

<<C
(Company nu
TED
tration No.>>)

[Minutes of a meeting of the bo
<<Company Name>> Limited (t
<<Time>>.
resolution of the sole director] of
<<Location>> on <<Date>> at

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

[1. CHAIRMAN

It was resolved that <<Name>>
<<Name>> took the chair of the m
chairman of the Company and

[2. NOTICE AND QUORUM

The chairman reported that suffic
quorum was present. The chairma
g had been duly given and that a
ing was open.]

[3. DECLARATIONS OF INTERE

Each director present at the meeti
have any] direct or indirect interes
at the meeting which they were n
2006 and the Company's articles o
y] OR [confirmed that they did not
ements that were to be considered
ection 177 of the Companies Act

4. BUSINESS OF THE MEETING

[The Chairman/<< name of releva
into a loan agreement dated <<in
<<name of Borrower>> <<insert re
ed that the Company had entered
der which the Company had lent
> (the "Loan Agreement").

As of <<insert relevant date>>
Remaining Loan") is still outstandi
unt of outstanding loan>> ("the
ment.

¹ Paragraphs 1 to 3 and 6 are not req
be a meeting.
as one director because there will not

[The Chairman/<< name of relevant person >>] reported that the business of the meeting was to approve the Company's Deed of Release and waiver of the Remaining Loan ("Deed of Release").

reported that the business of the meeting was to approve the Company's Deed of Release and waiver of the Remaining Loan ("Deed of Release").

The following documents were the subject of the meeting:

1. A copy of the Loan Agreement
2. A draft form of the Deed of Release

5. RESOLUTION

After consideration of the matters referred to above and after noting that there is no prohibition in the Company's Articles of Association², IT WAS RESOLVED that the Deed of Release and the transaction contemplated therein be and is entered into by the Company in accordance with and not in contravention of the Company's Articles of Association and that << Name or Names >> be authorised to execute the Deed of Release on behalf of the Company.

72(1) of the Companies Act 2006, and any provision in the Company's Articles of Association to the contrary notwithstanding, the Deed of Release and the transaction contemplated therein be and is entered into by the Company in accordance with and not in contravention of the Company's Articles of Association and that << Name or Names >> be authorised to execute the Deed of Release on behalf of the Company.

[6. CLOSE

There was no further business to be dealt with at the meeting and the Chairman declared that the meeting was closed.]

.....
[Chairman] OR [Sole Director]

² Generally the write off of a debt does not require the approval of the directors of the association must be checked for anything to do with their Companies Act 2006 duties to provide for the write off a debt owing to them and which is not in the best interests of the company.

approval. However the articles of association the directors will need to consider the best interests of the company when making any decision to write off a debt owing to them and which is not in the best interests of the company.