

THE
A PRIVATE COMPANY LIMITED

<< Name of the Company >>

<< Circulation Date (Date Of Board Meeting) >>

Pursuant to Chapter 2 of Part 3 of the Companies Act 2006, [the/certain] members of the Company [representing at least 75% of the total voting rights of all members entitled to vote on the resolution¹], require the Company to

2006, [the/certain] members of the Company [representing at least 75% of the total voting rights of all members entitled to vote on the resolution¹], require the Company to propose that:

- resolution(s) [1] [and 2]
- resolutions(s) [3] [and 4] (together the “Resolutions”)

[an] ordinary resolution[s]; and [as] a special resolution[s]

[ORDINARY RESOLUTION(S)]

Agree

- [1. << Insert full text of resolution >>
[2. << Insert full text of resolution >>

[SPECIAL RESOLUTION(S):]

Agree

- [1. << Insert full text of resolution >>
[2. << Insert full text of resolution >>

[In accordance with section 29 of the Companies Act 2006, a statement on the subject matter of the Resolution(s) is set out below]

Act 2006, a statement on the subject matter of the Resolution(s) is set out below]

AGREEMENT

Please read the notes at the end of this document before signing your agreement to the Resolution(s).

are signifying your agreement to the Resolution(s).

[I/We], being an eligible member of the Company (as defined in section 289 of the Companies Act 2006), entitled to vote on those (and only those) Resolutions headed “Agree” be so passed.³

defined in section 289 of the Companies Act 2006, I/we, as a member[s] of the Company, agree that I/we have marked “X” in the column headed “Agree” in relation to the Resolution(s) set out above.

Dated this <<>> day of <<>>

¹Or any lower percentage specified in the company’s articles of association.

²The members can require the company to circulate a statement of more than 1,000 words on the subject matter of the resolutions. If this is required, it should be included in the resolutions.

³It may be necessary to adjust this wording if the Resolutions are dependent on each other, in which case, the wording may be, for example, “I/we agree to all of the Resolutions, but you cannot agree to only one of them.”

more than 1,000 words on the subject matter of the resolutions.

and one is dependent on the other. In such cases, the Resolutions or neither of them may need to be adjusted accordingly.

Name	held	Signature
<<>>		
<<>>		

NOTES

IMPORTANT:

To signify your agreement to some Resolutions, you must:

- put an “X” in the column for the relevant Resolution(s); and
- sign this document where indicated.

Please return the signed document using one of the following methods:

- deliver it by hand or send it to <<Insert Mailing Address >>; or
- send an email, with “Written Resolutions” in the subject line and send it to <<Email Address >>.

You may not return the Resolutions by any other method.

Unless, by <<Insert Lapse Date >>, a period of time has been received for the Resolutions to pass, they will lapse. If you have received the Resolutions, please ensure that your agreement reaches us before the lapse date.

If you do not agree to the Resolutions, you will not be deemed to agree if you fail to return the document. If you do nothing: you will not be deemed to agree.

Note: Once given, your agreement cannot be withdrawn.

⁴This will either be a period of time stated in the Resolutions or if none is specified, the lapse date will be 28 days after the circulation date.