

Company number: [NUMBER]

**THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

of

Circulation date

In accordance with the provisions of the Companies Act 2006 (the "Act") and the Articles of Association of the Company (the "Articles"), the following Resolution is proposed (the "Resolution").

SPECIAL RESOLUTION

(1) THAT, in accordance with section 125 of the Act, the Company be and lawfully is authorized to allot equity securities of such class as may be determined by the Directors of the Company (the "Directors") in accordance with the provisions of the Articles, subject to the provisions of the Act, as if section 125 of the Act did not apply.

Agreement to the Resolution

Please read the Resolution carefully.

The undersigned hereby agree to the Resolution on the Circulation Date.

Signed

Name: [INSERT NAME]

Signed

Name: [INSERT NAME]

Notes

1. If you do not agree to the Resolution, please inform the Company by email, as a signed attachment, to [EMAIL ADDRESS] on or before the Circulation Date.
2. If you agree to the Resolution, please inform the Company by email, as a signed attachment, to [EMAIL ADDRESS] on or before the Circulation Date.
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3. Your agreement to the Resolution is irrevocable.

4. Please send your agreement to the Resolution to the Company on or before [DATE – lapse date will be 28 days after the Circulation Date unless the Articles of Association provide otherwise]. If insufficient agreement to the Resolution has been received by that date, the Resolution will lapse.



Directors of the Company (the "Directors") in accordance with the provisions of the Articles, subject to the provisions of the Act, as if section 125 of the Act did not apply.

Resolution on the Circulation Date.

agreement.

the Company by email, as a signed attachment, to [EMAIL ADDRESS] on or before the Circulation Date.

5. In the case of joint holders of shares, where more than one joint holder signs and returns this document, the document returned by the senior holder shall be valid. For this purpose, the senior holder of a share is determined by the order in which the names of the joint holders appear in the register of members of the Company on the Circulation Date.

