



Brighton and Hove Integrated Care Service

Minutes of a General Meeting held at BICS, 177 Preston Rd, Brighton BN1 6AG

On Wednesday 18th May 2016 commencing at 13:55 hrs

All papers were circulated to all shareholders prior to the meeting.

Present – Shareholders

Craig Milne (Chair)	Peter Devlin	Benedikt Loffler
Jan Austera	Michelle Eades	Ruaidhri Lumsden
Sarah Anderson	Mike Ecclestone	Phoebe Munson
Giorgina Bainbridge	Scott Ferguson	Tegan O’Keefe
Christa Beesley	Zoe Nicholson	Jon Ota
Imene Benmoulai	Andrew Foreman	Carmen Richardson
Julie Bird	Andrew Friend	Matthew Riley
Jeremy Brown	Justine Batson	Jonathan Serjeant
Antony Clark	Kerry Few	Paul Deffley
Lindsay Coleman	Christian Fraser	Marina Asaad
Helen Curr	Henry Dearlove	Marion Rowkins
Gillian Howson	Carla Gilfoyle	Paul Macauley
Josephine Howe	Briony Jefferies	Avni Patel
Julia Knox	Tina Livingstone	Naz Khan
Nina Graham	John Rogers	Melanie Teulet

In Attendance

Hamza Drabu, DAC Beachcroft

Mark Cannon, Director of Primary Care Development, BICS

1/3 Chair's Welcome

The Chair opened the meeting and welcomed all attendees.

2/3 Developing options for supporting the Federation Working Group in Brighton and Hove.

There was produced to the meeting a paper prepared by DAC Beachcroft (legal advisor) providing options for federating and the implications of these options. The paper had been circulated prior to the meeting. Mr Hamza Drabu of DAC Beachcroft presented the options and answered questions. The meeting was advised that Mark Cannon (Director of Primary Care, BICS) and Michelle Eades (Director of Business Development, BICS) would continue to work with the Federating Working Group on options 1, 2 and 3 and would clarify questions that had been asked at the meeting and ensure members were fully briefed as this work progressed.

3/3 Special Resolution for Share Issue

There was produced to the meeting a written resolution of the Company in general meeting prepared in accordance with section 288 of the Companies Act 2006. It was noted that the written resolution resolved that the name of the Company be changed to Care Unbound Limited. The resolution was supported by a briefing paper providing context and background to the planned change. The meeting to discuss this resolution was called 28 days in advance providing notice of a special resolution. The resolution and supporting paper had been circulated to shareholders 7 days prior to the meeting.

The Chair noted that the total number of votes in favour of the resolution (including twenty (20) proxy votes) was fifty five (55) and that the total number of votes against the resolution (including 7 proxy votes) was twelve (12) .

The resolution was therefore passed showing a majority vote of 82.08% in support of the resolution including all proxy votes.

There was no other business and the meeting closed at 14:15

Signed:

Name: Craig Milne (Chair)

Date:

I agree the above as an accurate record of the meeting held.