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(Company nu
TED
tration No.>>)

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

| PRESENT: | NAME | POSITION |
|--|------------|------------------------|
| | <<Name>> | Director |
| | [Director] | [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 reported that the meeting was open.]

[3. DECLARATIONS OF INTERESTS]

[Each director present at the meeting declared 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.] **OR** [confirmed that they did not have any such interests that were to be considered at the meeting.]

4. BUSINESS [OF THE MEETING]

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 **EITHER** [the distributable profits of the Company] **OR** [the proceeds of the sale of shares made for the purpose of financing the purchase].

¹ Paragraphs 1 to 3 and 10 are not required if the Company has one director because there will not be a meeting.

5. DOCUMENTS PRODUCED TO

THE SOLE DIRECTOR]

Notices exercising the option to re
shares were produced to the meet

following holders of redeemable

Name of Holder

res

**Value
£**

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6. RESOLUTIONS

After consideration of the matters
WAS RESOLVED:

(1) of the Companies Act 2006, IT

- (a) to [exercise the Com
to in paragraph 5] C
the redeemable sha
[distributable profits
purpose of financin
paragraph 5 [; and

h the redeemable shares referred
of the holder's option to redeem
aph 5] out of **EITHER**
new issue of shares made for the
mount and at the price set out in

- (b) to instruct the [the C
exercising the optio
paragraph 5 to the
to each holder.]

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

[8. ISSUE OF SHARES

There was produced to the Meeting
[at a premium of £<<amount>> pe

r the issue **EITHER** [at par] **OR**
res in the Company as follows:-

Applicant

<<Name>>

[<<Name>>

[<<Name>>

It was reported that the subscriptio
such applications be accepted; tha
that such shares be allotted and is
necessary share certificates be ex
monies be used to finance the red

ived. IT WAS RESOLVED that
tered in the register of members;
such applications; that the
dingly; and that the subscription

9. FILING

² Only required if the redemption of share
purpose of financing the redemption

of a new issue of shares made for the

The [chairman] **OR** [sole director] complete and file Form SH02 at C shares.

Secretary] **OR** <<Name>> to one month of the redemption of

[10. CLOSE

There was no further business and closed.]

declared that the meeting was

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

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