

To : First Commercial Bank, Ltd. Hong Kong Branch

(Incorporated in Taiwan with limited liability)

致 第一商銀銀行股份有限公司 香港分行

RECORD OF BOARD RESOLUTIONS

董事局議決案紀錄本

Passed by the Director of _____ (hereinafter called "the Company") on the _____ (place)
Subject to the Rules of First Commercial Bank Hong Kong Branch for the time being in force as will be applicable to the appropriate nature of each of the accounts:-

1. That First Commercial Bank Hong Kong Branch (hereinafter called "the Bank") be appointed the Company's bankers and that one or more accounts be opened **Statement/ Passbook** Account and/or continued with the Bank from time to time, such account or accounts to include but not limited to current, savings, call and/ or fixed deposit accounts whether in Hong Kong currency or in any foreign currencies and that any one director of the Company be authorized to direct the Bank in writing to open such further account or accounts with the Bank subject to such terms and conditions as the Bank may think fit.

委任第一商業銀行香港分行(以下簡稱“該行”)為本公司之往來銀行，可隨時在開立對帳單/存摺帳戶及/或繼續使用一個或多個帳戶，包括惟不限於往來、儲蓄、通知及或定期存款帳戶，亦不論是以港幣或任何外國貨幣開立者。本公司授權任何一位董事可以書面指示該行增開帳戶，並照該行認為適當之條款辦理。

2. That the Bank be hereby authorized and instructed to honor all cheques, bills of exchange, promissory notes and other orders drawn accepted made or given on behalf of the Company at any time and to debit such cheques, bills, notes and orders to the Company's account or accounts whether such account or accounts be in credit or overdrawn or may become overdrawn in consequence of such debit, and to accept receipts as a valid discharge to the Bank for any money deposited with or owing by the Bank on any of the Company's account or accounts at any time provided that such cheques, bills, notes, orders or receipts are signed by **【1】** _____

授權及通知該行可隨時承兌本公司發出之一切支票、匯票、本票或付款憑證，本公司之帳戶支付，不論帳戶為存為欠，或因支付而改透支，該行亦接受本公司之收據，作為本公司支取帳戶之有效憑證。惟上述票據均須有下列人士之簽署：**【1】請填英文版。**

3. That the Bank be authorized to treat all bills, promissory notes and acceptances as being indorsed on behalf of the Company and to discount or otherwise deal with the same provided they are signed by **【1】** _____

授權該行處理所有票據、本票、承兌單等若干單據，經由本公司簽認者，只需有下列人士之

簽署：【1】 _____

4. That 【1】 _____ be authorized to withdraw and deal with any of the Company's securities or property or documents of title thereto which may be deposited with the Bank from time to time whether by way of security or otherwise. And to arrange with the Bank for advance to the Company by way of discount, loan overdraft or otherwise whatsoever from time to time and to sign on behalf of the Company any forms of deposit and withdrawal, Memoranda of Deposit and Letters of Trust, Hypothecation and /or Pledge relating to any securities or property or documents of title relating thereto to secure such advances and any obligations, undertakings, instructions, indemnities and counter-indemnities, and any other documents as may be required by the Bank from the Company.

授權【1】請填英文版 處理及提取本公司隨時以抵押或其他形式存於該行之任何證券、財物或契據。並得隨時與會該行洽辦以貼現、借貸、透支或其他形式放款予本公司，及代表本公司簽署任何與上述抵押品有關之提存表格、信託狀、抵押/按揭書及該行需本公司簽署之擔保書、指示書、賠償承擔書等。

5. That the person(s) authorized by Resolution 2 above to sign cheques, bills, notes, orders or receipts therein mentioned be and is/are hereby authorized to represent the Company and that his/her/their signature(s) shall bind the Company including, but not limited to those specifically referred to herein.

授權在第2項議決有權簽署支票、匯票、本票或付款憑證之人士為本公司之代表，其簽署將對本公司有約束力，包括該項所述情況下之簽署，惟並不以此為限。

6. That the Bank be furnished with a list of the names and specimens of the signatures of the directors and any other person or persons authorized to sign on behalf of the Company, and be from time to time informed by notice in writing under the hand of the Chairman or the Managing Director or the General Manager or Manager of the Company of any change which may take place therein, and be entitled to act upon such notice until the receipt by the Bank of further notice under the hand of the Chairman or the Managing Director or Authorized persons.

編列本公司董事及授權簽署人員及其簽署式樣乙份交該行存誌，嗣後若有任何更改，將隨時由本公司董事會主席、執行董事、被授權人書面通知該行，而該行可即憑以辦理，直至再接獲通知更改為止。

7. That a copy of any resolution of the board of directors, if purported to be certified as correct by the chairman of the meeting at which such resolution was passed and by one or other director of the Company shall as between the Bank and the Company be conclusive evidence of the passing of the resolution so certified.

本公司之董事會議決案，如經該會議主席聯同本公司另一董事簽署證明者，該行可視之為絕對確實之議決案。

8. That these resolutions be communicated to the Bank and remain in force until an amending resolution shall be passed by the board of directors of the Company and a copy thereof certified by the Chairman and one other director of the Company shall have been communicated to the Bank.

此議決案全份將送交該行，其效力維持至本公司董事會通過更改議決案，並由該會議主席聯同另一董事簽證議決案送交該行為止。

9. That these resolutions supersede all our previous ones with the Bank, if any.

本議決案取代本公司前存於該銀行之所有董事會議決案。

WE HEREBY CERTIFY the foregoing to be true copies of the resolutions as entered in the minute book of the Company duly passed at a meeting of the directors of the Company in accordance with the Articles of Association of the Company held on _____(DDMMYY) at _____.

本人等茲證明上述為真確之議決案抄本，與本公司會議記錄冊載相同，乃依照本公司註冊章程於 請填英文版 (年月日)在 請填英文版 舉行之董事會議上正式通過者。

Date :

日期：_____

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Chairman of the meeting (董事會主席簽署)

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Director (董事簽署)

上述授權簽署董事/其他授權簽署人之授權簽章式樣表 Lists of names and specimen signatures of above-mentioned Director(s)/ other person(s) authorized to sign

全名 FULL NAME	職位 POSITION	簽章式樣 SPECIMEN SIGNATURE
全名 FULL NAME	職位 POSITION	簽章式樣 SPECIMEN SIGNATURE
全名 FULL NAME	職位 POSITION	簽章式樣 SPECIMEN SIGNATURE
全名 FULL NAME	職位 POSITION	簽章式樣 SPECIMEN SIGNATURE

Remark 注意：

1. N.B. All alternations and deletions must be confirmed by the Chairman (or another director) with full signature(s). 受任董事 (或其他董事) 如有異動、刪除時，請即通知本行。
2. That if there is any inconsistency between the English and Chinese version of this Mandate, the English version shall prevail for all purposes. 文義如歧異，以英文為準。