



NOCTON PARK MANAGEMENT LTD

Helping to make Nocton Park a better community!

61 Bridge Street, Kington, HR5 3DJ | Email: enquiries@noctonpark.co.uk | Company Number: 02335481

PLEASE FIND BELOW THE NOTIFICATION
AND INVITATION TO THE SHAREHOLDERS OF
NPML OF THE 2022 AGM ON THE 24 OCTOBER
2022 AT 7PM AT THE NOCTON HUB.

WHILST ALL THE COMMUNITY OF NOCTON
PARK IS WELCOME TO ATTEND PLEASE
NOTE ONLY THE SHAREHOLDERS ARE
ELIGIBLE TO VOTE.

THANK YOU.



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Dear Shareholder of Nocton Park Management Ltd,

30 August 2022

The Board of Directors of Nocton Park Management Ltd wish to formally give notice that an ANNUAL GENERAL MEETING (AGM) of Nocton Park Management Ltd will be held on Monday, 24 October 2022 at 7pm at the Nocton Hub, Main Street, Nocton.

A) Updates by the Board:

The following will be updates by the Board of Directors for the note of the shareholders and will be detailed further in an attached report for the shareholders perusal. These items do not need to be voted upon as they are updates not motions.

- a) Contractor for the grass cutting and arboricultural work
- b) Managing Agent
- c) Accountants
- d) Debt position and management
- e) Interaction with Peter Sowerby Developments

B) Motions and ordinary resolutions proposed:

The following points will be put forward for discussion and formal vote as ordinary resolutions. A simple majority of the attending shareholders (or received proxies) are needed to pass each resolution:

1. Minutes of the Extraordinary General Meeting

This was held on the 28 September 2021 at the MAC Leisure Centre - copy enclosed. These will be read out and signed by the Chair of the Board of Directors upon agreement by the shareholders.

2. Formal accounts and Directors Report for 2021

A copy of the Directors Report and Unaudited Financial Statements for the y/e 31 December 2021 are enclosed.

3. Conditional support of any planning permission submitted by Peter Sowerby Developments in regard to the plot of land near Wegberg Road and Steamer Point Road (commonly referred to as plot 72a)

The Board would like to invite the community to fully consider if they wish the Board of NPML to support any planning application by Peter Sowerby Developments on the area of land commonly known as plot 72a. The motion that the Board wish to put to the shareholders for consideration:

Should the Board of NPML support a planning application by PS Developments (as long as the building was considered in line with other nearby housing) for the plot of land commonly known as plot 72a as long as a firm (and time commitment) was given for the finishing of the roads and other infrastructure by PS Developments as clearly stated by the Board?

The Board feel that this will allow the community a proper opportunity to discuss the issues (as a community as a whole) and while NPML would not be a formal consultee in any planning permission applications, should the shareholders support the motion then the Board would write to the planning team to express their support.



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But the support would be conditional on the fact that all the necessary roadwork, street infrastructure and other work is completed within a set deadline (irrespective of completion of any building of any properties) to which PS Developments would be expected to agree formally and contractually.

Overall the Board on behalf of the community want the roadway and street infrastructure to be completed for the better of the village and for PS Developments to complete its obligations.

4. Estate Management Charge Debt Management Policy

The Board wish to put to the shareholders a formal policy that will provide a firm framework to which the Board of Directors (and the community) can be fully aware when decisions are made in regard to any properties who fail to fully honour their contractual commitments the property owner agreed to when purchasing their property or lease.

This is to address the historical (and recent) issue of some properties not paying their full contractual obligation to which the Board have had to use NPML resources in ensuring that these obligations are met - either through added administration, legal and court costs.

The policy for consideration is enclosed.

5. Election / Re-election of Directors of NPML

The company are required under Table A of the Companies Act 1985 (Appointment and Retirement of Directors) to follow certain rules regarding the appointment of Directors. Any Shareholder wishing to propose any person for election as a Director at the AGM please notify our Managing Agent (Mr S Baxter of SR Baxter Business Consulting - address of 20 Stable Way, Kingswood, Hull, HU7 3FA or at enquiries@noctonpark.co.uk) by **30th September 2022** with the following details of the person they are proposing:

- name and any former name
- a service address (which may be stated to be “the company’s registered office”)
- the country or state or part of the United Kingdom where he or she is usual resident
- business occupation (if any)
- full date of birth

The Board asks that any person wishing to stand for election as a Director if they could provide a brief statement about themselves to include their experience, what they could bring to the role and their viewpoints and hopes for Nocton Park for their viewpoint on the communication with the community and stakeholders and how they would to promote the success of NPML. This statement should be sent to enquiries@noctonpark.co.uk.

This would allow the shareholders of NPML to be fully briefed on each prospective candidate for the Board of NPML and how they could serve the community - before each shareholder then considers how to vote for each candidate.

Note all prospective directors must be aware:

Please note that there are criteria as quoted in the Companies Director Disqualification Act 1986 which prohibits some persons being a director of a company should they fulfil one of more of the stated ineligibility criteria. The Board will provide further details if required.

Proposals received after the 30 September 2022 will not be considered for election at the AGM. All Shareholders will be notified of the persons wishing to stand for election not less than seven clear days before the AGM.



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C) The Board wish the shareholders to note the following:

COMPANIES (TABLES A TO F) (AMENDMENT) REGULATIONS 1985 AS AMENDED BY- SI 1985/1052 TABLE A (57) - *“...No Member shall vote at any general meeting or at any separate meeting of the holders of any class of shares in the company, either in person or by proxy, in respect of any share held by him unless all moneys presently payable by him in respect of that share have been paid...”*.

That means that any shareholder who owes any contractual obligations through the covenant on their property (specifically the Estate Management Charge) that has not been agreed by the Board then the shareholder will not be entitled to vote for any motion or resolution until the full amount is paid. This does not prohibit shareholders (who pay their EMC by a regular monthly payment) as this is formally agreed by the Board.

The Board wish the shareholders to note that the formal Agenda and full details of how to make the Board aware if any shareholder wishes to use a proxy vote (in the prescribed manner) for any motion or resolution will be sent in early October 2022.

If any shareholder wishes for any clarification on the AGM details, the motions or the resolutions, or the attached documentation the Board ask that they contact Managing Agent on the contact details stated above.

Yours faithfully,

Alison Cooke

Mrs Alison Cooke

Chair of the Board of Directors

Nocton Park Management Limited