

Pay. UK Limited

Minutes of a meeting of the Board of Directors held on 14 July 2023

Members		Attendees	
Mark Hoban (MGH)	Pay.UK Chair	Michael Ellis (ME)	Chief Finance Officer
Anna Bradley (AB)	Senior Independent NED	Carolyn Gibson (CG)	Head of Corporate Governance
Diane Côté (DC)	Independent NED	David Morris (DMO)	Chief Technology Officer
Lars Trunin (LTR)	NED	Shane Warman (SW)	NPA Programme Director
Ajay Vij (AV)	Independent NED	Roy Whymark (RW)	Head of Macroprudential Regulation & Policy
Peter Wyman (PW)	Independent NED	Louise Rebeck (LR)	Company Secretary & Special Projects
Apologies			
Helen Crooks (HC)	Independent NED		
Marc Pettican (MP)	NED		
David Pitt (DP)	Chief Executive Officer		
Lesley Titcomb (LT)	Independent NED		

**Board members and attendees met remotely by video conference*

23/53 Opening Business

- 23.53.1 Quorum and welcome –The Chair confirmed a quorum was present. Apologies were noted from MP, HC, LT and DP. The Chair referred to the ongoing need for heightened confidentiality.
- 23.53.2 Conflicts of Interest – MGH reminded directors that under the CA 2006 and Pay.UK’s Articles of Association (the “Articles”), directors were required to declare their interests to the other directors in any proposed transaction or arrangement with Pay.UK. MGH highlighted the importance of directors ensuring their entries in the Register of Directors’ Interests were correct.
- 23.53.3 The Register of Directors’ Interests and the Gifts and Hospitality Register were made available for members’ review prior to the meeting.

23/54 NPA Customer Contract

[Redacted – Commercially sensitive]

AV joined the meeting.

- 23.54.28 [Redacted – Commercially sensitive]

23/55 Regulatory Update

[Redacted – Commercially sensitive]

23/56 Any Other Business

[Redacted – Commercially sensitive]

23.56.3 As there was no further business the Chair thanked everyone present, closed the meeting. He invited the NEDs and INEDs to remain for a private session.

Chair