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Montrose Environmental Group, Inc.

Extract: Charter Amendment (Plain English Desc) from a [8-K](#) on 05/14/2024

[SEC Document](#)

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As previously disclosed in the Current Report on Form 8-K filed by Montrose Environmental Group, Inc. (the "Company") on May 8, 2024, at the Company's 2024 Annual Meeting of Stockholders (the "Annual Meeting"), stockholders of the Company approved amendments to Section 5.2 of Article V and Sections 10.1 and 10.2 of Article X of the Company's amended and restated Certificate of Incorporation (the "Certificate of Incorporation") to remove the supermajority voting requirements contained in those sections which required the holders of at least 66 2/3% of the voting power of the stock outstanding and entitled to vote thereon, voting together as a single class, for stockholders to (i) adopt, amend or repeal, or to adopt any provision of the Certificate of Incorporation; (ii) adopt, amend or repeal, or adopt any provision inconsistent with, any provision of the Bylaws of the Corporation (the "Bylaws"); and (iii) remove directors from office for cause. These amendments to the Certificate of Incorporation became effective upon the filing of a Certificate of Amendment of Amended and Restated Certificate of Incorporation (the "Certificate of Amendment") with the Secretary of State of the State of Delaware on May 10, 2024.