

Form Z



**Financial Conduct Authority**  
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London  
E14 5HS

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[www.fca.org.uk](http://www.fca.org.uk)

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

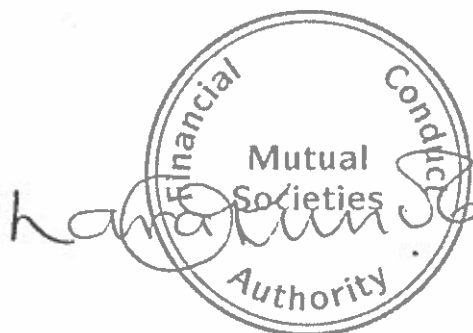
*Acknowledgement of Registration of copy of Special Resolution*

Society name: **Southwark and London Diocesan Housing Association Limited**

Registration number: **16905 R**

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

**Date: 01 August 2016**



**Special resolution of Southwark and London Diocesan Housing Association Limited (the Association) pursuant to section 110 of the Co-operative and Community Benefit Societies Act 2014**

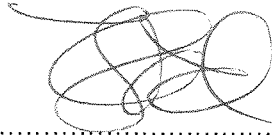
**Register Number: 16905R**

At a Meeting of the Association held at Trinity House, 4 Chapel Court, Borough High Street, London SE1 1HW on date 31<sup>st</sup> May 2016 the following resolution was passed (by a two third majority of eligible members voting) and at a further meeting held on date 29<sup>th</sup> June 2016 the following resolution was confirmed (by a majority of eligible members voting) pursuant to the requirements of section 111 of the Co-operative and Community Benefit Societies Act 2014:

**Resolution**

1. That the Association transfers the whole of the stock, property, assets, liabilities and all engagements of the Association to AmicusHorizon Limited (**AmicusHorizon**) (a registered society with registered number 30786R) on the basis that, with the agreement of the shareholders of the Association:
  - a the transfer is made with no consideration and no share shall be issued by AmicusHorizon to any shareholder of the Association, and
  - b the transfer is subject to AmicusHorizon and the Association having received all necessary statutory, regulatory and contractual consents.

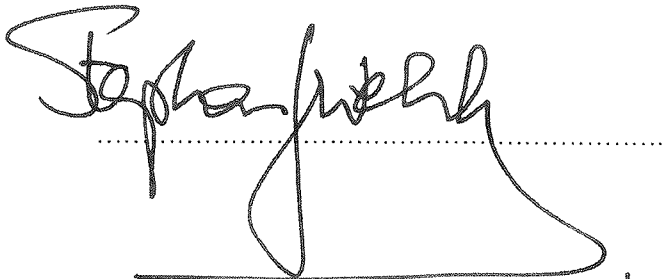
**Signed:**



**Secretary:**

.....

**Chair:**



29 June 2016.



Homes &  
Communities  
Agency

The social housing regulator

**THE REGULATOR OF SOCIAL HOUSING (the Regulator)**

**In the matter of the Housing and Regeneration Act 2008**

In the matter of **SOUTHWARK AND LONDON DIOCESAN HOUSING ASSOCIATION LIMITED** a Registered Society registered under the Co-operative and Community Benefit Society Act 2014, whose registered office is at **Trinity House 4 Chapel Court London SE1 1HW**

**WHEREAS**

- **SOUTHWARK AND LONDON DIOCESAN HOUSING ASSOCIATION LIMITED** ("the Transferor") is a non-profit private registered provider within the meaning of Section 80 (3) of the Housing and Regeneration Act 2008. It wishes to transfer its engagements to the Transferee, as is permitted by the Co-operative and Community Benefit Society Act 2014, section 110. The resolution to take that step may only be registered if it has the consent of the Regulator.
- **AMICUSHORIZON LIMITED** ("the Transferee") is the registered society to which the Transferor intends to transfer its engagements.

The Regulator of Social Housing BY THIS ORDER pursuant to its powers under Section 163(2)(a) of the Housing and Regeneration Act 2008 HEREBY CONSENTS to the passing of a resolution by the Transferor for the purpose of restructuring by way of transfer of engagements from the Transferor to the Transferee.

BY ORDER OF THE REGULATOR OF SOCIAL HOUSING in witness whereof the COMMON SEAL was hereto affixed this 12<sup>TH</sup> day of JULY 2016.

Authorised Signatory

Seal No

C57891



Arpley House, 110 Birchwood Boulevard, Birchwood, Warrington, WA3 7QH





## Mutual Societies Application Form

### Transfer of engagements

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

Southwark and London Diocesan Housing Association 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

**[mutual.societies@fca.org.uk](mailto:mutual.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	16905R
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Name of accepting society, credit union or company	AmicusHorizon Limited
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Register number of accepting society or credit union, or company number	30786R
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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:

1 <sup>st</sup> August 2016
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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 ▶ You must attach a copy of their consent if required for the transfer of engagements to proceed

☒ Consent attached

- 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.

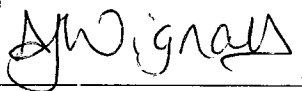
☐ Yes

**Signatures**

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

Signature	
Contact Telephone	020 7089 1370
Date (this is the date when this form was completed)	29-june-2016

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

Signature	
Contact Telephone	01795 434250
Date (this is the date when this form was completed)	5/7/16.

2

## Statutory declaration by the transferring society or credit union

## Declaration

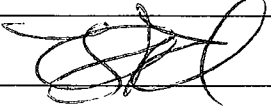
- 2.1 An officer of the transferring society or credit union must sign below in front of a solicitor, a commissioner for oaths, notary public or justice of the peace

I,

Name	JONATHAN CARD
Of	SOUTHWARK + LONDON DIOCESEAN HOUSING ASSOCIATION
Position held	COMPANY SECRETARY

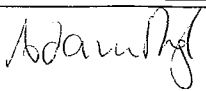
do solemnly and sincerely declare that, in passing the special resolution, the provisions of the applicable legislation have been complied with.

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	29-6-2016

## This was declared before me:

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

Name	ADAM DILL
Declared at	ANTHONY GOB SOLICITORS LONDON SE1 2RN.
Signature	
Date	29/06/2016



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

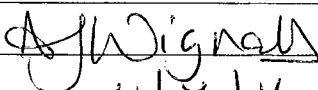
- 3.1 An officer of the accepting society, credit union or company must sign below in front of a solicitor, a commissioner for oaths, notary public or justice of the peace

I,

Name	AUSON WIGNAU
of	AMICUS HORIZON LIMITED
Position held	HEAD OF GOVERNANCE COMPANY SECRETARY

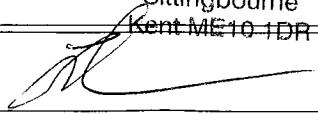
do solemnly and sincerely declare that the accepting society, credit union or company has undertaken to fulfil the engagements of the transferring society or credit union.

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	11/7/16

**This was declared before me:**

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

Name	SIMON ROBERT DAVID LEVACK
Declared at	Ratcliffes Solicitors 22 Park Road Sittingbourne Kent ME10 1DR
Signature	
Date	11.7.16