**BOARD RESOLUTIONS**

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| **DECLARING DIVIDENDS** |

**[COMPANY NAME]**

Registration Number: [Co. Number]

Registered Address: [Address]

(The "**Company**")

|  |
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| **WRITTEN RESOLUTIONS OF THE** **DIRECTORS OF** **THE COMPANY** |

1. BACKGROUND/PURPOSE
   1. These resolutions relate to a proposed declaration of [INTERIM / FINAL] dividends by the Company of [AMOUNT] per [TYPE OF SHARES] to be payable on [DATE OF PAYMENT OF DIVIDENDS] (the “**Dividends**”)..
2. DIRECTORS' INTERESTS
   1. It is noted that no Director has a personal interest, direct or indirect, in the matters contemplated by these resolutions which require disclosure in accordance with the Company's constitution, applicable law or otherwise or which might disqualify that Director from approving these resolutions.
3. CONSIDERATION
   1. The Directors have considered the level of distributable reserves shown by the company’s as of the date of these resolutions.
   2. The Directors consider the Dividends may be fully met out of distributable reserves.
4. RESOLUTIONS
   1. The Directors hereby unanimously approve and resolve that:
      1. the Company declares the Dividends subject to compliance with applicable law;
5. RATIFICATION
   1. It is resolved that any and all actions of the Company and the Directors taken prior to the date of these resolutions in connection with the Dividends are hereby ratified, confirmed and approved.
6. FILING
   1. The Directors are collectively and individually authorised to complete any filing with any regulatory authorities and issue such dividend notices as may be required in relation to these resolutions and the Dividends.

**EXECUTION PAGE**

**WRITTEN BOARD RESOLUTIONS OF THE COMPANY**

**Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Title**: **Director**

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**Name:** **\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Title**: **Director**