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tration No.>>)

[Minutes of a meeting of the board of directors or resolutions of the sole director] of
<<Company Name>> Limited (Company No. <<Company Number>>) on <<Date>> at <<Time>>.

PRESENT:		POSITION
		Director
		[Director]
		[Director] [Secretary]
[IN ATTENDANCE:]		
[APOLOGIES FOR ABSENCE RECEIVED FROM:]		

[1. CHAIRMAN]

[It was resolved that <<Name>> was appointed Chairman of the Company and
<<Name>> took the chair of the meeting.]

[2. NOTICE AND QUORUM]

[The chairman reported that sufficient notice had been duly given and that a
quorum was present. The chairman then declared the meeting was open.]

[3. DECLARATIONS OF INTERESTS]

[Each director present at the meeting declared that they did not have any] **OR** [confirmed that they did not have any] direct or indirect interests in the Company or in any of the matters to be considered at the meeting which they were required to declare under section 177 of the Companies Act 2006 and the Company's articles of association.]

4. BUSINESS [OF THE MEETING] [RESOLUTIONS] [DIRECTOR]

The [chairman] **OR** [sole director] reported that the business of the meeting was to [exercise the Company's option to redeem certain shares] **OR** [approve the exercise of the holder's option to redeem certain shares] out of capital. It was noted that the Company's articles of association permitted the Company to redeem its own shares and that the proposed redemption of own shares was supported by a Directors' Resolution.

¹ Paragraphs 1 to 3 and 9 are not required if there is only one director because there will not be a meeting.

Statement and an auditor's report and approved by special resolution in accordance with section 714 of the Companies Act 2006

5. DOCUMENTS PRODUCED TO THE DIRECTOR [to] THE SOLE DIRECTOR]

The following documents were produced:

- (a) Notices exercising the option to redeem shares: [to] the following holders of

Name of Holder	Number of Shares	Value £
<< >>	<< >>	<< >>
<< >>	<< >>	<< >>
<< >>	<< >>	<< >>
<< >>	<< >>	<< >>

- (b) Draft [written] special resolution of the Company ([Written] Resolution) which states:

1. That, on the basis of the Statement and auditor's report annexed hereto, the consideration of << amount >> redeemable shares in the manner specified in the company's articles of association be and is hereby authorised in accordance with section 716 of the Companies Act 2006 to consist of:

6. RESOLUTIONS

After consideration of the matters referred to in paragraph (1) of the Companies Act 2006, IT WAS RESOLVED:

- (a) to approve the documents set out in paragraph 5 above.
- (b) that the Directors will, in connection with the affairs and prospects of the Company and, having regard to the interests of the Company that were not payable by way of permissible capital payment and required under section 714 of the Companies Act 2006, to prepare and sign the Written Resolution within one week before the meeting at which the Resolution is circulated, on the date when the Written Resolution is circulated to the members of the Company];
- (c) to instruct the auditor to be annexed to the Directors' Statement, address the question that he has inquired into the company's state of affairs as specified in the statement as the question is in his view properly determined in accordance with section 712 of the Companies Act 2006 and that he is to indicate that the opinion expressed by the director as to any of the matters mentioned therein is correct in all the circumstances;

(d) to instruct the [the C
a general meeting b
auditor's report are
Written Resolution
Company's auditors
auditor's report] for
special resolution in
initialled by the cha

<<Name>> to **EITHER** [convene the Directors' Statement and the meeting itself] **OR** [circulate the of the Company and the the Directors' Statement and the ng and, if thought fit, passing the the purpose of identification

(e) subject to the passage of time, no later than 7 weeks after the date of the redemption, the holder may exercise the redemption right in whole or in part; and

ution, no earlier than 5 weeks and exercise the Company's option to paragraph 5] **OR** [approve the redeemable shares referred to in and at the price set out in paragraph

(f) [to instruct the [the
exercising the optio
paragraph 5 to the
to each holder.]

<<Name>> to submit notices
able shares referred to in
together with the consideration due

7. ADJOURNMENT

(a) [The meeting was] **OR** meeting of the company. Written Resolution could be passed].

turned so that **EITHER** [a general Resolution passed] **OR** [the member of the Company and

(b) [The meeting was reconvened and the director noted after the Resolution had been passed].

an reported] **OR** [The sole
above] that **EITHER** [the
] **OR** [the Written Resolution had

8. FILING

The [chairman] **OR** [sole director]

Secretary] **OR** <<Name>> to:

(a) arrange for the [Written] days together with the [Written]

at Companies House within 15
the auditor's report;

(b) to arrange for the publication of a notice, either to publish a notice in a newspaper or to publish a notice of the company's credit rating in a newspaper.

prescribed form in the Gazette and
er or give notice in writing to each

(c) arrange for copies of the report to be made available for inspection for 5 weeks after the date of the report and

and auditor's report to be available
passing of the [Written] Resolution:

(d) complete and file Form
redemption of shares.

Use within one month of the

[9. CLOSE

There was no further business and
closed.]

declared that the meeting was

.....
[Chairman] **OR** [Director]

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