

Accounts and Services Resolution

Certified True Extract of Resolutions

I/We, the undersigned, hereby certify that in respect of the Applicant (as defined in the extract below), the following Resolutions dated ____ / ____ / _____ (DD/MM/YYYY) have been duly adopted and passed by:

- where the Applicant is a Corporation,**
the Board of Directors of the Corporation in accordance with its constitutive documents,
- where the Applicant is a Limited Liability Partnership (“LLP”),**
the partners of the LLP in accordance with its LLP agreement,
- where the Applicant is a Limited Partnership (“LP”),**
the partners of the LP in accordance with its LP agreement,
- where the Applicant is a Partnership,**
the partners of the Partnership in accordance with its Partnership agreement,
- where the Applicant is a Society, Association or Club,**
the duly authorised committee or body of the Society, Association or Club in accordance with its rules, charter or constitution,
- where the Applicant is a Management Corporation of a building as defined under the Land Titles (Strata) Act (Chapter 158) of Singapore (“Management Corporation”),**
the council of the Management Corporation in accordance with the Building Maintenance and Strata Management Act (Chapter 30C) of Singapore,

which Resolutions are now in full force and effect.

Note

Where Applicant is a Corporation/LLP/ LP/Partnership/Society/Association/Club/ Management Corporation of a Building.

Resolved:

Appointment of Banker

1. That United Overseas Bank Limited (“the Bank”) be and is hereby appointed as banker of

_____ (the “Applicant”).

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2. That the Applicant be authorised to open any number of accounts of any type and in any currency (each an “Account” and collectively “Accounts”) with the Bank and to use any of the banking services offered by the Bank from time to time including but not limited to business internet banking, phone banking, self-service machines, cash management, trade services or such other types of services which may be available from the Bank from time to time (each a “Service” and collectively “Services”).

3. That for the purpose of these Resolutions, the definitions “Accounts” and “Services” shall mean all Accounts and Services of the Applicant with the Bank including Accounts and Services existing as at the date hereof (“Existing Accounts and Existing Services”).

Appointment and Authority of Approved Persons, Approved Signatories and Approved Users

4. **Approved Persons:** That the persons whose names are set out in the Schedule hereto be and are hereby appointed as “Approved Persons” with authority to take the following actions in accordance with the signing conditions set out in the Schedule hereto, for and on behalf of and in the name of the Applicant:

- (a) to open and close any Account with the Bank;
- (b) to apply for and terminate the use of any of the Services including business internet banking, phone banking, self-service machines, cash management and trade services, with the Bank;
- (c) to agree to abide by the terms and conditions governing the Accounts and Services of the Bank and to accept and agree to all such specific terms and conditions as the Bank may prescribe from time to time in respect of a specific Account or Service;
- (d) to appoint, add, remove and/or replace any person or persons (including themselves) as signatories of the Accounts (“Approved Signatories”) and to set and determine the mandate or authority of the Approved Signatories and to confirm their appointment and certify their specimen signatures and such other particulars as the Bank may require;

(e) to appoint, add, remove and/or replace any person or persons (including themselves and the Approved Signatories) as signatories or users of the Services (“Approved Users”) and to set and determine the mandate or authority of the Approved Users and to confirm their appointment and certify their specimen signatures and such other particulars as the Bank may require;

(f) to provide such security as may be required by the Bank in connection with the Accounts and/or Services, and to sign the security documents required by the Bank;

(g) to give the Bank written instructions, consents or indemnities in connection with the Accounts and the Services; and

(h) to sign any other document as may be required or appropriate or which is incidental to the matters authorised by these Resolutions generally.

5. **Approved Signatories:** That the Approved Signatories be and are hereby authorised to perform the following acts and things for and on behalf of the Applicant, according to the signatory requirements and limits (if any) set by the Approved Persons:

- (a) to operate the Accounts and to close any Account of which they are the Approved Signatories;
- (b) to apply for, obtain, use and avail of any temporary overdraft or ad hoc trade or other facility or banking accommodation (including without limitation bankers’ guarantees, letters of credit, bills of exchange purchased, bills discounting, trust receipts) and in connection therewith: (i) to pledge, charge, assign, endorse and deliver such goods, moneys, bills of lading, warehouse receipts, rights, title and interests as the Bank may require as security for the facility or banking accommodation; (ii) to sign letters of pledge, charge, indemnity, guarantee, deposit, trust receipt or hypothecation and any other document as the Bank may require; (iii) to give valid receipts and full discharges to the Bank for moneys, documents, securities or other property released by the Bank to the Applicant;
- (c) to enter into foreign exchange trades and transactions with the Bank and to sign all documents in connection therewith;
- (d) to authorise and request the Bank to purchase or sell for account of the Applicant, currencies, stocks, bonds and other securities and gold or other precious metals and to sign all documents in connection therewith; and
- (e) to deal and agree with the Bank on any of the matters set out in this Resolution 5 generally.

6. **Approved Users:** That the Approved Users shall use the Services according to the authority specified by the Approved Persons for each of them and each Approved User may terminate his own use of the Services at any time. The Approved Users shall include the persons (by whatever name called in the documents for the Services) who have been appointed to use the Services by the Approved Persons.

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7. That the Bank be and is hereby authorised to act on any instruction from the Approved Persons, Approved Signatories or Approved Users and honour any instrument, document, or instruction given by them within the limits and scope of their authority.

Change of Approved Persons, Approved Signatories and Approved Users

8. **Change of Approved Persons:** That any amendment to the list of Approved Persons, their authority and/or their signing conditions shall only be made by amending resolutions duly passed by the Applicant, and communicated to the Bank who shall be given a reasonable period of time to effect the amendment.

9. **Change of Approved Signatories and Approved Users:** That any amendment to the list of Approved Signatories and Approved Users and their authority shall only be made by written notice given by the Approved Persons signing according to the signing conditions set out in the Schedule hereto and communicated to the Bank who shall be given a reasonable period of time to effect the amendment.

Resolutions in Force and Reasonable Time for Amendment

10. That the Bank may rely on these Resolutions and the instructions given by the Approved Persons, Approved Signatories and Approved Users under their respective authority until the Bank has received and accepted to be in order, written notice of amendment or revocation of their authority or of these Resolutions and has had a reasonable period of time to give effect to the notice. The Bank shall be entitled to a reasonable period of not less than seven (7) business days from receipt of notice to process the notice. Before the Bank has updated its record, the Bank may act in reliance on the mandates in force prior to receipt of the notice.

Amending Resolution for Existing Accounts and Existing Services - Authority for Approved Persons

11. That the authority conferred on the Approved Persons by these Resolutions may be exercised by the Approved Persons in respect of all Existing Accounts and Existing Services including the authority to amend and revoke the mandate for any such Existing Accounts and Existing Services and until they are amended or revoked, the mandates for the Existing Accounts and Existing Services will remain in force.

Authority to Pay

12. That the Bank may debit the Accounts with any cheque, bill or note drawn on the Accounts or based on instructions, directions or orders given in respect of the Accounts whether the Accounts are in credit or overdrawn or may become overdrawn in consequence of such debit provided that such cheques, bills, notes, instructions, directions or orders are given or signed by the Approved Signatories acting within the limits and scope of their authority.

13. That the Bank be and is hereby authorised to honour all cheques, bills and notes without inquiry as to the circumstances of issue or the disposition of the proceeds even if drawn to the individual order of the person(s) signing, or payable to the Bank or others for his/their account or tendered in payment of his/their obligations.

Provision of Constitutive Documents

14. That the Bank be given a certified true copy of such constitutive documents in respect of the Applicant as the Bank may require, certified by any director/company secretary/office bearer (see Note 1) / two partners (see Note 2) of the Applicant.

Certification of Approved Persons, Specimen Signatures, and Copies/Extracts of Resolutions

15. That as between the Applicant and the Bank:

(a) where the Applicant is a corporation, any one director and company secretary or any two directors or such person(s) authorised under its constitutive documents,

(b) where the Applicant is a LLP, LP or a partnership, all its partners (see Note 2) or such person(s) authorised under its LLP agreement, LP agreement or partnership agreement,

(c) where the Applicant is a society, association, club or a management corporation, any two of its office bearers (see Note 1),

be and are hereby authorised to certify to the Bank:

(i) the list of Approved Persons, their designation or title and their specimen signatures; and

(ii) a true copy or extract of any resolution passed by the Applicant (including these Resolutions) in connection with the Accounts and Services and such certification may be relied upon by the Bank as conclusive evidence of the passing of the resolutions so certified.

Notes:

1. A reference to an "office bearer" shall be read as a reference to a person who is the president, the secretary, the treasurer, of the committee or other governing body (or persons holding similar or equivalent positions) of an Applicant which is a society, an association, a club or a management corporation.

2. A reference to a "partner" shall be read to include any person who is an authorised representative of such partner.

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Schedule of Approved Persons

Applicant name

Note

Where an Applicant is a Limited Partnership, limited partners may not be appointed as Approved Person(s).

Signing Conditions of Approved Person(s)

Singly Any two jointly Others Please specify, e.g. "One A and One B OR One A and One C OR Two Bs"

Particulars of Approved Person(s)

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Assign signing group

A B C Others _____

Designation

Specimen signature

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Assign signing group

A B C Others _____

Designation

Specimen signature

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Assign signing group

A B C Others _____

Designation

Specimen signature

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Assign signing group

A B C Others _____

Designation

Specimen signature

Accounts and Services Resolution

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Assign signing group

A B C Others _____

Designation

Specimen signature

Certified on _____ / _____ / _____ (DD/MM/YYYY) by the following persons for and on behalf of the Applicant:

Signature

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Designation

Signature

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Designation

Signature

Name (As per ID document)

ID number (NRIC/Passport/FIN)

Designation

Signature

Name (As per ID document)

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Designation
