

***Please prepare special resolution making reference to the format of either Specimen A1 or A2 and, depending on how the special resolution is passed, submit a special resolution in either one format.***

**Specimen A1 - Special resolution in writing signed by all members**

*Please note that section 5 of the Companies Ordinance (Cap. 622) (“CO”) only applies to a **qualified private company**. It does **NOT** apply to:*

- (i) a company that is not a private company; or*
- (ii) a private company that is specified in section 5(7) of the CO*

Business Registration No.:

THE COMPANIES ORDINANCE

(CHAPTER 622)

SPECIAL RESOLUTION

OF

*(Company Name)*

Passed on *(Date)*

By a written resolution signed by all the Members of the Company pursuant to section 548 of the Companies Ordinance, the following Special Resolution was duly passed :-

- (a) the company will become dormant \* as from the date of delivery of this special resolution to the Registrar of Companies (“the Registrar”) / as from *(date)* (Note); and
- (b) the directors of the company are authorized to deliver this special resolution to the Registrar for registration.

\_\_\_\_\_  
(Signature)

*(Name)*

Shareholder

\_\_\_\_\_  
(Signature)

*(Name)*

Shareholder

\* *Please delete as appropriate*

*Note : If a date is specified, the date should be later than the date of delivery of this special resolution to the Registrar for registration.*

## Specimen A2 - Special resolution passed at a general meeting

Please note that section 5 of the Companies Ordinance (Cap. 622) (“CO”) only applies to a **qualified private company**. It does **NOT** apply to:

- (i) a company that is not a private company; or
- (ii) a private company that is specified in section 5(7) of the CO

Business Registration No.:

THE COMPANIES ORDINANCE  
(CHAPTER 622)  
SPECIAL RESOLUTION  
OF  
(Company Name)  
Passed on (Date)

At a General Meeting of *(Company Name)* duly convened and held at *(address)* on *(date)*, the following Special Resolution was duly passed :-

- (a) the company will become dormant \* as from the date of delivery of this special resolution to the Registrar of Companies (“the Registrar”) / as from *(date)* (Note); and
- (b) the directors of the company are authorized to deliver this special resolution to the Registrar for registration.

\_\_\_\_\_  
(Signature)

(Name)  
Chairman<sup>#</sup>

\* Please delete as appropriate

Note : If a date is specified, the date should be later than the date of delivery of this special resolution to the Registrar for registration.

# Chairman presiding at the meeting