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<u>Minutes of the Annual General Meeting</u>
<u>of Moorhaven Village Management Company Limited</u>
<u>held on Monday 13th June 2011 at Bittaford Methodist Hall</u>

Elayne Hoskin took the Chair and welcomed the Shareholders to the meeting. She then introduced the other present Directors and the Administrator to the floor.

In attendance: - James and Lesley Abraham, David and Trudi Bell, Jutta Berger, Sarah Bridge, Bruce and Donna Buckley, Steve and Daphne Carpenter, Anthony Cobbold, John Collinson, Kevin Crawley, Kieron Crawley, Bob D'Silva, Alison Dewynter, Kathy Fricker, Nick and Gillian Gant, Anya Gilroy, Peter and Ann Glanville, Elayne Hoskin, David and Fiona Ion, Sue Joselyn, Adam Keay, Bob Kirkpatrick, Phil and Donna Laws, Clinton Lloyd, Malcolm McGuire, Billy McKenna, Jonathan Mathys, John Meehan, Matt and Sally Morgan, Margaret Nathan, Stuart Newberry, Sarah Norris, Mike and Rosemary O'Donnell, Andrea Peacock, Tim Pettifer, Steve Potter, John and Pat Reynolds, Jeff Richards, Gill Ricketts, Matthew Roe, Monty and Chris Rogers, Helen Ryder, Paul Sice, Adrian Smart, Bill Stiven, Philip Ward and Cath Atkins, Steve Webber and Sally Wordsworth, Dave Whiteley and Jane Hughes (47 households were represented in person at the meeting and several proxies had been registered prior to the meeting in accordance with the documentation circulated).

<u>Apologies</u>
The following Shareholders had registered their apologies: - John and Sharon Barclay, Bernhard Berger, Alison Bradley, Lisa Brodribb, Alma Coates, Claire Collinson, Jonathan Cope and Helen Frow, Jill Crawley, Sharon Crawley, Margaret D'Silva, Sarah Dobbyn, Oliver and Lisl Figgis, Martin Fricker, Stuart Gilroy, Teresa Grose, Heather Hanrott, Jon and Elaine Hodge, Ursula Johns, Lisa Keay, Andrew and Sarah Kelly, Joan Kirkpatrick, Jane McGuire, Elizabeth McLaughlin, Jon May and Jackie Andrade, Richard Mears, Karen Murphy, Peter Nathan, Mike and Margaret Oakshott, Simon and Sally Page, Paul Penrose, Annette Pettifer, Ross and Catherine Preston, Gail Rees, Simon Ricketts, Charlotte Roe, David and Pat Roe, Jason Ryder, Richard and Victoria Stevenson, Karen Stiven, Alison Weaving, Bill and Tricia Webb

Elayne explained that all votes at this year's AGM would be taken using voting forms as this should simplify the counting process and ensure a more accurate result. All Shareholders had been issued with the relevant voting papers on signing to confirm their attendance at the meeting.

It was clarified that it was not mandatory for any Shareholder, except those who hold more than one vote, to complete their name on the papers; however, this would enable the counters to identify the Shareholder in the event of a spoiled paper so was encouraged.

	Elayne asked for a show of hands to approve this change in procedure: - The motion appeared to be unanimously carried.
1	<u>To Receive and Approve the Minutes of the AGM held on 22nd November 2010</u> The meeting proposed that the Minutes of the previous meeting be approved:- Proposed by: - Steve Webber Seconded by: - John Meehan Votes for: - 84 Votes against: - 0 Abstentions: - 0 The minutes were duly signed by The Chairman.
2	<u>To Receive the Director's Report and Statement of Accounts for the Year Ended 31st December 2010 (previously circulated to Shareholders)</u> No questions had been logged prior to the meeting but the Chairman asked if anyone would like to raise any comments before she asked for a Proposer and Seconder. Bob D'Silva queried the reason why service charges were increasing by more than the rate of inflation. EH advised that expenditure was carefully monitored by the Board and that costs were challenged on a regular basis. The major expense to the Company, the grounds maintenance contract, had been agreed to rise by RPI each year however, some expenses the Company had little control over the cost i.e. electricity and street lighting. Proposed by: - John Clarke Seconded by: - Phil Ward Votes for: - 83 Votes against: - 0 Abstentions: - 2
3	<u>To Re-elect Hatton Chartered Accountants as Accountants for the Company and to Authorise the Directors to set their Remuneration</u> Proposed by: - Donna Laws Seconded by: - Sally Wordsworth Votes for: - 84 Votes against: - 0 Abstentions: - 1
4	<u>To Elect Directors in Accordance with Nominations Received</u> Elayne Hoskin introduced the candidates to the floor and invited each to make a statement about their nomination. The position regarding last year's co-options to the Board was also explained to the floor.

	<u>Kieron Crawley</u> Proposed by: - Elayne Hoskin Seconded by: - Helen Ryder Votes for: - 50 Votes against: - 31 Abstentions: - 4 <u>Kathy Fricker</u> Proposed by: - Pauline Freeman Seconded by: - Elayne Hoskin Votes for: - 76 Votes against: - 2 Abstentions: - 6 <u>Sally Morgan</u> Proposed by: - Jane McGuire Seconded by: - Jonathan Mathys Votes for: - 58 Votes against: - 11 Abstentions: - 15 <u>William Stiven</u> Proposed by: - Elayne Hoskin Seconded by: - Helen Ryder Votes for: - 44 Votes against: - 36 Abstentions: - 6 Elayne Hoskin advised that Kieron Crawley, Kathy Fricker and Sally Morgan were duly elected to the Board and that Bill Stiven had been unsuccessful of this occasion.
5	To consider and vote upon the Shareholder's Resolution tabled to the Company by Jonathan Mathys, as follows: - **PROPOSED AMENDMENT TO MEMORANDUM AND ARTICLES OF ASSOCIATION OF MOORHAVEN VILLAGE MANAGEMENT COMPANY** This Shareholder's Resolution proposes that: • Directors cannot, without majority approval of Shareholders at AGM or EGM: • Sell, lease or otherwise dispose of the Company Land • Allow boundaries of the Company Land to be moved • Release any covenant having monetary value • Directors must disclose to Shareholders at AGM details of all transactions and any proposed actions under heading of clause 1 above.

	Following a lengthy discussion, Sally Wordworth suggested that if the Board would agree to prepare a resolution, in the spirit of the currently tabled resolution, then maybe Mr. Mathys may agree to withdraw the proposal from this meeting. Elayne Hoskin confirmed that this would be acceptable to the Board and Mr Mathys agreed to withdraw the resolution.
6	<u>To Consider and, if Appropriate, Vote of any Item of Business of which Separate and Lawful Notice is Given.</u> There being no other business for which separate and lawful notice had been given the meeting was drawn to a close. As no further business had been proposed for this AGM the meeting closed at 8.55pm Elayne Hoskin advised that it would not now be appropriate to hold an Open Forum as the AGM had overrun by a considerable time; an alternative date will be arranged in due course.