

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

Minutes of a meeting of the b
"Company") held at <<Location>>
>>.

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

1. CHAIR

It was resolved that <<Name>> w
took the chair of the meeting.

2. NOTICE AND QUORUM

The chair reported that sufficient
quorum was present. The chair de
had been duly given and that a
was open.

3. DECLARATIONS OF INTERES

Each director present at the meet
have any] direct or indirect interes
at the meeting which they were r
2006 and the Company's articles o

4. BUSINESS OF THE MEETING

EITHER

The chair noted that in accordan
2006 (Commencement No.8 Tran
had decided to remove the restri
maximum authorised share capita
(b), Schedule 2, Companies Act
(savings) Order 2008, the company
association in relation to the stated
solution.¹

¹ For companies incorporated before 1 Oc

OR

The chair noted that in accordance with the business of the meeting was [to amend the existing articles of association number [•²] [to adopt new articles of association] and to delete the Company's existing articles of association]

The Company proposed to do this pursuant to Chapter 2 of Part 13 of the Companies Act 2006 using the procedure to be sent to each of the Company's shareholders] [convening a general meeting on short notice for the purpose of considering and, if thought fit, passing the ordinary/special resolution in the form therein].

5. DOCUMENTS PRODUCED TO THE MEETING

The following documents were produced to the meeting:

a) [Draft new Articles of Association]

b) Draft [written resolution] [containing the following resolution:

[Special Resolution]

That the new Articles of Association be approved and adopted as the new Articles of Association for and to the entire exclusion of the existing Articles of Association.]

[Ordinary/Special Resolution]

That paragraph <<paragraph number of shares>> of the existing Articles of Association be deleted.]

6. RESOLUTIONS

It was resolved to instruct the chair to convene a general meeting of the Company to consider and, if thought fit, passing the ordinary/special resolution in the form therein and for the purpose of identifying the resolution to be passed. Identification initialled by the chair.

7. ADJOURNMENT

(a) The meeting was adjourned to [a date] at [a time] to consider and, if thought fit, passing the ordinary/special resolution in the form therein and for the purpose of identifying the resolution to be passed.

(b) The meeting was reconvened on [a date] at [a time] to consider and, if thought fit, passing the ordinary/special resolution in the form therein and for the purpose of identifying the resolution to be passed.

² This will be the restriction that has been placed on the number of shares that a company may allot.

³ For companies incorporated after 1 October 2009.

8. FILING

The chair instructed [the Company Name] to file the following at Companies House within the prescribed period:

- a) Copy of the [Special][Ordinary] resolution of the Company, signed by a Director of the Company;
- b) Copy of the [new][revised] articles of association of the Company, signed by a Director of the Company;

[9. CLOSE

There was no further business and the chair declared that the meeting was closed.]

.....
Chair