

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*

Company 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

Company 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[#]

* 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

Specimen B1 - Special resolution in writing signed by all members

Company 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 intends to enter into an accounting transaction; and
- (b) the Company will cease to be a dormant company upon the delivery of this Special Resolution to the Registrar of Companies for registration.

(Signature)

(Name)

Shareholder

(Signature)

(Name)

Shareholder

Specimen B2 - Special resolution passed at a general meeting

Company 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 intends to enter into an accounting transaction; and
- (b) the Company will cease to be a dormant company upon the delivery of this Special Resolution to the Registrar of Companies for registration.

(Signature)

(Name)

Chairman[#]

[#] *Chairman presiding at the meeting*