<<C (Company nur

TED tration No. >>)

[Minutes of a meeting of the board Company Name >>Limited (Comp

ng of the board ions of thesole director] of << >> Limited (Comp >> on << Date >> at << Time >>.

PRESENT:	1
	<
	[
	[
[IN ATTENDANCE:]	
[APOLOGIES FOR ABSENCE RECEIVED FROM:]	

	POSITION
	Director
	[Director]
	[Director][Secretary]
_	

[1. CHAIRMAN]

[It was resolved that << Name >> Name >> took the chair of the mee

[2. NOTICE AND QUORUM]

The chairman reported that suffic quorum was present. The chairma

[3. DECLARATIONS OF INTERES

[Each director present at the meet have any] direct or indirect interes at the meeting which they were re-2006 and the Company's articles of

4. BUSINESS [OF THE MEETING

The [chairman]OR[sole director] n pursuant to section 690 of the Cor approved by ordinaryresolution. It Companies Act 2006, such purcha provided that such payment is sup accordance with section 714 of the

rman of the Company and <<

had been duly given and that a

y]OR[confirmed that they did not ments that were to be considered tion 177 of the Companies Act

ECTOR]

f own shares is permissible ed that the contract to purchase is ursuant to section 709 of the ermitted to be made out of capital, atement and an auditor's report in approved by special resolution.

any only has one director because



¹Paragraphs 1 to 3 and paragraph 9 a there will not be a meeting.

5. DOCUMENTS PRODUCED TO

The following documents were pro

- (a) Draft contractbetween of respect of the sale to a ordinary shares of << n sum of £<< amount >>
- (b) Draft [written]ordinaryre ([Written]Ordinary Res

"That the Company Companies Act 200 off-market purchase to purchase in the f purpose of identificaname of Vendor(s) Company of << nur the capital of the Cohereby approved an authorised to enter obligations of the C

(c) Draft [written] special re ([Written]Special Resol

> "That, on the basis hereto, the conside to the terms of the d is hereby authorised 2006 to consist of a

6. RESOLUTIONS

After consideration of the matters WAS RESOLVED:

- (a) to approve the docu
- (b) to recommend the produced to the me
- (c) that the Directors w
 Company and, havi
 more than 3 months
 prepare and sign th
 Companies Act 200
 which the Ordinary
 passed]OR[on the
 Special Resolution

E SOLE DIRECTOR]

<< name of Vendor(s) >> in company of << number >> the capital of the Company for the

of the Company

sed pursuant to section 690 of the ticles of Association to make an ordance with a proposed contract initialled by the signatories for the n (1) the Company and (2) << to and the purchase by the of << nominal value >> each in << amount >>, which contract is or the time being is hereby If of the Company and to fulfil all

of the Company

nt and auditor's report annexed the Company's shares pursuant eordinary resolution above be and tion 716 of the Companies Act

(1) of the Companies Act 2006, IT

graph 5 above.

off-market purchase out of capital draft Contract to Purchase

b the affairs and prospects of the ts of the Company that were not issible capital payment and equired under section 714 of the none week before the meeting at Resolution are to be dinary Resolution and Written igible member of the Company];

- (d) to instruct the audit Statement, address Company's state of permissible capital determined in accor 2006 and that he is expressed by the dimentioned therein in
- (e) to instruct the [the (general meeting by is made available for which the Ordinary ensure that the Corrauditor's report are Written Ordinary Remember of the Com the Contract to Puro the purpose of cons form then also prod chairman and appro

7. ADJOURNMENT

- (a) [The meeting was]OR[meeting of the compan Resolutionpassed]OR[Resolutioncould be ser
- (b) [The meeting was reconoted after the events in Resolution and Special Written Ordinary Resolution The Contract to Purchau and the Vendor(s) (as of

8. FILING AND OTHER REQUIRE

The [chairman]OR[sole director] in

- (a) arrange for the [Writter 15 days together with the state of the control of th
- (b) to arrange for the public either to publish a notio of the Company's credi
- (c) complete and submit as Customs Stamp Office
- (d) once HMRC has issued together with Form SHO purchase of own shares

be annexed to the Directors' g that he has inquired into the specified in the statement as the question is in his view properly to 712 of the Companies Act indicate that the opinion tas to any of the matters circumstances:

< Name >>to EITHER[convene a copy of the Contract to Purchase 5 days before the meeting at Resolutionare to be passed and rectors' Statement and the eeting itself]OR[circulate the ecial Resolutionto every eligible auditors together with a copy of ement and the auditor's report] for , passing the resolutions in the of identification initialled by the

hed so that **EITHER**[a general Drdinary Resolution and Special olution and Written Special er of the Company and passed].

an reported]OR[The sole director nat EITHER[the Ordinary sed in general meeting]OR[the Resolutionhad been passed]. ehalf of the Company by a director Purchase).

Secretary]OR<< Name >> to:

e filed at Companies House within and the auditor's report;

rescribed form in the Gazette and or or give notice in writing to each

rm SH03 to HM Revenue & stamp duty;

nent of stamp duty, send this letter within 28 days of the date of

- (e) arrange for a copy of th at the Company's regis own shares;
- (f) arrange for copies of th for inspection for 5 wee Resolution; and
- (g) complete and file Form House within 28 days of

[9. CLOSE

There was no further business and closed.]

[Chairman]OR[Director]

S

o be kept available for inspection from the date of the purchase of

nd auditor's report to be available assing of the [Written]Special

ation of Shares) at Companies ares.

declared that the meeting was