(For Continuation outside the Dubai Development Authority Free Zone)

**RESOLUTIONS OF THE SHAREHOLDERS OF**

<<Name of Company FZLLC>>

Registered Number <<Number>>

(the "**Company**")

We, the undersigned, being the shareholders of the Company, undertake and resolve the following as a Special Resolution:

1. The following be and is hereby approved:

(a) that the Company will continue as an <<Form of Entity>> ("**Overseas Company**") in <<Jurisdiction of Continuation>> ("**Overseas Jurisdiction**") under the name <<Name>>; and

(b) that upon and subject to the registration of the Company as an Overseas Company in the Overseas Jurisdiction, and further subject to the provisions of Regulation 98 of the Dubai Development Authority Private Companies Regulations 2016 (“**Companies Regulations**”), the Company will be deregistered as an FZ-LLC (“**Deregistration**”) in the Dubai Development Authority Free Zone (“**Zone**”);

2. <<Name>>a national of <<Country>> and holder of passport number <<Number>> be and he is hereby authorised to submit all applications and to act on behalf the Company to give effect to the above resolutions.

3. Until Deregistration takes place, the Company will continue to abide by the laws and regulations of the Zone.

4. After Deregistration takes place the Company will abide by the laws and regulations of the Overseas Jurisdiction (the "**Overseas Regulations**") and may exercise all of the powers of an Overseas Company in the Overseas Jurisdiction.

5. The Company will abide by, and honour, all judgements, rulings, orders, claims, debts, liabilities and obligations due or to become due against the Company notwithstanding the Company's relocation to, and continuation as an Overseas Company in the Overseas Jurisdiction.

6. There is no reason that should prevent the continuation of the Company as an Overseas Company in the Overseas Jurisdiction or the deregistration of the Company in the Zone.

7. This document may be executed in counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument.

**SIGNED**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name:

**FOR AND ON BEHALF OF**

<<Name of Shareholder>>

**Dated:\_\_\_\_\_\_\_\_\_\_\_\_\_**

***Notes****:*

*1. This Resolution must be passed as a Special Resolution as defined in Appendix 1 to the Companies Regulations (i.e. by at least 75% of the votes of the members, entitled to vote, present in person or by proxy, at a duly convened general meeting).*

*3. This document must be* ***Notarised and Legalised****.*