Allianz

LIFE ADVANCED MARKETS

Adopted resolutions agreement sample document

This is an example of a corporate resolution to execute the terms of a buy-sell agreement. This specimen document can be shared with your attorney as you create a buy-sell agreement appropriate for your needs. All legal documents must be prepared by a licensed attorney, observing all formalities required under the relevant jurisdiction.

This specimen document is intended for general information purposes only; it is not legal advice. It should not be construed as guidance or as a substitute for professional legal, tax, or financial advice.

Allianz Life Insurance Company of North America, its affiliated companies, and their representatives and employees do not provide tax or legal advice.

You should consult with your own legal counsel to ensure that any agreements meet your specific needs and comply with applicable laws and regulations. The provisions of this specimen document do not imply endorsement or approval of any specific terms or conditions contained within it. It is not adapted to the specific circumstances or objectives you may have.

AMK-798 (6/2025)

MINUTES OF UNANIMOUS ACTION BY THE BOARD OF DIRECTORS AND SHAREHOLDERS OF (####)

The undersigned, being all of the directors and all of the shareholders of (###) (the "Company"), hereby agree to and adopt the following resolutions, effective [effective date]:

RESOLVED, that the Buy Sell Agreement, dated [date of buy-sell agreement] among the Company and each of the following shareholders: [insert the full name of each shareholder who has signed the Buy-Sell Agreement] (the "Buy Sell Agreement"), a true and correct copy of which is attached hereto as Exhibit A, is hereby approved and adopted in all respects.

RESOLVED, that the President of the Company is authorized, empowered and directed to execute and deliver, for and on behalf of the Company, the Buy Sell Agreement.

RESOLVED, that the President is further authorized, empowered and directed to execute and deliver, for and on behalf of the Company, applications for life insurance policies on the lives of shareholders as may be contemplated in the Buy Sell Agreement.

RESOLVED, that the officers of the Company are authorized, empowered and directed to execute and deliver, for and on behalf of the Company, any and all such instruments, certificates or other documents and to do any and all things as such officers may deem necessary, proper, and appropriate to expedite and carry out the intent and fulfill all of the duties and obligations which the Company may have under, or pursuant to, the Buy Sell Agreement.

Each of the directors and shareholders of the Company have signed these resolutions on the date set forth opposite his or her signature below.

Dated: ________________________ ____
Director

Dated: ________________________ ____
Director

Dated: ________________________ ____
Director

Dated: ________________________ ____
Director

Dated: ________________________ ____
Shareholder

Dated: ________________________ ____
Shareholder

Dated: ________________________ ____
Shareholder

Dated: ________________________ ____
Shareholder