Template

This template is intended to cover situations that frequently arise in practice. However, it should not be considered as definitive, complete or tailored to any specific case. It does not constitute legal advice. This template should not be used without possessing qualified know-how or without first consulting a qualified advisor regarding the specific circumstances.

**Circular resolution[[1]](#footnote-2)
of the Board of Directors of [Sample Ltd]**

The Board of Directors of [Sample Ltd] passes the following resolutions by circular letter and waiving oral debate in accordance with Art. 713 para. 2 item 3 CO:

1. [Subject of the resolution]
2. [Subject of the resolution]
3. [Subject of the resolution]

[Signatures on the following page][[2]](#footnote-3)

date [name]

date [name]

date [name]

date [name]

1. The circular resolution must be signed by all members of the Board, otherwise the resolution is not valid. [↑](#footnote-ref-2)
2. The signatures can be obtained on separate signature pages (i.e. one signature per page) to enable separate printing, signing and returning by each individual member of the Board.
If the circular resolution is to be submitted to the commercial registry office or another authority, the signatures must be provided by hand. [↑](#footnote-ref-3)