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| **SAMPLE & GUIDANCE** |
| **Title:**  | Resolution of the Management Board of a company to confirm the decision to register a branch in the Abu Dhabi Global Market.  |
| **When to use this template?** | * If you wish to submit an application to register a branch of a foreign company and the parent company is registered outside of the boundaries of the ADGM jurisdiction (including UAE licensed entities) and the applicant company is managed by a Board of Managers.
* Please refer to the specific resolution templates if you wish to incorporate a private company limited by shares or any other legal entity type and for the resolution format by board of directors.
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| **How to complete the template:** | 1. Copy the text and fill in the required information that is specific to your application and print on letterhead of the parent company;
2. Delete optional clauses in italic font (if not applicable), the square brackets and the endnotes.
3. The incumbent appointed management board of the parent company should sign this resolution. The evidence of authority of the signatories on behalf of the parent company must be supported by documentary evidence in the form of a register of managers (issued not more than three months ago, recently certified as a true copy by one of the incumbent management board members or company secretary, or registered agent. Note that as per s978 of the ADGM Companies Regulations foreign language documents must be accompanied by a certified translation to the English language).
4. Note that electronic signature is acceptable.
5. If the applicants appoint an optional authorised signatory for registration purposes, then such signatories should not be listed on the registration application.
6. This resolution serves as evidence of the appointment of authorised signatories for the branch and should be uploaded in the *Evidence of Appointment* section for each authorised signatory.
7. You should upload the same resolution as a supporting document in the field *Resolution Approving Registration.*
8. Please note that the director(s) and secretary(s) listed on the online application form refers to the appointed officers of the parent company and their evidence of appointment should be the confirmation of appointment in the parent company. This could be provided in the form of the Register of Management Board members, Incumbency certificate, or Articles of Association of the parent company that confirms the details of the incumbent directors, secretary etc. of the parent company (certified as a true copy by a company management board member, secretary or in-house council not more than three months ago).
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| **Contact:** | For further questions regarding this document, please contact:ADGM.Registration@adgm.com |

 **RESOLUTION OF THE MANAGEMENT BOARD**

**OF**

**[insert parent company name]**

**DATED**

**[insert date]**

We, the undersigned being members of the Management Board of **[insert parent company name]** (the “**Company**”), hereby consent to the adoption of the following resolutions:

1. **Registration of Branch**

RESOLVED THAT the Company register a branch in the jurisdiction of the Abu Dhabi Global Market (“ADGM”) with the trade name **[insert trade name] [[1]](#endnote-1) (“the Branch).**

1. **Appointment of Officers**

IT WAS RESOLVED, to appoint the officers of the Branch upon registration as follows.

Appointment of Authorised Signatory(ies)

|  |  |
| --- | --- |
| Name  | Signing Authority (Jointly/Severally)[[2]](#endnote-2) |
|  |  |
|  |  |

1. ***Appointment of Signatory for Registration Purposes***[[3]](#endnote-3)

***IT WAS FURTHER RESOVED****, that {insert authorised persons name(s)} is/are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as said person shall deem necessary or advisable, to carry out the purposes of the foregoing resolutions to complete the registration process of the Branch with the ADGM RA on behalf of the Company.*

Signatures of Management Board Members

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[insert Management Board Member’s name] [insert Management Board Member’s name]

1. The reference to trade names is most applicable to retail entities and may be deleted if not relevant. [↑](#endnote-ref-1)
2. Please indicate if authorised signatories should act jointly or severally, noting that there must be at least two authorised signatories appointed if they are to act jointly. Please add rows as applicable. [↑](#endnote-ref-2)
3. Optional appointment of authorised signatories to complete the registration process with the ADGM RA on behalf of the parent company. [↑](#endnote-ref-3)