

<<Company Name>> Limited
(Company number <<Company Number>>)

[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>> 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 open.

[3. DECLARATIONS OF INTERESTS]

Each director present at the meeting declared that he / she / it [did not] OR [confirmed that they did not have any] direct or indirect interests in any transactions or arrangements that were 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. PURPOSE OF THE MEETING]

The Chairman declared that, the directors were of the opinion upon full inquiry into the affairs of the Company that it would be prudent to call a meeting of the Company at which to consider the proposed voluntary liquidation of the Company.

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Paragraphs 1 to 4 and 9 are not relevant because there will not be a meeting.

has one director who is not resigning

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Insolvency Act 1986.]

5. DOCUMENT [PRODUCED TO DIRECTOR]

The following document was [prod

a) Draft notice of a general m

Special resolution

1. THAT it has been p
cannot, by reason of its liab
wind up the same, and acc

Ordinary resolution

2. THAT, subject to and in accordance with the provisions referred to at paragraph 1 a) of the Liquidation Agreement, the Firm>> ("the Liquidator") be and shall be responsible for winding up the Company.

6. BOARD RESOLUTIONS

After consideration of the matters
WAS RESOLVED:

- a) THAT it would be in the best interests of the company to proceed with a voluntary liquidation;
- b) THAT the draft notice of general meeting of the company to be held for the purpose of appointing a liquidator **OR** <<Name>> be instructed to consider and, if thought fit, to approve the draft notice therein and for the purpose of appointing a liquidator;
- c) THAT, on the condition that <<Name>> be appointed as liquidator, the Secretary] **OR** <<Name>> be appointed as liquidator in the Gazette with effect from the date of the meeting;
- d) THAT, on the condition that <<Name>> be appointed as liquidator, the meeting be held in the 14 days after payment of the dividend has been sent to the creditors at least 14 days before the meeting, to prepare a statement of affairs of the company and to appoint a liquidator, <<Name>> of Director>> to attend and

7. ADJOURNMENT

- (a) [The meeting was] OR the company could be
- (b) [The meeting was reco director noted after the special resolutions had

8. FILING

The [chairman] **OR** [sole director] a copy of the ordinary and special general meeting.

Secretary] **OR** <<Name>> to file s House within 15 days of the

[9. CLOSE

There was no further business and closed.]

declared that the meeting was

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

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