

Certificate of Due Authorisation for Customer

Change authorised persons



E-Channel(s) Certificate Of Due Authorisation

of _____ (name) (the "Customer")

I/ We HEREBY CERTIFY that the following resolutions were passed on [] (date) at a meeting of the Board of Directors of the Customer / 'by way of written resolutions signed by all the Directors of the Customer :

1. NOTED that the Customer has entered into an E-Channels Customer Master Agreement or the HSBCnet Customer Agreement (as applicable) (the "Agreement") with the Bank therein mentioned on [] (date) and that the Customer has authorised certain persons (each an "Outgoing Authorised Person") to give and to also appoint such other persons(s) (each an "Appointee") to give instructions to the Bank and any member of the HSBC Group in respect of **all** matters regarding the Agreement, including, without limitation, all matters regarding the Agreement, the E-Channels and the Services under these E-Channels.
2. RESOLVED that the appointment of the Outgoing Authorised Persons and their respective authority be and are hereby revoked in all respects to be replaced by the appointment of the Incoming Authorised Persons mentioned in paragraph 3 below with immediate effect.

3². RESOLVED that:

- ³() any one of the following persons be authorised to act solely
OR
() any two of the following persons be authorised to act jointly
(each an "Incoming Authorised Person")

to give, and to also appoint/remove such other persons(s) to give, instructions to the Bank and any member of the HSBC Group in respect of **all** matters regarding the Agreement, including, without limitation, all matters regarding the E-Channel(s) referred to in the E-Channel Schedule(s) of the Agreement, the signing up for new E-Channel(s) and all other matters regarding such new E-Channel(s), subscribing for and withdrawing from any Services under any E-Channel in one or more countries and to add to, amend and delete any accounts and services registered under any E-Channel for and on behalf of the Customer:

- ⁴() any director of the Customer;
() Name: _____ Specimen Signature: _____ ;
Name: _____ Specimen Signature: _____ ;
() ⁵any authorised signatory of any account of the Customer maintained with the Bank or other members of the HSBC Group;

4. RESOLVED that for the avoidance of doubt, it is hereby confirmed that the resolution set out in paragraph 2 above shall not in any way affect any existing appointment of the Appointees and their authorities which shall continue in full force and effect until the Incoming Authorised Person(s) shall instruct the Bank otherwise.
5. RESOLVED that details of these resolutions be communicated to the Bank and other members of the HSBC Group as shall be appropriate and remain in force until an amending resolution shall have been passed by the Customer's Board of Directors and a certified copy thereof shall have been received by the Bank and other members of the HSBC Group as shall be appropriate (or such other written confirmation as required by them);

and that details of the foregoing resolutions have been recorded in the Minutes and/or entered into the Minute Book of the Customer and signed therein by the Chairman of the Meeting/Corporate Secretary/all the Directors and are in accordance with the applicable constitutional documents of the Customer and such applicable laws and regulations (if any).

Expressions used in this certificate have the same meaning as corresponding expressions in the Agreement unless otherwise specified. Where the Agreement is the HSBCnet Customer Agreement, all references to "E-Channel(s)" herein shall for all purposes be references to "HSBCnet".

Director(s) and/ or Corporate Secretary⁶

Certified by the Company Secretary⁷

Date

Note:

1. *Only if permitted under the M&A and/or the applicable laws.*
2. *The person(s) authorised under paragraph 3 above should also be signatory/ signatories of one or more account(s) of the Customer maintained with the Bank or other members of the HSBC Group.*
3. *Please tick either one only.*
4. *Please place a tick in one or more () as shall be applicable. Please note that whoever is/are authorised here has/have very wide power and authority to basically do any act and sign any document relating to the E-Channel(s) for and on behalf of and binding on the Customer.*
5. *This option is not acceptable in India.*
6. *Australia: 2 Directors or 1 Director + the Company Secretary to sign.
China: The Chairman of the Board of Directors to sign. Where the Chairman of the Board of Directors is not acting as the Legal Representative, the Legal Representative must also sign.
All other countries: (a) Chairman of the meeting to sign if above resolutions were passed in a meeting of the Board of Directors.
(b) Any director to sign if above resolutions were passed by written resolutions signed by all the Directors.*
7. *Additional certification by the Company Secretary is also required if the Bank is HSBC in Malaysia.*