

WRITTEN RESOLUTION OF THE SHAREHOLDERS OF [COMPANY NAME]

DATED [INSERT DATE]

WHEREAS, [COMPANY NAME] (the "Company"), is a corporation organized and existing under the laws of the State of [INSERT STATE OR COUNTRY], with its principal office located at [INSERT ADDRESS];

AND WHEREAS, pursuant to the laws of the State of [INSERT STATE OR COUNTRY] and the Company's bylaws, the undersigned, constituting all of the shareholders of the Company, are entitled to take action by unanimous written consent in lieu of a meeting;

AND WHEREAS, the undersigned shareholders deem it to be in the best interests of the Company to take the action specified in this resolution,

NOW, THEREFORE, BE IT RESOLVED, that:

1. [INSERT RESOLUTIONS HERE]

For example: "The Company shall issue 100,000 new shares of \$0.01 par value each in the capital of the Company, subject to the terms of the articles of incorporation and bylaws of the Company."

2. [INSERT ADDITIONAL RESOLUTIONS AS NEEDED]

RESOLVED FURTHER THAT, each officer of the Company be, and each of them hereby is, authorized and directed to perform all such acts and to execute, acknowledge, and deliver all such documents and instruments in the name and on behalf of the Company as such officer may deem necessary or advisable in order to carry out the foregoing resolutions.

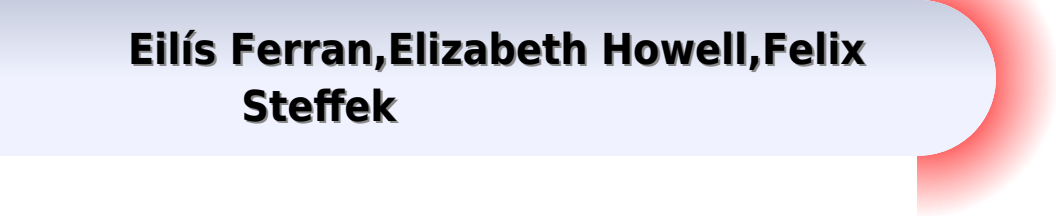
RESOLVED FURTHER THAT, any action heretofore taken by any officer of the Company in furtherance of the foregoing resolutions be, and the same hereby is, approved, ratified, and confirmed in all respects.

RESOLVED FURTHER THAT, the adoption of these resolutions being necessary for the business, operations, and best interests of the Company, these resolutions are hereby declared to be necessary, desirable, and in the best interests of the Company.

WE, THE UNDERSIGNED SHAREHOLDERS, hereby acknowledge and agree to the foregoing resolutions, and hereby agree under penalties of perjury that the statements contained herein are

Shareholders Written Resolution

**Eilís Ferran, Elizabeth Howell, Felix
Steffek**



Shareholders Written Resolution:

Unlocking Company Law Susan McLaughlin, 2018-07-11 Unlocking Company Law is the ideal resource for learning and revising Company Law This 4th edition has been extensively updated and this along with its many pedagogical features makes it the ideal companion for students studying Company Law Each chapter in the book contains aims and objectives activities such as self test questions charts of key facts to consolidate your knowledge diagrams to aid memory and understanding prominently displayed cases and judgments chapter summaries essay questions with answer plans In addition the book features a glossary of legal terminology making the law more accessible Practice Notes on Private Company Law Mark Stamp, 2013-03-04 Chapter 1 Sources and Definitions chapter 2 Introduction chapter 3 Formation forming a company chapter 4 The Companies Register chapter 5 The Memorandum of Association and the Doctrine of Ultra Vires chapter 6 The Articles of Association chapter 7 Share Capital and Dividends chapter 8 Directors chapter 9 Meetings chapter 10 The Elective Regime chapter 11 Execution of Documents by a Company chapter 12 Minority Shareholder Rights chapter 13 Charges and Debentures chapter 14 Company Law Reform chapter 15 Forms chapter 16 Useful Addresses Companies House chapter 17 Time Periods and Penalties chapter 18 Further Reading Unlocking Company Law Sue McLaughlin, 2014-03-18 Unlocking Company Law will give you an understanding of the scope of company law how it is linked to other specialist legal subjects the sources of company law and the key legal principles The book explores the legal structures of different types of business organisations and covers the areas which feature most commonly on undergraduate law programmes the corporate personality doctrine shareholders shares and capital directors duties minority shareholder protection transparency The law is illustrated throughout with recent and prominent cases and the Companies Act 2006 is explored and explained in full Unlocking Company Law will provide you with the tools you need to engage with and understand company law The Unlocking the Law series is designed specifically to make the subject matter accessible The text includes features activities key facts charts diagrams and clear headings and sub headings to aid you in understanding the different areas within your course All titles in this series have been written specifically to ensure that you understand fully the concepts required and are able to apply them with confidence Each book follows the same format and includes the same features so you can move easily from one subject to another , **Principles of Corporate Finance Law** Eilis Ferran, Look Chan Ho, 2014-02-20 Corporate finance theory seeks to understand how incorporated firms address the financial constraints that affect their investment decisions This is achieved by using varied financial instruments that give holders different claims on the firm s assets Recent scholarship in this area explores precisely how legal mechanisms affect corporate finance and the development of financial markets The legal environment is crucially important in explaining the choices that companies make about their capital structure This book combines company law capital market regulation and commercial law to give readers a detailed understanding of the legal and regulatory issues relating to corporate financial transactions

Informed by insights from the theoretical and empirical work of financial economists the book examines from a legal perspective key elements of corporate financing structures and capital markets in the UK The authors practical experience of transactions and regulatory issues ensures that thorough scholarly inquiry and critical reflection are complemented by an assured understanding of the interface between legal principles and rules as they are documented and in their actual operation

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Corporate Administration Dr. Manjula A. Soudatti, N A **Setting Up a Limited Company** Mark Fairweather,Rosy Border,2004-02-27 You can set up a business in one of four ways as a limited company as a sole trader as a partnership or as a limited liability partnership Each of these has its advantages and disadvantages This book will help you decide which option is best for you

Business Law and Practice 2018/2019 Alexis Mavrikakis,2018-06-30 Business Law and Practice provides a detailed guide to the forms of business most commonly encountered in practice examining how they must be run in accordance with the statutory and common law applicable to them

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Principles of Corporate Finance Law Eilís Ferran,Elizabeth Howell,Felix Steffek,2023-09-21 Corporate finance theory seeks to understand how incorporated firms address the financial constraints that affect their investment decisions This is achieved by using varied financial instruments that seek to give holders different claims on the firm s assets Recent scholarship in this area has highlighted the critical importance of the legal environment in explaining the choices that companies make about their capital structure This book combines company law capital markets law and aspects of commercial and insolvency law to give readers a detailed understanding of the legal and regulatory issues relating to corporate finance Informed by insights from theoretical and empirical work the book examines from a legal perspective the key elements of corporate financing

structures and capital markets in the UK The authors practical experience of transactions and regulatory issues ensures that thorough scholarly inquiry and critical reflection are complemented by an assured understanding of the interface between legal principles and rules as they are documented and in their actual operation Key developments covered in this third edition include the post Brexit adaptation of UK company law and capital market regulation important new cases on parent company liability in tort creditor facing duties of directors issuer and director liability for misleading statements to the market alternatives to public market financing and recent changes in the practice of debt finance such as the emergence of non bank lenders

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Corporate Governance in Capital Markets Clea Beatriz Macagnan,2025-08-24 This book provides a comprehensive and systematic analysis of corporate governance structures in a diverse set of countries It offers a global perspective on how different governance systems operate in different legal cultural and economic frameworks The book focuses on publicly traded organizations listed on the capital markets of Australia China Germany Hong Kong Italy India Japan Russia Singapore and Spain providing an understanding of the institutional systems that guide corporate governance in these countries This book serves as a resource for professionals corporate consultants students and academics in the field of business and institutional policymakers in the capital markets and corporate controllers

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provides practical up to date coverage of company partnership taxation and insolvency law plus all relevant aspects of EU law This 2007 2008 edition includes detailed information on the Companies Act 2006 discussion of the parts of this legislation which are not in force until 2008 are clearly marked for the student Fuller coverage of partnership offers students a more in depth exposition of this topic Development questions are included at the end of the book to test students awareness of issues raised Extensive and updated legal references allow students to cross refer to appropriate primary sources or use the guide to interpret such sources Online Resource Center This edition is accompanied by an Online Resource Center providing student learning activities written by the authors These scenario based multiple choice questions are freely accessible and encourage students to assess their own knowledge and understanding They cover the topics students often find more difficult including partnership agreements insolvency company law taxation and EC law New questions dealing with several aspects of the new Companies Act 2006 have also been added for the 2007 2008 edition The questions and feedback link directly to the material within the text and can be printed out to allow students to build up a permanent record of business law problems and solutions Updates on the progress of the Companies Act 2006 will also be posted on the Online Resource Center when appropriate to ensure that students remain fully informed

Comparative Company Law Mathias Siems, David Cabrelli, 2018-09-20 As attention moves rapidly towards comparative approaches the research and teaching of company law has somehow lagged behind The overall purpose of this book is therefore to fill a gap in the literature by identifying whether conceptual differences between countries exist Rather than concentrate on whether the institutional structure of the corporation varies across jurisdictions the objective of this book will be pursued by focusing on specific cases and how different countries might treat each of these cases The book also has a public policy dimension because the existence or absence of differences may lead to the question of whether formal harmonisation of company law is necessary The book covers 12 legal systems from different legal traditions and from different parts of the world though with a special emphasis on European countries In alphabetical order those countries are Finland France Germany Italy Japan Latvia the Netherlands Poland South Africa Spain the UK and the US All of these jurisdictions are subjected to scrutiny by deploying a comparative case based study On the basis of these case solutions various conclusions are reached some of which challenge established orthodoxies in the field of comparative company law

Business Law 2015-2016 J. Scott Slorach, Jason G. Ellis, 2015 Written by two experts in the field Business Law provides practical up to date coverage of company partnership taxation and insolvency law plus all relevant aspects of EU law The manual provides all of the relevant material students need to understand the latest legal developments affecting business law transactions Coverage of the Companies Act 2006 is fully integrated and given prominence mirroring the emphasis that business law courses place on this central piece of legislation Additional emphasis has been placed on taxation and business accounts Examples are used throughout the manual enabling students to contextualise their learning effectively Extensive and updated statutory references allow students both

to cross reference to appropriate primary sources and to use the guide to interpret such sources The book's depth of coverage accessible format and clear structure make it an ideal reference for students on the Legal Practice Course Online Resource Centre A free Online Resource Centre provides a range of Student Learning Activities which guide students through scenarios based on topics in the book Three additional online chapters are also available covering Competition law in the European Union and the United Kingdom The right of establishment the right to provide services and the free movement of goods Business contracts agency or distributorship agreements

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