

[NAME OF COMPANY] LIMITED

MINUTES of a Meeting of the Board of Directors of [NAME OF COMPANY] LIMITED (the **Company**)

Held at: [INSERT ADDRESS]

Date and time: [INSERT DATE AND TIME]

Directors present

[LIST DIRECTORS]

[NAME] (Chair)

[NAME]

[NAME], attend

In attendance:

[LIST ANY OTHER
EXECUTIVES WHOSE
PRESENCE WAS
NECESSARY,

1 Chair
[NAME]

2 Notice

2.1 The chair

2.2 The chair
present
open.

3 Declaration

[EITHER]

Each director
any proposal
which has
the Company

[OR OTHERWISE]

3.1 [Each director]

of the
Companies Act 2006 and the Company's Articles of Association, he/she had a direct or
indirect interest as set out below in the proposed transactions and arrangements with the
Company to be considered at the meeting:

<u>Director</u>	<u>Nature of interest</u>
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- (ii) exclusion of liability in respect of any claim for less than £[AMOUNT];
- (iii) exclusion of liability until the Seller's liability for all claims exceeds £[AMOUNT];
- (iv) maximum aggregate liability equal to [the amount of the Consideration]; and
- (v) a time limit for bringing claims:

5.3 Following the completion of the Transaction, the Seller shall, in accordance with the provisions of the Companies Act 2006, take all such steps as may be necessary to ensure that the Transaction is carried out for the benefit of its members.

(a)

(b)

(c)

(d)

6 Filing a

The chair and registrar shall file the following documents in the books:

7 Close

The chair



from the date of
date of
s of the
Companies Act
company of the
benefit of its
agreements,
by the
Ancillary
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f a witness who
document and
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director signing
to execute and
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s in the books

.....
Chair