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|   | COMPANY NAME LIMITEDCompany number: Company registration numberRegistered office address:  Address line 1,  Address line 2, Town, County, Postcode |   |

**SHAREHOLDERS' RESOLUTION**

**Passed on Date of meeting**

At a general meeting of Company Name Limited (“the Company”), held at [Location of meeting] Address line 1, Address line 2, Town, County, Postcode on Date of meeting, the following resolution was duly passed as an ordinary resolution of the shareholders:

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| **ORDINARY RESOLUTION** |
|   |
| That 1,234 [Number of shares in issue for share class being reclassified] Share class name [Name of share class being reclassified] £X.XX [Nominal value per share] shares be and are hereby reclassified as 1,234 [Number of shares being reclassified] New share class name [Name of the new share class] shares of £X.XX [Nominal value per share] each in the capital of the Company.   |
|   |
| That any two directors be authorised to issue new share certificates, signed by them on behalf of the Company, and cancel old share certificates as required to reflect the share reclassification. |
|   |
| That the register of members be updated to reflect the share reclassification and form SH08 and a copy of this resolution be filed with Companies House within one month. |

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| Signed: |   |   |

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| Dated: |   |   |