

AGM Waiver

Section 200 & 201 of the Companies (Guernsey) Law, 2008

The Companies (Guernsey) Law, 2008 requires that a company holds an annual general meeting unless the company is exempt under section 200 and 201 of the law.

Section 200 relates to incorporated cells which are not required to hold an AGM unless it is required to by its memorandum or articles or a special resolution.

Under section 201, the members of a company may pass a waiver resolution exempting the company from the requirement to hold an AGM under section 199 of the Law.

Under section 201, **members** need to pass the resolution and note the following:

1. The resolution may be for a particular year or years or for an indefinite period;
2. The effect of the resolution can be rescinded if the company receives requests to do so from certain members or shareholders (please see section 201 (3) for details).

Guidance on how to submit the resolution using the online services portal can be found here: <http://guernseyregistry.com/onlineservicesportal> . The information required by the Registry on the resolution can be found overleaf.

Please note:

The Guernsey Registry is not able to provide legal advice or opinion and, therefore, if there is any uncertainty regarding this type of resolution, independent legal advice should be sought.

Should you require further information please contact:

Guernsey Registry

Tel. +44 1481 743800

Fax: +44 1481 743801

email: enquiries@guernseyregistry.com

AGM Waiver

Section 201 of the Companies (Guernsey) Law, 2008

Members Resolution (AGM waiver)

Company name:

Company number:

Registered office details:

Resolution in writing of the members of the company at the meeting held on

Waiver of AGM

IT WAS UNANIMOUSLY RESOLVED pursuant to section 201 of the Companies (Guernsey) Law, 2008 that the company waives the requirement under section 199 to hold an AGM.

This members resolution shall apply as follows:

For the year ,or

For the years to ,or

Indefinitely

IT WAS FURTHER RESOLVED that the secretary be instructed to file a copy of the resolution with the Registrar of Companies.

For and on behalf of:

For and on behalf of:

Please submit this resolution, with the necessary fee, to the Guernsey Registry using the online services portal or by post.

£10 for an online submission and £20 for a paper submission.