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[INSERT FULL NAME OF COMPANY IN BOLD BLOCK CAPITALS]
(the “Company”)

Minutes of a meeting of the Board of Directors of the Company, duly convened and held at [location], at [time] on [date].

Present: [name of meeting chairperson] (in the chair)
[name(s) of other director(s) in attendance]

CHAIR AND QUORUM

1. [insert name of meeting chairperson] took the chair and noted that the meeting had been duly convened in accordance with the Constitution of the Company and that a quorum was present at the meeting comprising Directors entitled to vote on the proposed resolutions.
2. It was noted that all Directors entitled to attend and vote at the meeting had received notice of the meeting. It was further noted that all Directors present were, pursuant to the Constitution of the Company, entitled to vote and be counted in the quorum.
3. It was further noted that in accordance with Section 137 of the Companies Act, 2014 at least one of the Directors was resident in a member state of the EEA within the meaning of Section 141 of the Companies Act, 2014 and that each Director present did not individually hold more than 25 directorships for the purposes of Section 142 of the Companies Act, 2014 and was, therefore, eligible to vote on all board resolutions brought before the meeting.
4. It was stated that each Director present had disclosed in writing to the Company Secretary the manner (if any) in which he was interested in the business to be transacted at the meeting, whether as a director of any company which is a party to such business or otherwise, for the purposes of Section 231 of the Companies Act 2014, as amended from time to time. The Company Secretary was instructed to note the aforesaid interests in the Company’s Register of Directors’/Secretary’s Interests.

DOCUMENTS RELATIVE TO INCORPORATION

5. The Certificate of Incorporation of the Company dated [insert date of Company’s certificate of incorporation] was produced to the meeting, together with a copy of the original Constitution of the Company, as registered with the Companies Registration Office.

REGISTERED OFFICE

6. It was noted that the registered office of the Company was [insert registered office address].

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DIRECTOR[S] AND SECRETARY

- 7. It was noted that [insert name(s) of director(s)] had been appointed Director[s] and that [insert name of company secretary] had been appointed Company Secretary.
- 8. **IT WAS RESOLVED THAT** [insert name of chairperson of the board] be appointed Chairperson of the Board of Directors with effect from the end of the meeting.

AUDITORS/ACCOUNTANTS

- 9. **IT WAS RESOLVED THAT** [insert name of auditors/accountants] of [insert address of auditors/accountants] be appointed auditors/accountants to the Company.

SOLICITORS

- 10. **IT WAS RESOLVED THAT** [insert name of solicitors] of [insert address of solicitors] be appointed solicitors to the Company.

STATUTORY BOOKS AND COMMON SEAL

- 11. The Company Secretary was instructed to complete the statutory books of the Company and **IT WAS RESOLVED THAT** the common seal as presented to the meeting be adopted as the common seal of the Company.

SUBSCRIBER[S]

- 12. **IT WAS RESOLVED THAT** the subscriber[s] to the Constitution of the Company be registered in the Company’s Register of Members.

SHARE CERTIFICATE[S]

- 13. **IT WAS RESOLVED** to affix the common seal of the Company to the following share certificate[s]:

Subscriber’s Name and Address	Number and Class of Shares in the Capital of the Company
[insert name and address of subscriber]	[insert number and class of shares]

BANK ACCOUNT

- 14. **IT WAS RESOLVED THAT** the Company liaise with [insert name of the company’s bank] for the purposes of opening accounts with that bank.

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TAX REGISTRATIONS

15. **IT WAS RESOLVED THAT** the Directors instruct the above-mentioned auditors/accountants to register the Company for taxation.

CONCLUSION

16. There being no further business, the meeting concluded.

I certify that the above are true and fair minutes of the meeting to which they refer.

[insert name of meeting chairperson]
Chairperson

Dated: []