**SPECIAL RESOLUTION PASSED AT A MEETING OF THE SHAREHOLDERS AND DIRECTORS OF ……. PROPRIETARY LIMITED (REGISTRATION NUMBER ……/07) (“THE COMPANY”)**

**HELD AT \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ ON \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**RESOLVED THAT:**

A. The Company enter into an agreement with Mariette Schoeman (“Schoeman”) in terms of which her services as a principal property practitioner will be procured (“the Agreement”).

B. As security for the Company’s due compliance in terms of the Agreement and in particular the provisions of clauses 4.6.3, 4.6.4, and 7 thereof, Schoeman be irrevocably and unconditionally authorised to:

1. Appoint the auditors of the Company and instruct them to conduct audits of the Company;
2. Pay the auditor’s fees from the Company’s business account;
3. Sign the audit reports and submit same to the Property Practitioner’s Regulatory Authority;
4. Assume control of the Company’s trust- and business banking accounts for purposes of deregistration and/or winding up of the Company;
5. Deregister the Company as a property practitioner with the Property Practitioners Regulatory Authority and/or the Companies and Intellectual Property Commission;
6. Register the resignation of the directors in the records of the Company and the Companies and Intellectual Property Commission;
7. Apply on behalf of the Company to any competent court for its voluntary winding up.

C. Schoeman be appointed as a director of the Company with immediate effect.

D. Schoeman, in her capacity as a director of the Company be hereby authorised to sign any document required to give effect to this resolution.

D. Any notice or publication requirements pertaining to this special resolution be waived.

SIGNED BY ALL SHAREHOLDERS AND DIRECTORS:

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