

<< C  
(Company number >>)  
LIMITED  
Registration No. >>)

Minutes of a general meeting of the Company Name >> Limited (Company)  
held at << Location >> on << Date >>

PRESENT:	NAME	POSITION
	<< Name >>	Director
	[Director]	[Director]
	[Director]	[Director] [Secretary]
[IN ATTENDANCE:]		
[APOLOGIES FOR ABSENCE RECEIVED FROM:]		

The Chairman declared the meeting open.

The Chairman stated that an off-market purchase of its own shares is permissible pursuant to section 690 of the Companies Act 2006, such purchase is approved by ordinary resolution. The Chairman stated that pursuant to section 709 of the Companies Act 2006, such purchase is permitted to be made out of capital, provided that such payment is supported by a Directors' Statement and an auditor's report in accordance with section 714 of the Companies Act 2006.

There was produced to the meeting a copy of the proposed Contract to Purchase and the requirements of section 694 of the Companies Act 2006. The Contract to Purchase was made available to the shareholders of the Company and the Ordinary Resolution and the Special Resolution and throughout the meeting. The Chairman also produced to the meeting a copy of the Directors' Statement and auditor's report in accordance with the requirements of section 714 of the Companies Act 2006.

**Ordinary Resolution**

That the Company be authorised pursuant to section 690 of the Companies Act 2006 to make an off-market purchase of its own shares with a proposed contract to purchase in the form attached to these minutes and identified by the signatories for the purpose of identification of Vendor(s) >> in respect of << number >> ordinary shares of the Company for the sum of << amount >> that any one director for the time being authorised to enter into the contract on behalf of the Company thereunder.

**Special Resolution**

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That, on the basis of the  
hereto, the consideration  
the terms of the contract  
hereby authorised in accordance  
consist of a payment of

and auditor's report annexed  
the company's shares pursuant to  
any resolution above be and is  
6 of the Companies Act 2006 to

It was proposed by << Name >>, s  
[unanimously agreed by those present  
their duly appointed proxies) who,  
resolutions should be passed.

and on a show of hands  
less than 75% of the members (or  
voted at the meeting] that the

There was no further business and  
closed at << Time >>.

declared that the meeting was

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