

**Certified Extract of Resolution**

Name of Company: \_\_\_\_\_ ("the Company")

Registered Office: \_\_\_\_\_

Business Address: \_\_\_\_\_

To: **Gransing Securities Co., Limited**

At a Meeting of the Directors of the Company duly convened and held at \_\_\_\_\_

\_\_\_\_\_ on the \_\_\_\_\_ day of \_\_\_\_\_, notice of which was duly given to the Directors of the Company and at which a quorum was present and acting throughout, the following Resolutions were duly passed and are now in full force and effect.-

1. That any \_\_\_\_\_ Director(s) and/or \_\_\_\_\_ be and are hereby authorised and empowered on behalf of the Company to open any securities dealing Account(s) with Gransing Securities Co., Limited ("GS") and to give GS such instruction and/or to sign any document and/or to do any act or thing as may be necessary or expedient for the operation and maintenance of such Account(s) and, in particular, but without prejudice to the generality of the foregoing, such persons be and are hereby empowered on behalf of the Company to authorise and approve any transaction in securities; to give written or oral instructions to GS with respect to any such transactions or any matter concerning the Company's Account(s); to bind the Company in the carrying out of any contract, arrangement or transactions which shall be entered into by any such person on behalf of the Company with or through GS; to pay in cash or by cheque or draft drawn upon the funds of the Company or by any other means such sums as may be necessary in connection with any of the Company's Accounts; to deliver securities and contracts to GS; to order the transfer or delivery thereof to any other person, and to order the transfer of the securities or contracts to any name selected by any such person; to affix the Company's Common Seal to any instruments, documents or agreements, including, without limitation, any charge on shares and similar securities which may at any time or from time to time require to be executed by the Company in favour of GS as security for the Company's obligations and liabilities to GS or otherwise; to charge any shares or similar securities to GS or to pledge the certificates or title

deeds therefore to GS; to endorse any securities or contracts in order to pass title thereto; to direct the sale or exercise of any rights with respect to any securities; to withdraw from any securities and funds that may from time to time be carried by GS for the account of the Company; to sign for the Company releases, powers of attorney and other instruments or documents in connection with any of the Company's Accounts and to agree to any terms or conditions to control any such Account; to direct GS to surrender any securities to the proper agent or party for the purpose of effecting any exchange or conversion, or for the purpose of deposit with any protective or similar committee, or otherwise; to accept delivery of any securities or contracts; to appoint any other person or persons to do any and all things which any of the said person or persons is hereby authorised or empowered to do; and generally to do and/or take any and all action necessary in connection with any of the Company's Account(s) or considered desirable by such persons in connection therewith.

2. That GS be supplied immediately with an up-to- date copy of the Company's Memorandum and Articles of Association and/or other constitutional documents, as applicable and with a copy of each amending Resolution of the shareholders or the Directors (as the case may be) as soon as the same has been passed.
3. That GS be supplied immediately with a list of the names and specimen signatures of the Directors and any other person(s) authorised by Resolution 1 above to sign and act on behalf of and bind the Company, that GS be informed forthwith by the Chairman of the Board of Directors of the Company in writing of any changes thereto and that GS be and is hereby authorised and entitled to act upon any such information until and subject to the receipt of additional information and/or any variation thereto from the Chairman or other authorised Directors of the Company in writing.
4. That an extract of any Resolution of the shareholders or the Directors (as the case may be) if purporting to be certified as true and complete and in accordance with the constitutional documents of the Company and any and all applicable laws and regulations by the Chairman of the meeting at which such Resolution was passed shall, as between GS and the Company, be conclusive evidence of the passing of such Resolution.
5. That an agreement, in the form produced to the Meeting, to be entered into by the Company with GS, setting out, inter alias, a mandate letter and the terms and

conditions for the opening, maintenance and operation of the Company's securities dealing Account(s) with GS, be and is hereby approved, and that such agreement be executed in accordance with Resolution 1 above for and on behalf of and so as to bind the Company.

6. That a copy of these Resolutions, certified by the Chairman of the Meeting, be delivered to GS and remain in full force and effect subject to any amending Resolutions which may be passed by the shareholders or Directors from time to time, and a copy thereof, certified by the Chairman of the Meeting, shall have been received by GS.

I, the undersigned, HEREBY CERTIFY that.-

- (a) the foregoing is a true copy of the Resolutions of the Company as entered in the Minute Book of the Company and which were duly passed at a meeting of the Board of Directors of the Company dated \_\_\_\_\_ (the "Meeting") in accordance with the Memorandum and Articles of Association and/or other constitutional documents, as applicable, of the Company and which are in compliance with any and all applicable legal and regulatory requirements relating to the Company;
- (b) I was present at, and took the chair of the Meeting; and
- (c) the list of names of the Directors and other persons (if any) authorised to open and operate the securities dealing Account(s) on behalf of the Company, their specimen signatures and (if applicable) the specimen impression of the Company's chop, as supplied to you, are correct and genuine.

Date the \_\_\_\_\_ day of \_\_\_\_\_

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Chairman of the Meeting