**WRITTEN RESOLUTIONS OF THE SHAREHOLDER(S) IN**

**[*insert name of offshore company*]**

Jebel Ali Free Zone Registration Number: [*insert the Registration number of the offshore company*]

(the **Company**)

The undersigned, the shareholder(s) (**Shareholder(s)**) in the Company on the date on which this written resolution is passed, resolve that:

1. The standard form Memorandum and Articles of Association that have been prescribed by the Registrar of Companies (**Registrar**) of the Jebel Ali Free Zone (**Free Zone**) pursuant to the Jebel Ali Free Zone Offshore Companies Regulations 2018 and adopted by the Company be amended in the manner set out in this written resolution with effect from the date on which the amendment[*s*] [*is/are*] approved by the Registrar;
2. [*in Article [insert number] of the [Memorandum/Articles] of Association of the Company, the words "[insert words to be replaced]" shall be deleted and replaced with the words "[insert new words to be inserted]"* ***AND/OR***

*Article [insert number] of the [Memorandum/Articles] of Association of the Company shall be deleted in its entirety and replaced with the words "[insert new words to be inserted]"* ***AND/OR***

*A new Article [insert number] of the [Memorandum/Articles] of Association of the Company (the* ***New Article****) shall be added after Article [insert number] and before Article [insert number] as follows:*

*"[insert new Article number] [insert new words to be inserted]"*]

*and the numbering of the [Memorandum/Articles] of Association shall be amended as required, to accommodate the New Article*.

1. the consolidated version of the Memorandum and Articles of Association of the Company incorporating the amendment[s] recorded in this written resolution (**Amended Mem and Arts**), which is annexed to this written resolution and has been initialed by a Shareholder for the purposes of identification, be and is approved;
2. the Amended Mem and Arts comply, in all respects, with the Jebel Ali Free Zone Offshore Companies Regulations 2018; and

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| Signed by [*in the case of a Shareholder who is individual, the full name of that Shareholder as set out in his/her passport*]: | ..................................................... |
| Date:  | ..................................................... |
| *[OR]* |  |
| Signed by [*in the case of a corporate Shareholder, the full name of the authorised representative of that corporate Shareholder as set out in his/her passport*] duly authorised for and on behalf of [*full name of that corporate Shareholder*]: | ..................................................... |
| Date:  | ..................................................... |

### **Annex**

### [*Amended Mems and Arts*]