**[Insert company name ] LIMITED**

**(THE “COMPANY”)**

**UNANIMOUS WRITTEN RESOLUTIONS OF THE BOARD OF DIRECTORS PASSED PURSUANT TO ARTICLE [Insert reference to the article for passing this resolution] OF THE ARTICLES OF ASSOCIATION OF THE COMPANY**

We, the undersigned, being all the directors of the Company **NOTE THAT**:

1. To the best of our knowledge the following records requested by the Companies Registry for the purpose of linking the Company are not available:
2. [●];
3. [●] (“the Documents”).
4. The records relate to a period beyond which the Company is required to the keep the Documents under the Companies Act, 2015.
5. The details of shareholder(s), director(s) and company secretary of the Company at the beginning of the document retention period are as set out below:

|  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **SHAREHOLDER(S)** | |  |  |  | | --- | --- | --- | | Name: | Address: | Shares held: | |  |  |  | |  |  |  | |
| **DIRECTOR(S)** | |  |  | | --- | --- | | Name: | Address: | |  |  | |  |  | |
| **COMPANY SECRETARY** | |  |  | | --- | --- | | Name: | Address: | |  |  | |

1. **IT IS RESOLVED THAT:**
2. The Deed of Indemnity from the Company to the Companies Registry presented to the directors be and is hereby approved.
3. The common seal of the Company be affixed in the presence of either two directors of the Company or either a director and the company secretary to the Deed of Indemnity.[[1]](#footnote-1)

Dated \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

……………………………………….

**[Insert name]**

……………………………………….

**[Insert name]**

I certify that:

1. the above is a true and complete copy of the duly passed written resolutions of the Directors of the Company;
2. the resolutions were duly passed in accordance with the requirements of the Articles of Association of the Company, have not been amended or revoked and remain in force; and
3. neither the written resolutions nor their implementation will breach any restrictions on or obligations of the Company or the Directors.

…………………………………………….

Secretary/Director of [Insert name of the Company]

Dated……………………..

1. Amend if necessary to suit the Company’s mode of execution. [↑](#footnote-ref-1)