

**MINUTES OF THE ANNUAL MEETING OF SHAREHOLDERS**

**Of**

\_\_\_\_\_ (Name of Company)

The annual meeting of the Shareholders of the corporation was held at \_\_\_\_\_

\_\_\_\_\_

on \_\_\_\_\_, \_\_\_\_\_ at \_\_\_\_\_ .M.

The meeting was called to order by \_\_\_\_\_ (name) the \_\_\_\_\_ (Title) of the corporation.

The secretary then reported that the meeting had been called pursuant to a notice of meeting and/or waiver of notice thereof in accordance with the by-laws. It was ordered that a copy of the notice and waiver of notice be appended to the minutes of the meeting.

The secretary then read the roll of Shareholders from the stock transfer ledger. The following Shareholders were present in person or by proxy:

<u>Shareholder</u>	<u>Shares</u>	<u>In Person</u>	<u>By Proxy</u>
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The chairman stated that a majority of the total number of shares issued and outstanding was represented and that the meeting was complete and ready to transact any business before it. It was ordered that proxies be appended to the minutes of the meeting.

The president then gave a general report of the business and finances of the corporation (a copy of the company's profit and loss statement and balance sheet for the period of time since the last annual meeting is attached hereto) and the secretary reported that there has been no changes of Shareholders (or changes in the amount of stock owned by each Shareholder) since the last such report except as may be indicated as follows:

The chairman then stated that the election of directors of the corporation was now in order. The following were nominated as directors:

\_\_\_\_\_  
\_\_\_\_\_

A ballot was taken, the vote was canvassed and it was reported the following votes cast for directors of the corporation.

<u>Nominee</u>	<u>Number of Votes</u>
_____	_____
_____	_____
_____	_____
_____	_____

The chairman declared the following nominees duly elected directors of the corporation to serve until the next annual meeting of Shareholders or until their successors are elected and shall qualify:

\_\_\_\_\_  
\_\_\_\_\_

The following additional actions were taken at the meeting:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

There being no further business, the meeting was, on motion, adjourned.

Dated \_\_\_\_\_, \_\_\_\_\_

\_\_\_\_\_  
secretary

RATIFICATION

We, the undersigned shareholders, or assignees thereof, have read these minutes and do hereby approve, ratify and confirm all business transacted as reported herein.

SHAREHOLDERS:

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The following have been appended to the minutes:

Waiver of Notice  
Annual P&L

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WAIVER OF NOTICE OF THE ANNUAL MEETING OF SHAREHOLDERS  
OF

\_\_\_\_\_ (Name of Company)

We, the undersigned shareholders, hereby agree and consent that the annual meeting of shareholders of the corporation be held on the date and at the time and place stated below for the purpose of electing directors of the corporation and the transaction thereof of all such other business as may lawfully come before said meeting and hereby waive all notice of the meeting and any adjournment thereof.

Date of meeting \_\_\_\_\_, \_\_\_\_\_

Time of meeting \_\_\_\_\_, \_\_\_\_M.

Place of meeting \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated \_\_\_\_\_, \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

MINUTES OF THE ANNUAL MEETING OF DIRECTORS  
of

\_\_\_\_\_ (Name of Company)

The annual meeting of directors of the corporation was held  
at \_\_\_\_\_

On \_\_\_\_\_, \_\_\_\_\_ at \_\_\_\_\_ .M.

The following directors and other individuals were present (Add name and Title)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

being a quorum and all of the directors of the corporation. \_\_\_\_\_ was  
elected chairman of the meeting and \_\_\_\_\_ was appointed secretary  
thereof to take notes and minutes from the meeting.

The secretary then presented and read to the meeting a waiver of notice of meeting, subscribed by  
all the directors of the corporation, and it was ordered that it be appended to the minutes of the meeting.

The minutes of the preceding meeting of the board of directors held on \_\_\_\_\_,  
was thereupon read and adopted.

The president then rendered a general report of the business of the corporation, the secretary  
presented his report and the treasurer rendered a report of the finances of the corporation. The officers'  
reports were received and ordered on file

The following were duly nominated and a vote having been taken were unanimously elected  
officers of the corporation to serve for one year and until their successors are elected and shall qualify:

President \_\_\_\_\_

Vice-President \_\_\_\_\_

Secretary \_\_\_\_\_

Treasurer \_\_\_\_\_

Other Positions appointed: (i.e. Consultants to Board, Assistant V.P, Assistant Secretary, etc.)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

The following items were discussed in detail and notes regarding those discussions are included below (or  
attached hereto):

Financial Performance for the prior year (by quarters);

Review of last years goals and expectations, and areas of success and/or concern;

Goals and Expectations for Financial Performance for the coming year and specific milestones and methods necessary to achieve such goals;

Marketing Plans for the Coming Year (Evaluate also performance of Marketing Efforts for Prior Year);

Management of Expenses and strategy and guidance for the coming year;

There being no further business before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

Dated \_\_\_\_\_

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

The following have been appended to these minutes:

Waiver of Notice

Additional Notes regarding Business Analysis for the Company

WAIVER OF NOTICE OF THE ANNUAL MEETING OF DIRECTORS

Of

\_\_\_\_\_ (Name of Company)

We the undersigned, being all of the directors of the corporation hereby agree and consent that the regular meeting of directors of the corporation be held on the date and the time and the place stated below for the purpose of transacting any and all business that should properly come before the meeting and hereby waive all notice of the meeting and of any adjournment thereof.

Date of meeting \_\_\_\_\_

Time of meeting \_\_\_\_\_

Place of meeting \_\_\_\_\_

Dated \_\_\_\_\_

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director





There being no further business before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

Dated \_\_\_\_\_

\_\_\_\_\_  
chairman

\_\_\_\_\_  
secretary

The following have been appended to the minutes of the meeting:

Waiver of Notice

WAIVER OF NOTICE OF SPECIAL MEETING OF DIRECTORS

of

\_\_\_\_\_ (Name of Company)

We the undersigned being all the directors of the corporation hereby agree and consent that the special meeting of directors be held at the date, time and place stated below and for the purposes stated below and the transaction thereat of all such other business as may lawfully come before the meeting and hereby waive all notice of the meeting and any adjournment thereof.

Date of meeting \_\_\_\_\_

Time of meeting \_\_\_\_\_

Place of meeting \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Purpose(s) of meeting

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Dated \_\_\_\_\_

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director

\_\_\_\_\_  
Director