

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

[Minutes of a meeting of the board of directors / resolutions of the sole director] of  
<<Company Name>> Limited (the "Company") at <<Location>> on <<Date>> at  
<<Time>>.

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

**[1. CHAIRMAN**

It was resolved that <<Name>> 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 confirmed that the meeting was open.]

**[3. DECLARATIONS OF INTEREST**

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 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. RE-CLASSIFICATION OF SHARES**

For the purposes of section 636 of the Companies Act 2006, << number >> << name of  
share >> of << number >> << name of company >> of << number >> << name of company >>  
shares before re-classification >> << number >> << name of company >> of << number >> << name of company >>  
shares before re-classification >> each in the capital of << number >> << name of company >> of << number >> << name of company >>  
number following re-classification >> << number >> << name of company >> of << number >> << name of company >>  
of << nominal amount following re-classification >> << number >> << name of company >> of << number >> << name of company >>  
of << nominal amount following re-classification >> Shares

**5. DOCUMENT PRODUCED TO THE COMPANY**

<sup>1</sup> Paragraphs 1 to 3 and 10 are not relevant if the Company has one director because there will not be a meeting.

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The following document was produced

A draft [written resolution OR resolution]:

**Ordinary Resolution**

For the purposes of section 636 of the Companies Act 2006, << number >> << name of shares before re-designation >> Shares of << nominal amount of share before re-designation >> << number >> each in the capital of the Company have been re-designated as << number >> << name of share before re-designation >> Shares of << nominal amount following re-designation >>

**6. ORDINARY RESOLUTION**

It was resolved to instruct the [the chairman] OR [sole director] to [send the ordinary resolution to the eligible members of the Company in written resolution] OR [convene a general meeting on short notice for the purpose of passing the relevant resolution] in the form of the attached resolution and approved.

**7. ADJOURNMENT**

The meeting was adjourned so that a general meeting could be held] and the relevant resolution could be sent as a written resolution to the eligible members of the Company.

The meeting was reconvened when the ordinary resolution had been passed [as a written resolution].

**8. FILING**

The [chairman] OR [sole director] to file Form SH08 (Notice of name or other particulars) at Companies House within one month.

**9. REGISTER OF MEMBERS**

The chairman OR [sole director] to update the register of members to reflect the re-designation of the shares and issue new share certificates and cancel old share certificates as necessary to reflect the new share re-designation.

**[10. CLOSE**

There was no further business and the meeting was closed. ]

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

<sup>2</sup> If the re-designation requires an alteration to the articles of association, please see [Board Minutes](#)

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meeting containing the following

6, << number >> << name of  
ount of share before re-designation  
e-designated as << number  
e-designation >> Shares of <<

R <<Name>> to [send the ordinary  
written resolution] OR [convene a  
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a general meeting of the company

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Secretary] OR <<Name>> to file  
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