

SAMPLE & GUIDANCE	
<b>Title:</b>	Resolution of Multiple Individual Shareholders for incorporation of Private Company Limited by Shares.
<b>When to use this template?</b>	<ul style="list-style-type: none"> <li>• If you wish to submit an application for incorporation of a private company limited by shares.</li> <li>• If your shareholders are multiple individuals (Please note that there are separate templates available for single individual shareholders, body corporate shareholders)</li> </ul>
<b>How to complete the template:</b>	<ol style="list-style-type: none"> <li>1. Copy the text and fill in the required information that is specific to your application and print on blank paper;</li> <li>2. Delete optional clauses in italic font (if not applicable), the square brackets and the endnotes.</li> <li>3. All incorporating individual shareholders should sign this resolution.</li> <li>4. Note that electronic signature is acceptable.</li> <li>5. If the applicants appoint an optional authorised signatory for incorporation purposes, then such signatories should not be listed on the incorporation application.</li> <li>6. This resolution serves as evidence of the appointment of authorised signatories, directors, and secretaries (if appointed) and should be uploaded in each the <i>Evidence of Appointment</i> section for each role.</li> <li>7. You should upload the same resolution in the <i>Resolution Authorising Incorporation/Registration of ADGM Entity</i> in the Shareholder section of the form.</li> </ol>
<b>Contact:</b>	<p>For further questions regarding this document, please contact:</p> <p>ADGM.Registration@adgm.com</p>

**RESOLUTION OF INCORPORATING SHAREHOLDERS**  
**OF**  
**[Insert proposed company name]**  
**DATED**  
**[Insert date]**

We, the undersigned, being the incorporating shareholders, resolve to incorporate a private company limited by shares in the Abu Dhabi Global Market under the name of [insert proposed company name] (or any other name approved by ADGM Registration Authority), in accordance with the applicable regulations and sub-ordinate rules of Abu Dhabi Global Market (the "Company"). The incorporating shareholders duly adopted the resolution set forth below on [insert date]:

**IT WAS RESOLVED**, to appoint the officers of the company upon incorporation as follows.

**1) Appointment of Authorised Signatory(ies)**

Name	Signing Authority (Jointly/Severally) <sup>i</sup>

**2) Appointment of Director(s)**

Name	Type (Individual/Body Corporate) <sup>ii</sup>

**3) Appointment of Secretary(ies)<sup>iii</sup>**

Name	Capacity (Jointly/Severally) <sup>iv</sup>

**4) Adoption of Articles**

**IT WAS RESOLVED** that the Company adopts the Articles of Association for the purpose of incorporation of the Company in the Abu Dhabi Global Market.

**5) Authorised Share Capital<sup>v</sup>**

**IT WAS RESOLVED** that the amount of the authorised share capital of the company shall be as follows: [xxx] USD

**6) Share Capital**

**IT WAS RESOLVED** that the proposed issued share capital of the company shall be as follows:

Share Class Name	Nominal Value	Number of Issued Shares	Amount of Issued Shares

**7) Shareholders<sup>vi</sup>**

The issued share capital shall be structured as follows.

Shareholder's Name	Share Class Name	Number of Issued Shares	Amount paid	Amount unpaid (if any)

#### **8) Appointment of Signatory for Incorporation Purposes<sup>vii</sup>**

**IT WAS FURTHER RESOVED**, that **{insert authorised persons name(s)} is/are**, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as said person shall deem necessary or advisable, to carry out the purposes of the foregoing resolutions to complete the incorporation process with the ADGM RA

#### **Signature of Incorporating Shareholders<sup>viii</sup>**

Shareholder's Name	Shareholder's Signature	Date

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<sup>i</sup> Please indicate if authorised signatories should act jointly or severally, noting that there must be at least two authorised signatories appointed if they are to act jointly. Please add rows as applicable.

<sup>ii</sup> Note that at least one director must be a natural person of legal age. The appointment of additional directors and body corporate directors is optional. Please add rows as applicable.

<sup>iii</sup> Note that the appointment of a Company Secretary is optional for Private Companies Limited by Shares and you may delete this clause if none is appointed.

<sup>iv</sup> Please indicate if secretaries should act jointly or severally, noting that there must be at least two secretaries appointed if they are to act in joint capacity. Please add rows as applicable.

<sup>v</sup> The indication of authorised share capital is optional at the time of incorporation and may be deleted if not applicable.

<sup>vi</sup> Please add rows as applicable.

<sup>vii</sup> Optional appointment of authorised signatories to complete the incorporation process with the ADGM RA on behalf of the named shareholders.

<sup>viii</sup> Please add signature blocks as applicable.