

CO. REG. NO.:
(Incorporated in the Republic of Singapore)
Registered Office:

**AGREEMENT BY MEMBERS TO SHORTER NOTICE FOR AN
EXTRAORDINARY GENERAL MEETING**

We, the undersigned, being all the members of the abovenamed Company, hereby consent, pursuant to Section 177 (3) of the Companies Act, Cap. 50, to the holding of the EXTRAORDINARY GENERAL MEETING on _____ and to the transaction of the business as detailed in the Notice convening the said meeting, notwithstanding that the meeting is called by notice shorter than that required under Sections 177 (2) of the Companies Act, Cap. 50 and the Articles of Association of the Company.

SHAREHOLDERS

Date:

Date and Time : _____ and _____ Hours
 Place : _____
 Present : Please refer to the attached Attendance Sheet

•

The Notice convening the Extraordinary General Meeting was taken as read.

CHANGE OF MEMORANDUM AND ARTICLES OF ASSOCIATION

- (a) To delete Article 49 and substitute therewith the following new Article:-

“No business shall be transacted at any general meetings unless a quorum of members is present at the time when the meeting proceeds to business. Except as herein otherwise provided, one member present in person shall form a quorum. For the purposes of this regulation member includes a person attending as proxy or as representing a corporation which is a member.”

- (b) To delete Article 79 and substitute therewith the following new Article:-

“All cheques, promissory notes, drafts, bills of exchange, and other negotiable instruments, and all receipts for money paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by one or more directors or in such other manner as the directors or sole director from time to time determine.”

- (c) To delete Article 85 and substitute therewith the following new Article:-

“Unless otherwise determined by the directors, two directors shall constitute a quorum necessary for the transaction of the business of the directors except that where the company has only one director, that sole director shall constitute a quorum.”

CO. REG. NO.:
(Incorporated in the Republic of Singapore)
Registered Office:

MINUTES OF AN EXTRAORDINARY GENERAL MEETING

Date and Time : and Hours
Place :

Present : Please refer to the attached Attendance Sheet

(d) To insert the following sub-paragraph in Article 92:-

“92A. Where the company has only one director, he may pass a resolution by recording it and signing the record.”

TERMINATION

There being no other business, the meeting closed with a vote of thanks to the Chairman.

Signed as a correct record

Chairman
Date:

CO. REG. NO.:
(Incorporated in the Republic of Singapore)
Registered Office:

EXTRAORDINARY GENERAL MEETING

Present

Name

Signature

CO. REG. NO.:
(Incorporated in the Republic of Singapore)
Registered Office:

WRITTEN RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE COMPANY

IT WAS RESOLVED THAT:

SPECIAL RESOLUTION

CHANGE OF MEMORANDUM AND ARTICLES OF ASSOCIATION

IT WAS RESOLVED that the Memorandum and Articles of Association of the Company be amended as follows:-

(a) To delete Article 49 and substitute therewith the following new Article:-

“No business shall be transacted at any general meetings unless a quorum of members is present at the time when the meeting proceeds to business. Except as herein otherwise provided, one member present in person shall form a quorum. For the purposes of this regulation member includes a person attending as proxy or as representing a corporation which is a member.”

(b) To delete Article 79 and substitute therewith the following new Article:-

“All cheques, promissory notes, drafts, bills of exchange, and other negotiable instruments, and all receipts for money paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by one or more directors or in such other manner as the directors or sole director from time to time determine.”

CO. REG. NO.:
(Incorporated in the Republic of Singapore)
Registered Office:

WRITTEN RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE COMPANY

(c) To delete Article 85 and substitute therewith the following new Article:-

“Unless otherwise determined by the directors, two directors shall constitute a quorum necessary for the transaction of the business of the directors except that where the company has only one director, that sole director shall constitute a quorum.”

(d) To insert the following sub-paragraph in Article 92:-

“92A. Where the company has only one director, he may pass a resolution by recording it and signing the record.”

THAT any one of the directors be authorised to issue notice of the Meeting to the members of the Company forthwith.

Dated this day of

DIRECTORS

CO. REG. NO.:
(Incorporated in the Republic of Singapore)
Registered Office:

To:

NOTICE FOR AN EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting of the Company will be

Place :

Date and Time : and HOURS

to transact the following business:

1. To receive, consider and if thought fit, to pass the following resolution with modifications thereto as the meeting may decide:

SPECIAL BUSINESS:

CHANGE OF MEMORANDUM AND ARTICLES OF ASSOCIATION

IT WAS RESOLVED that the Memorandum and Articles of Association of the

- (a) To delete Article 49 and substitute therewith the following new Article:-

“No business shall be transacted at any general meetings unless a quorum of members is present at the time when the meeting proceeds to business. Except as herein otherwise provided, one member present in person shall form a quorum. For the purposes of this regulation member includes a person attending as proxy or as representing a corporation which is a member.”

- (b) To delete Article 79 and substitute therewith the following new Article:-

“All cheques, promissory notes, drafts, bills of exchange, and other negotiable instruments, and all receipts for money paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by one or more directors or in such other manner as the directors or sole director from time to time determine.”

CO. REG. NO.:
(Incorporated in the Republic of Singapore)
Registered Office:

NOTICE FOR AN EXTRAORDINARY GENERAL MEETING

(c) To delete Article 85 and substitute therewith the following new Article:-

“Unless otherwise determined by the directors, two directors shall

(d) To insert the following sub-paragraph in Article 92:-

“92A. Where the company has only one director, he may pass a resolution

BY ORDER OF THE BOARD

Director

Date:

NOTES:

1. A Member of the Company entitled to attend and vote at the above meeting may appoint a proxy to attend and vote on his behalf and such proxy need not be a member of the Company.
2. If the member is a company, the common seal of the company must be affixed in accordance with its articles of association onto the proxy form.
3. The instrument appointing such a proxy must be deposited at the Registered Office of the Company, which is given above, not less than 48 hours before the meeting.

ANNEXURE 'A'

CO. REG. NO.:

IT WAS RESOLVED that the Memorandum and Articles of Association of the Company be

(a) To delete Article 49 and substitute therewith the following new Article:-

“No business shall be transacted at any general meetings unless a quorum of members is present at

(b) To delete Article 79 and substitute therewith the following new Article:-

“All cheques, promissory notes, drafts, bills of exchange, and other negotiable instruments, and all

(c) To delete Article 85 and substitute therewith the following new Article:-

“Unless otherwise determined by the directors, two directors shall constitute a quorum necessary

(d) To insert the following sub-paragraph in Article 92:-

“92A. Where the company has only one director, he may pass a resolution by recording it and

This is the annexure "A" referred to in the notice of resolution signed by me on

Director