**Company Name Limited (**the **Company)**

**Company Number - Company Number**

**Written Resolutions of Members**

I, the undersigned, being a Member of the Company, entitled to receive notice of and to attend and vote at Members’ Meetings pursuant to Chapter 2 of Part 13 of the Companies Act 2006, hereby pass the following Written Resolutions, which for all purposes shall be as valid and effective as if the same had been passed at a Members’ Meeting of the Company duly convened and held.

1. That the Company be wound up voluntarily
2. That Name of IP Firm Name & Address, be appointed Liquidator of the Company for the purpose of the voluntary winding-up
3. *[If joint appointment, include the following, otherwise delete it]* That the liquidators be authorised to act jointly and severally in the liquidation.

Resolution a) being a Special Resolution and any other resolutions proposed being Ordinary Resolutions.

**Circulation Date:** Date

**Important Note - Please read the instructions contained in the letter accompanying this form before signing below**

**I, Name**, **give my consent to the passing of the above Resolutions.**

**Signed: …………………………………………………..**

**Dated: ……………………………………………………**

## **Notes:**

* *Members who hold more than 50% of the total voting rights must vote in favour of any written resolution passed as an Ordinary Resolution and 75% in the case of a Special Resolution.*
* *If the requisite majority has not voted in favour within a period of [insert number of days - this will be 28 days unless the Company's Articles indicates less] from the circulation date noted above, the Resolutions will lapse and not be passed.*
* *Where a Member has signified agreement to the Resolutions and has returned a signed copy of them to IP Firm Name & Address to be held on their behalf until it is agreed that these resolutions shall be dated and delivered to the Company, the Member may not at any time, subsequently revoke their agreement.*