

<<Company Name>> LIMITED
(Company number <<Number>> (Incorporated in <<Country>>))
(Registration No.>>)

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

PRESENT	NAME	POSITION
	<<Name>>	Director
	[<<Name>>]	[Director]
	[<<Name>>]	[Director] [Secretary]
[IN ATTENDANCE:]		
[APOLOGIES FOR ABSENCE RECEIVED FROM:]		

[1. CHAIRMAN

It was resolved that <<Name>> be 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 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 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. CONSOLIDATION/SUB-DIVISION

For the purposes of section 61 of the Companies Act 2006, it was proposed that <<number>> <<ordinary>> shares of the Company be [<<consolidated and re-issued>> / <<sub-divided>>] into <<number>> <<ordinary>> shares of £<< >> each.

¹ Paragraphs 1 to 3 and 9 are not required if the Company has one director because there will not be a meeting.

5. DOCUMENT PRODUCED TO THE MEETING

The following shareholders' ordinary resolution was produced to the meeting:

That the <<number>> <<ordinary>> shares of the Company be [<<consolidated>> / <<sub-divided>>] into <<number>> <<ordinary>> shares of £<< >> each with the same rights and restrictions as the existing <<ordinary>> shares of the Company and as set out in the Company's Articles of Association.

was produced to the meeting:

<<number>> each in the issued share capital of the Company be [<<consolidated>> / <<sub-divided>>] into <<number>> <<ordinary>> shares of £<< >> each shall have the same rights and restrictions as the existing <<ordinary>> shares of the capital of the Company and as set out in the Articles of Association from time to time.

6. RESOLUTION AND ADJOURNMENT

It was resolved to instruct [the Chairman / the Director] to circulate the resolution to the eligible members of the Company and to convene a general meeting on short notice] for the purpose of passing the resolution in the form therein.

<<Name>> to [send the ordinary resolution in written form] OR [convene a general meeting on short notice] and, if thought fit, passing the resolution.

The meeting was then adjourned to [the date / time] for the purpose of passing the resolution to the eligible members of the Company and a general meeting could be held] and the relevant resolution was passed.

resolution could be sent as a written resolution to the eligible members of the company and a general meeting of the company could be held.

The meeting was then reconvened at [the date / time] for the purpose of passing the resolution and the relevant resolution had been passed.

reported that the ordinary resolution had been passed.

7. FILING

The chairman instructed [the Company Secretary / the Director] to file the resolution with the Companies House within the prescribed time.

<<Name>> to file Form SH02 with the Companies House within the prescribed time.

8. REGISTER OF MEMBERS

The chairman then instructed [the Company Secretary / the Director] to update the register of members and issue new share certificates to reflect the new share [consolidation/sub-division].

<<Name>> to update the register of members and issue new share certificates to reflect the new share [consolidation/sub-division].

[9. CLOSE

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

an declared that the meeting was closed.

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