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TH 06

PART 1 ON 197

MEMOR F LOAN

EITHER

It is proposed that the Company shall lend an amount of <<£ Amount>> to <<Director's Name>>, a director of the Company ("Director").

OR

It is proposed that the Company shall provide, on behalf of, or provide security to, <<Director's Name>>, a director of the Company, in connection with a loan made by <<Lender's Name>> to <<Director's Name>> ("Director").

In accordance with section 197 of the Companies Act 2006, the [Loan/Guarantee] must be approved by a resolution of the members of the Company in order to enable the members to make an informed decision as to whether to approve the [Loan/Guarantee], this memorandum sets out the following information as required by section 197 of the Companies Act 2006:

- the nature of the [Loan/Guarantee] transaction in question>>;
- the amount of the [Loan/Guarantee] loan/guarantee>>;
- the purpose for which the [Loan/Guarantee] purpose of the loan/guarantee>>;
- the extent of the Company's liability to extent of Company's liability to the lender>>;

Dated: <<INSERT DATE>>

Signed: <<INSERT NAME>>

For and on behalf of the Company