**Share Transfer Form**

|  |  |
| --- | --- |
| **Part 1** | |
| **Company name** | XXX Pty Ltd |
| **A.C.N.** | AAA |
| **Description** | Fully paid ordinary shares |
| **Quantity** | NNN |
| **Consideration** | ## insert total amount |
| **Date** | ## insert date |
| **Full name(s) of transferor(s)** | YYY |
| **Full address of transferor(s)** | YAddress |
| I/we hereby transfer the above shares to the transferee(s) named below. | |
| **Transferor(s) sign here** |  |
| **Part 2** | |
| **Full name(s) of transferee(s)** | ZZZ |
| **Full address of transferee(s)** | ZAddress |
| **Transferee(s) sign here** |  |

**XXX PTY LTD ACN AAA**

**Record of circulating directors’ resolutions**

**(See section 248A of the *Corporations Act 2001*)**

Those who sign below are all of the directors of the above company (**Company**) at the time of signing this circular resolution (**Directors**).

The Directors are in favour of the resolutions below. They acknowledge that the resolutions are passed when the last of them signs this document or an identical counterpart.

**Schedule**

It is resolved that:

#### it be noted that the following have been delivered to the Company:

##### a share transfer form executed by both YYY (**Transferor**) and ZZZ (**Transferee**) for the transfer to Transferee of NNN fully paid ordinary shares held by Transferor in the Company (**Transferred Shares**); and

##### a share certificate in the name of Transferor in respect of the Transferred Shares (**Old Certificate**);

#### the Company accept the transfer and register Transferee in the shareholder register as the holder of the Transferred Shares;

#### the Company cancel the Old Certificate;

#### the Company execute (in any manner permitted by the *Corporations Act 2001* or the Company’s Constitution) and issue a new share certificate in the name of Transferee for the Transferred Shares (and a new certificate to Transferor for the balance, if any, of the shares represented by the Old Certificate);

#### the Company provide the required online notification to the Australian Securities and Investments Commission (**ASIC**) of the relevant changes as a result of the transfer of the shares; and

#### each and any director and the company secretary is authorised to execute the above share certificate and provide the above online notification to ASIC.

|  |  |  |
| --- | --- | --- |
|  |  |  |
| [## insert director name] |  | Dated |
|  |  |  |
| [## insert director name] |  | Dated |

No: [## insert certificate number] **SHARE** **CERTIFICATE**

**XXX PTY LTD**

(ACN AAA)

**Incorporated in:** Victoria

**Registered Office:** [## insert address of Company]

**Share Class:** Fully paid ordinary shares

**THIS IS TO CERTIFY** that ZZZof ZAddress is the registered holder of NNN fully paid ordinary shares numbered ## to ## subject to the Company’s constitution and that the sum of [## insert amount] has been paid in respect of each share.

**DATED**

|  |  |  |
| --- | --- | --- |
| EXECUTED by **XXX** **PTY LTD** (ACN AAA) in accordance with section 127 of the *Corporations Act 2001:* | )  )  )  ) |  |
|  |  |  |
| Director/Company Secretary |  | Director |
|  |  |  |
| Name of Director/Company Secretary  (BLOCK LETTERS) |  | Name of Director  (BLOCK LETTERS) |

No: [## insert certificate number] **SHARE** **CERTIFICATE**

**XXX PTY LTD**

(ACN AAA)

**Incorporated in:** Victoria

**Registered Office:** [## insert address of Company]

**Share Class:** Fully paid ordinary shares

**THIS IS TO CERTIFY** that YYYof YAddress is the registered holder of [## insert balance of shares, if any, from previous certificate] fully paid ordinary shares numbered ## to ## subject to the Company’s constitution and that the sum of [## insert amount] has been paid in respect of each share.

**DATED**

|  |  |  |
| --- | --- | --- |
| EXECUTED by **XXX** **PTY LTD** (ACN AAA) in accordance with section 127 of the *Corporations Act 2001:* | )  )  )  ) |  |
|  |  |  |
| Director/Company Secretary |  | Director |
|  |  |  |
| Name of Director/Company Secretary  (BLOCK LETTERS) |  | Name of Director  (BLOCK LETTERS) |