit unions)
- Friendly Societies Act 1974 and are a:
  - working men's club
  - benevolent society; or
  - specially authorised society

Building societies and societies registered under the Friendly Societies Act 1992 must not use this form.

The transferring society or credit union must complete sections 1 and 2 of this form. The accepting society, credit union or company must complete section 3.

Please note:

- we have an information note that may assist you in completing this application.
- any personal details you give on the form will be placed on the society's file.
- it is important you give accurate and complete information and disclose all relevant information. If you do not, it may take us longer to assess your application.

### **Terms in this form**

'The FCA', 'PRA', 'us' and 'we' refer to the Financial Conduct Authority or Prudential Regulation Authority.

'You' refers to the person signing the form on behalf of the society, credit union or company.

'The 2014 Act' is the Co-operative and Community Benefit Societies Act 2014



## Mutual Societies Application Form

### Transfer of engagements

#### **Filling in the form**

- 1 If you are using your computer to complete the form:
  - use the TAB key to move from question to question and press SHIFT TAB to move back to the previous question; and
  - print out the form once you have completed it and arrange for it to be signed.
- 2 If you are filling in the form by hand:
  - use black ink;
  - write clearly; and
  - arrange for it to be signed.
- 3 If you make a mistake, cross it out and initial the changes; do not use correction fluid.
- 4 **Email a scanned copy of the signed form and supporting documents to**

**[musal.societies@fca.org.uk](mailto:musal.societies@fca.org.uk)**

or send it by post to:

Mutuals Team  
Financial Conduct Authority  
25 The North Colonnade  
Canary Wharf  
LONDON  
E14 5HS

## 1

**Details of the special resolution(s) and of the proposed transfer of engagements****Society details**

- 1.1 Please fill in the registration number of the transferring society or credit union and details of the accepting society, credit union or company**

Register number of transferring society or credit union	29635R
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Name of accepting society, credit union or company	Greenwich Leisure Limited
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Register number of accepting society or credit union, or company number	27793R
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- 1.2 Are there any timing factors that you would like us to consider?**

If the application needs to be registered before or on a certain date, we will try to meet it. Please enter brief details below:

<p>This transfer of engagements is to effect a merger between two societies. The target date for the merger is 1 May 2018.</p> <p>All staff, funders, suppliers and key stakeholders have been consulted on the basis that the merger will be effective from that date.</p>
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- 1.3 Please confirm that the transferring society or credit union has passed the special resolution in line with the statutory requirements**

If you are unsure what the statutory requirements are please refer to the notes.

☒ Yes

- 1.4 You must attach two signed copies of the special resolution**

Each copy must be signed by the transferring society's secretary and by the chairman of the meeting at which the special resolution was approved.

☒ Two signed copies attached

- 1.5 Is the transferring society registered with the Homes and Communities Agency, Scottish Housing Regulator or the Welsh Ministers?**

☒ No ▶ Continue to question 1.6

☐ Yes ▶ Please confirm one of the following:

☐ The society is registered with the Homes and Communities Agency and has notified the Homes and Communities Agency of the transfer of engagements.

☐ The society is registered with the Scottish Housing Regulator or the Welsh Ministers and the society has attached the regulator's written consent for the transfer of engagements.

- 1.6 Was the resolution undertaking to fulfil the engagements passed at a meeting of the committee of management (or board) or at a meeting of the society, credit union or company?**

☒ At a meeting of the committee of management (or board) ▶ Continue to question 1.10

☐ At a meeting of the society, credit union or company ▶ Continue to question 1.7

- 1.7 Is the accepting society registered under the Friendly Societies Act 1974?**

- ☐ No ▶ Continue to question 1.10
- ☐ Yes ▶ You must confirm that the resolution was passed as a special resolution
- ☐ Confirmed

**1.8 You must attach two signed copies of the accepting society's resolution undertaking to fulfil the engagements**

These must be signed by the accepting society's secretary and by the chairman of the meeting at which the resolution was approved.

- ☐ Two signed copies attached


**1.9 Please confirm that the society has passed a special resolution in line with the statutory requirements**

If you are unsure what the statutory requirements are please refer to the notes.

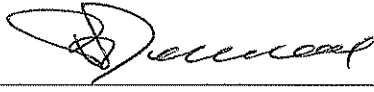
- ☐ Yes

**Signatures**

**1.10 The secretary of the transferring society or credit union must sign and date below**

Signature	
Contact Telephone	01707 518184
Date (this is the date when this form was completed)	27/03/2018

**1.11 The secretary of the accepting society, credit union or company must sign and date below**

Signature	
Contact Telephone	0208 317 5033
Date (this is the date when this form was completed)	27/3/2018

**2****Statutory declaration by the transferring society or credit union****Declaration**

- 2.1 An officer of the transferring society or credit union must sign below in front of a solicitor, a commissioner for oaths, notary public or justice of the peace

I,

Name	Robin Clive Loader
Of	NEWLYN HATFIELD LEISURE LTD
Position held	Chairman


do solemnly and sincerely declare that, in passing the special resolution, the provisions of the applicable legislation have been complied with.

I make this solemn declaration conscientiously believing this to be true, and by virtue of the provisions of the Statutory Declarations Act 1835.

Signature	
Date	27/03/2018

**This was declared before me:**

- ☒ a solicitor;  
☐ a commissioner for oaths;  
☐ notary public; or  
☐ justice of the peace.

Name	JOANNA BUSSELL
Declared at	MINERVA HOUSE 5 MONTAGUE CLOSE LONDON SE1 9BB
Signature	
Date	27 / 03 / 2018

**3****Statutory declaration by the accepting society, credit union or company****Declaration**

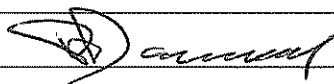
3.1 An officer of the accepting society, credit union or company must sign below in front of a solicitor, a commissioner for oaths, notary public or justice of the peace

I,

Name	PHILIP DONNAM
Of	GREENWICH LEISURE LIMITED
Position held	SECRETARY

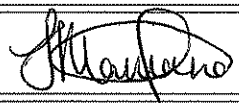
do solemnly and sincerely declare that the accepting society, credit union or company has undertaken to fulfil the engagements of the transferring society or credit union.

I make this solemn declaration conscientiously believing this to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Signature	
Date	29/3/2018

This was declared before me:

- ☒ a solicitor;  
☐ a commissioner for oaths;  
☐ notary public; or  
☐ justice of the peace

Name	SARA MAMMAD
Declared at	POWELL & CO SOLICITORS LONDON, SE18 6GH
Signature	
Date	29/03/2018

Witnessed at:

Powell & Co Solicitors  
 Verbruggen's House  
 Number One Street  
 Royal Arsenal Riverside  
 London SE18 6GH