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| **Osanike koosoleku protokoll**  *(Minutes of the meeting of shareholders)*  **Osaühingu ärinimi: \_\_\_\_\_\_\_\_\_**  *(business name of the private limited company)*  Registrikood: **\_\_\_\_\_\_\_\_**  *(registry code)*  Asukoht: \_\_\_\_\_\_\_\_\_\_  *(registered office)*  /*Koosoleku toimumise aeg ja koht*/  *(/the time and place of the meeting/)*  Koosoleku juhataja: */ees- ja perekonnanimi/*  *(chairman of the meeting: /given name and surname/)*  Koosoleku protokollija: */ees- ja perekonnanimi/*  *(recording secretary: /given name and surname/)*  Koosolekul osalevate osanike nimekiri:  *(the list of the shareholders participating in the meeting)*   |  |  |  | | --- | --- | --- | | **Osaniku nimi**  *(shareholder’s name)* | **Isiku- või registrikood / välismaa isikukood ja sünniaeg**  *(personal identification code or registry code / Foreign ID number and date of birth)* | **Osa nimiväärtus / häälte arv**\*  *(nominal value of a share / number of votes\*)* | |  |  |  | |  |  |  | |  |  |  |   Koosolekul osales \_\_\_(*murdarvuna või protsentuaalselt)* osanikest, häälte koguarv oli \_\_\_.  *(\_\_\_(in fractional form or in percent) of shareholders participated in the meeting, the total number of votes was \_\_\_.)*  **Koosoleku päevakord ja otsused:**  *(agenda and resolutions of the meeting)*   1. Osaühingu kustutati äriregistrist seoses aastaaruande esitamata jätmisega. Äriregistri seaduse § 64 lg 1 kohaselt saab käesoleva seaduse §-de 61 ja 62 alusel registrist kustutatud juriidilise isiku tegevuse jätkamiseks registrisse ennistada, kui juriidiline isik esitab puuduolevad andmed. Äriregistri seaduse § 64 lg 2 kohaselt saab avalduse registrisse ennistamiseks esitada kolme aasta jooksul kustutamisest arvates. Avaldusele lisatakse dokument, milles kajastub pädeva organi otsus registrisse ennistamise kohta. Äriseadustiku § 217¹ lg 1 kohaselt võivad äriregistri seaduse § 61 või 62 alusel registrist kustutatud osaühingu tegevuse jätkamise otsustada osanikud. Äriseadustiku § 217¹ lg 2 kohaselt on otsus tegevuse jätkamiseks vastu võetud, kui selle poolt on antud vähemalt 2/3 koosolekul osalenud osanike häältest või käesoleva seadustiku § 174 2. lõikes nimetatud juhtudel vähemalt 2/3 osanike häältest, kui põhikirjaga ei ole ette nähtud suurema häälteenamuse nõuet.   *(The private limited company was deleted from the commercial register due to failure to file the annual report. Pursuant to subsection 1 of § 64 of the Commercial Register Act, the registrar may reinstate a legal person deleted from the register pursuant to §§ 61 and 62 of this Act to the register for continuation of activities if the legal person submits the missing data. Pursuant to subsection 2 of § 64 of the Commercial Register Act, a petition for reinstatement to the register may be submitted within three years after deletion. A document indicating the resolution of a competent body concerning the reinstatement to the register is appended to the petition. Pursuant to subsection 1 of § 217¹ of the Commercial Code, the shareholders may decide on the continuation of the activities of a private limited company deleted from the register pursuant to § 61 or 62 of the Commercial Register Act. Pursuant to subsection 2 of § 217¹ of the Commercial Code, a resolution on continuation of activities is adopted if at least 2/3 of the votes of the shareholders who participate in the meeting have been given in favour, or in the cases specified in subsection 2 of § 174 of this Code at least 2/3 of votes of shareholders have been given in favour thereof, unless the articles of association prescribe a greater majority requirement.)*   1. Aastaaruannete heaks kiitmine.   *(Approval of annual reports.)*  **Osanike otsus:**  *(Resolution of the shareholders:)*   1. **Ennistada \_\_\_\_\_/*OÜ nimi*/\_\_\_ registrisse ning jätkata ÄRS § 61 alusel registrist kustutatud osaühingu tegevust.**   *(To reinstate \_\_\_/name of the private limited company/\_\_\_ in the commercial register and to continue the activities of the private limited company that has been deleted from the register on the basis of § 61 of the Commercial Register Act.)*  Otsuse poolt anti kokku \_\_\_/häälte arv/\_\_\_ häält. Otsuse poolt olid kõik osanikud (100%) ja otsus võeti vastu ühehäälselt.  *(A total of \_\_\_/number of votes/\_\_\_ votes were cast in favour of the resolution. All shareholders (100%) were in favour of the resolution and the resolution was adopted unanimously.)*   1. **Kiita heaks OÜ \_\_\_/ aruande aasta arv/\_\_\_ majandusaasta aastaaruanne ning juhatusel esitada aruanne registripidajale.**   *(To approve the \_\_\_year\_\_\_ annual report of the private limited company and the management board to submit the report to the registrar.)*  Otsuse poolt anti kokku \_\_\_/häälte arv/\_\_\_ häält. Otsuse poolt olid kõik osanikud (100%) ja otsus võeti vastu ühehäälselt.  *(A total of \_\_\_/number of votes/\_\_\_ votes were cast in favour of the resolution. All shareholders (100%) were in favour of the resolution and the resolution was adopted unanimously.)* |

Allkirjastatud digitaalselt *(signed digitally)*

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**juhataja nimi***(Name of the charman of the meeting)*

Allkirjastatud digitaalselt *(signed digitally)*

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**protokollija nimi***(Name of the recording secretary of the meeting)*