

BOARD RESOLUTIONS

OPENING OF BANK ACCOUNT

[COMPANY NAME]

REGISTRATION NO.: [COMPANY REGISTRATION NUMBER]

ADDRESS: [COMPANY ADDRESS]

(The "Company")

WRITTEN BOARD RESOLUTIONS OF THE COMPANY

1. BACKGROUND/PURPOSE

- 1.1 These resolutions relate to the Company opening a Corporate Account (the "Account(s)") with [Bank Name] (the "Bank").

2. DIRECTORS' INTERESTS

- 2.1 It is noted that no Director has a personal interest, direct or indirect, in the matters contemplated by these resolutions which require disclosure in accordance with the Company's constitution, applicable law or otherwise or which might disqualify that Director from approving these resolutions.

3. CONSIDERATION

- 3.1 Copies of the latest drafts of the **Documents** (as defined in Schedule 1) have been received and considered by the Directors.
- 3.2 It is the opinion of the Directors that entry into the Documents and performance by the Company of its obligations under them, will be in the long term benefit and interests of the Company and its stakeholders.
- 3.3 It is the opinion of the Directors that entry into the Documents and performance by the Company of its obligations under them will not conflict with or result in any breach of any other documents to which the Company is a party.

4. RESOLUTIONS

- 4.1 The Directors hereby unanimously approve and resolve that:
- a. the Company opens the Account(s) with the Bank;
 - b. the Company may from time to time open, maintain and/or close such other accounts with the Bank as the Authorised Signatories may, in their sole discretion, believe to be necessary or beneficial to the Company;
 - c. each Director (each an "**Authorised Signatory**") be collectively and individually authorised to operate the Accounts on behalf of the Company;
 - d. the Company's entry into the Documents and undertaking the matters contemplated by them, will be within its powers and objects as set out in its constitutional documents;
 - e. the Company has full capacity to enter into the Documents and undertake the matters contemplated by them;
 - f. each Authorised Signatory, and in the case of a deed any two Authorised Signatories or any Authorised Signatory with a witness, be collectively and individually authorised to negotiate, amend, execute and dispatch the Documents on behalf of the Company; and
 - g. each Authorised Signatory be collectively and individually authorised to negotiate, amend, execute and dispatch on behalf of the Company any and all documents and notices incidental or connected to the Account(s) and/or the Documents.

5. RATIFICATION