

Prior to filling this Board Resolution template, we are pleased to guide you through the different modes of signatures accepted by the Bank for companies.

The table hereunder is an example of a company having multiple people who can sign to authorise banking transactions:

| Signatories Name | List A or List B |
|------------------|------------------|
| Jane SMITH | List A |
| John SMITH | List A |
| Mary SMITH | List B |
| Mervin SMITH | List B |
| Malcom SMITH | List B |

For your company you can decide to have signatories in List A only

Hence, the modes of signatory accepted by the Bank can be **one** of the following:

| Power of Signatories | Signatories |
|----------------------|---|
| 1A | Any 1 from List A i.e John SMITH or Jane SMITH |
| 2A | Any 2 from List A signing jointly i.e John SMITH and Jane SMITH |
| 1A OR 2B | Any 1 from List A i.e John SMITH, Jane SMITH or Any 2 from List B signing jointly among Mary SMITH, Mervin SMITH & Malcom SMITH |
| 1A AND 1B | 1 from List A i.e. John SMITH/Jane SMITH and 1 from list B Mary SMITH/Mervin SMITH/Malcom SMITH |

The bank will accept up to 2 signatories only.

We rely on you to provide the exact information in your Board Resolution (no. of signatories) to match perfectly with what has been captured on the online platform.

Registered office: _____, Mauritius

WRITTEN RESOLUTIONS IN LIEU OF HOLDING A MEETING OF DIRECTORS OF

(THE "COMPANY")

PURSUANT TO SECTION 7 OF THE EIGHTH SCHEDULE OF THE COMPANIES ACT 2001

1. ACCOUNT OPENING AND ANCILLARY SERVICES

- 1.1 The Company wishes to start/ consolidate its relationship with The Mauritius Commercial Bank Limited (the "**Bank**") and in this respect, the Company will open one or more bank accounts of any type (including fixed deposits) and denominated in any currency (hereinafter the "**Bank Accounts**") with the Bank.
- 1.2 The Company also wishes to avail of digital banking facilities from the Bank, such as internet banking and mobile banking applications ("**Digital Banking Services**").

2. BANKING FACILITIES

The Company wishes to avail of the banking facilities from the Bank, including but not limited to overdrafts and term loans (or its equivalent in other currencies), under such terms and conditions as provided for in the relevant prescribed agreement to this effect (each hereinafter the "**Credit Facilities Agreement**") and the Authorised Signatories (as defined below) may, on behalf of the Company, provide such instructions to the Bank as may be required in furtherance of early repayment or cancellation of the facilities.

3. SIGNATURE MODE AND AUTHORISED SIGNATORIES

- 3.1 For every transaction, a maximum of 2 Authorised Signatories signing jointly shall sign the relevant agreement or grant approval required in respect thereof.

| | |
|----------------|--|
| Signature Mode | |
|----------------|--|

- 3.2 The Company also wish that the following persons ("**Authorised Signatories**") be authorised to send instructions relating to banking transactions contemplated hereinabove for and on behalf of the Company. The specimen signatures of the Authorised Signatories are found in Annex A hereto:

| Name of Signatory | List A or List B |
|-------------------|------------------|
| | |
| | |
| | |
| | |

4. RESOLUTIONS

AFTER DUE AND CAREFUL CONSIDERATION, IT IS RESOLVED THAT:

- (1) The transactions contemplated in these resolutions are in the best interest of and to the commercial benefit of the Company.
- (2) The Bank Account(s) be opened with the Bank in the name of the Company. The accounts of the Company, shall, if required, be debited for the purpose of funding the accounts mentioned in 1, above, upon their opening.
- (3) It was further resolved that the following signatories (the "Authorised Signatories") be and are hereby authorised to open and operate the Bank Accounts and the Digital Banking Services, and to that effect, sign all instructions relative to the Bank Accounts and the Digital Banking Services (as the case may be) and to draw, endorse all cheques/ drafts, effect all deposits, withdrawals, transfers, instruct the closure of the Bank Account(s), redemption of fixed deposits.

- (4) The execution and delivery of the Credit Facilities Agreement, any security document and other documents, agreement, deed, notice, certificate, undertaking or instrument ancillary to, related to or contemplated by the Credit Facilities Agreement (the "Ancillary Documents") are hereby authorised and approved.
- (5) The Authorised signatories acting in accordance with paragraph 3, be and are hereby authorised in the name and behalf of the Company to execute and/or deliver the Credit Facilities Agreement, any security document and the Ancillary Documents and to make such variations, modification or amendments to the Credit Facilities Agreement and any Ancillary Document in their absolute discretion deemed necessary including, without limitation, the execution and delivery of all amendments or supplemental documents relating thereto.
- (6) This resolution shall remain valid and may be relied upon by the Bank until and unless revoked by the Board of Directors of the Company.

Dated this [] day of [] / [] (mm/yyyy).

[Signature page follows]

Signature Page

Signature:

Name:

Title:

[Annexure A follows - Specimen Signature of Authorised Signatories]

ANNEXURE A
SPECIMEN SIGNATURE OF AUTHORISED SIGNATORIES

Authorised Signatories

Signature:

Name

Title:

This document may consist of several counterparts (including facsimile or other similar means of communication or by e-mail attachment, provided such attachment is in pdf format or a similar format which contains a pictorial, photocopy or photographic image of the signature) in like form each signed or assented to by one or more parties or signatories of the parties hereto on separate counterparts, but all such counterparts taken together shall constitute one and the same document.