

To: China Minsheng Banking Corp., Ltd., Hong Kong Branch
致: 中國民生銀行股份有限公司香港分行

CORPORATE ELECTRONIC BANKING SERVICES BOARD RESOLUTIONS (FOR LIMITED COMPANY ONLY)
有關企業電子銀行服務的董事會決議案 (僅供有限公司之用)

I HEREBY CERTIFY that resolutions were passed at a meeting of the Board of Directors (the "Board") of the Company on _____ (Day / Month / Year)

本人茲確認申請公司在 _____ (日 / 月 / 年) 舉行的董事會會議上通過以下決議案

1. **NOTED THAT** a Corporate Electronic Banking Services Application Form ("Application Form") is to be submitted by the Company to China Minsheng Banking Corp., Ltd., Hong Kong Branch (the "Bank") for the Bank to provide Electronic banking services to the Company in accordance with the Bank's Terms and Conditions for Electronic Banking Services ("Terms & Conditions"). A draft of the Application Form is submitted to the Board for consideration and approval.

知悉公司將遞交企業電子銀行服務申請表(「申請表」)予中國民生銀行股份有限公司香港分行(「民生銀行香港」),以要求民生銀行香港按照其企業電子銀行服務的條款及細則(「電子銀行條款及細則」),向公司提供網上理財服務。申請表的草擬本提交董事會考慮及批准。

2. **RESOLVED THAT** the content of and the particulars completed in the Application Form and submission by the Company of the Application Form subject to acceptance by the Bank are hereby approved and that the terms set out in Terms & Conditions (found at <http://www.cmbc.com.hk>) are hereby approved and adopted in all respects and that the Company hereby agrees to be bound by Terms & Conditions now and from time to time in force.

議決批准申請表的內容及在申請表上公司所提供的資料,及批准公司遞交申請表(有待民生銀行香港接納),以及議決批准及同意公司接受電子銀行條款及細則(列於<http://www.cmbc.com.hk>),並議決公司同意受現行及不時生效的電子銀行條款及細則所約束。

3. **FURTHER RESOLVED THAT any one** director of the Company be and is authorized to execute for and on behalf of the Company the following documents:

並另行議決授權公司任何一位董事代表公司簽署下列文件:

- (i) the Application Form with such modifications and amendments as he / she may think fit; and
包含其認為適當的任何修改或修訂的申請表;及
- (ii) any other documents, instruments, writings and assurances as may be necessary, expedient or desirable in connection with the registration of Corporate Electronic Banking services to be provided pursuant thereto;
就獲提供首次登記企業電子銀行服務而可能必要、應當或適宜簽署的任何其他文件、文據、契據及擔保;

4. **FURTHER RESOLVED THAT** (where the authorized persons are designated with different authorization limit in the Specimen Signature Card) the authorized person(s), with the highest transaction/ authorization limit, of any of the Current / Savings / Time Deposit / Other Account maintained by the Company with the Bank or (where there is no authorization limit set for the authorized persons in the Specimen Signature Card) the authorized person(s) of any of the Current / Savings/ Time Deposit / Other Account maintained by the Company with the Bank is / are authorized to execute for and on behalf of the Company the following documents:

另行議決授權(在印鑑卡中,當獲授權人員被授予不同授權限額時)公司於民生銀行香港開立的任何往來/ 儲蓄存款 / 定期存款 / 其他賬戶擁有最高交易上限/ 最高授權限額之獲授權人員或(在印鑑卡中,獲授權人員並沒有被授予任何授權限額時)公司於民生銀行香港開立的任何往來/ 儲蓄存款 / 定期存款 / 其他賬戶的獲授權人員代表公司簽署下列文件:

- (i) the Corporate Electronic Banking Services Change Request Form and Daily Maximum Transfer Limits Request Form with such modifications and amendments as he / she / they may think fit; and
包含其認為適當的任何修改或修訂的企業電子銀行服務更改申請表和每日最高轉帳限額申請表;及
- (ii) any other future documents, instruments, writings and assurances as may be necessary, expedient or desirable in connection with the maintenance of Corporate Electronic Banking services to be provided pursuant thereto.
就獲提供更改企業電子銀行服務而可能必要、應當或適宜簽署的日後任何其他文件、文據、契據及擔保。

5. **FURTHER RESOLVED THAT** (where the authorized persons are designated with different authorization limit in the Specimen Signature Card) the authorized person(s), with the highest transaction/ authorization limit, of any of the Current / Savings / Time Deposit / Other Account maintained by the Company with the Bank or (where there is no authorization limit set for the authorized persons in the Specimen Signature Card) the authorized person(s) of any of the Current / Savings/ Time Deposit / Other Account maintained by the Company with the Bank is / are authorized to act for and on behalf of the Company to apply for the following change requests for Corporate Electronic Banking services:

另行議決授權(在印鑑卡中,當獲授權人員被授予不同授權限額時)公司於民生銀行香港開立的任何往來/ 儲蓄存款 / 定期存款 / 其他賬戶擁有最高交易上限/ 最高授權限額之獲授權人員或(在印鑑卡中,獲授權人員並沒有被授予任何授權限額時)公司於民生銀行香港開立的任何往來/ 儲蓄存款 / 定期存款 / 其他賬戶的獲授權人員代表公司行事以提交下列企業電子銀行服務變更申請:

- (a) change of system administration model; (b) addition or removal of users; (c) change of user roles or access rights; (d) activation or de-activation of functions or accounts; (e) change of online transfer limits or daily maximum transfer limits; (f) termination of the Electronic Banking services; and (g) other changes in relation to Corporate Electronic Banking services.
(a) 更改系統管理模式; (b) 新增或刪除用戶; (c) 現有用戶身份或權限變更; (d) 功能及帳戶開通或關閉; (e) 網上轉帳限額或每日最高轉帳限額變更; (f) 終止電子銀行服務; 及(g)其他與企業電子銀行服務相關的變更事項。

The Board hereby acknowledges that wide powers have been conferred to the authorized persons, and the Company is responsible for ensuring that it has appropriate and adequate internal controls procedures and security measures in place to prevent any fraud, abuse or unauthorized acts / omissions by the authorized persons.

本董事會特此確認,獲授權人員被授予廣泛權力,及本公司有責任確保其擁有適當及充足的內部監控程序及安全措施,以防止獲授權人員進行任何欺詐、濫用或未經授權的行為/疏忽。

6. Details of this resolution be communicated to the Bank and remain in force until an amended resolution shall have been passed by the Board and a certified copy thereof shall have been received by the Bank.

知會民生銀行香港本決議案的詳情,而本決議案將會一直有效,直至董事會通過修訂決議案及民生銀行香港接獲有關的核證副本為止。

The Board of Directors shall, in the case of:
在下列情況下,董事會將:

A Society, Club or Association, be referred to as the Members of the Committee,
被視為委員會的成員(如屬社團、會社或組織),

An Owners Incorporation, be referred to as the Members of the Management Company,
被視為管理公司的成員(如屬業主法團),

A Trade Union, be referred to as the Members of the Executive,
被視為理事會成員(如屬工會),

A Trust, be referred to as the Trustees,
被視為信託人(如屬信託),

A Joint Venture, be referred to as the Partners / Members of the Joint Venture
被視為合營公司的合夥人 / 成員(如屬合營公司),

AND
References to the Company and the Director(s) shall be construed accordingly.
而

公司及董事亦將按此詮釋。

I further certify the above to be true copies of the resolution as entered into the Minute Book of the Company duly passed at a meeting of the directors of the Company with the required quorum and signed therein by the chairman of the meeting and are in accordance with the Company's Memorandum and Articles of Association or equivalent constitutional documents.

本人亦確認，上述為公司決議案之真實副本並已載入公司的會議紀錄，並經大會主席簽署，而此決議案依照公司的組織章程大綱及細則或同等的規章文件內之法定人數于上述日期舉行之董事局會議上正式通過。

If there is any conflict or inconsistency between the Chinese and English version of this document, the English version shall prevail.
如本文件之中、英文版有抵觸或不相符，概以英文版為準。

X

Signature (Chairman of the Meeting) 簽署 (大會主席)

Date 日期

Full Name in **BLOCK LETTERS** 全名 (以英文正楷填寫)

FOR BANK USE ONLY 銀行專用

For Opening Electronic Banking Services