**Board Minutes 董事會會議記錄**

Minutes of the Board of Directors meeting of\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_( the “Company”) held on\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(Date/Time)at\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(Venue)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(本公司)於\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(日期/時間)於\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(地點) 召開的董事會會議記錄。

**1. CHAIRMAN OF MEETING 會議主席**

*\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(Chairman’s name)* was elected as the chairman (the “**Chairman**”) of the meeting (the “**Meeting**”) and took the chair.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(主席名稱) 被選為會議(“會議”) 主席(“主席”)並主持會議。

**PRESENT: 出席人員**

*(Names of Director(s))(董事名稱)* *(Signatures of Director(s))(董事簽署)*

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**2. NOTICE AND QUORUM 通知及法定人數**

Due notice of the Meeting had been given to all the Directors and a quorum had been present, and the Chairman declared the Meeting duly convened and constituted. A quorum had been present throughout the Meeting.

會議的正式通知已送達全體董事, 且與會人數符合會議法定人數要求, 同時主席宣佈會議正式召開及有效。會議自始至終符合法定人數要求。

**3. RESOLUTIONS 決議案**

IT WAS RESOLVED THAT:– 茲議決

a) a securities trading account under the name of the Company (the “**Account**”), be opened with Realord Asia Pacific Securities Limited ; and

批准以本公司的名義在偉祿亞太證券有限公司開立以下證券交易帳戶; 及

□ Cash 現金 □Margin孖展

b) The terms and conditions as stipulated therein the account opening documents and such additional terms to be specified by Realord Asia Pacific Securities Limited and notified to the Company from time to time (collectively, the “**Agreement**”), which form as integral part of this resolution, be and are hereby approved.

批准開戶文件所規定的條款及條件以及偉祿亞太證券有限公司不時規定並知會本公司的有關其他條款(統稱 “協議”), 構成本決議案的一部分)。

c) any **one** of the persons specified in the Agreement OR listed on the Appendix I (the “**Authorized person**”) be and are hereby authorized to give oral instructions and/or instruction through theelectronic services (where applicable) in relation to the purchase or sale of any securities and/orfutures and options contracts on behalf of the Company; and

授權協議指定或附錄一列明的任何一名人士(“獲授權人士”) 代本公司買賣任何證券合約發出口頭指示及/或透過電子服務系統發出指示(倘適用); 及

d) Communicate these resolutions to Realord Asia Pacific Securities Limited and the resolutions will remain in full force until an amending resolution has been passed by the Board of Directors and a copy thereof duly certified by a director of the Company will be delivered to Realord Asia Pacific Securities Limited.

將該等決議案遞交予偉祿亞太證券有限公司, 該等決議案將持續具有十足效力, 直至董事會通過經修訂決議案, 且經本公司董事正式核證的相關決議案副本交付予偉祿亞太證券有限公司為止。

**5. CLOSE OF MEETING 會議結束**

There being no further business, the Chairman declared the end of the meeting.

沒有其他事項要處理, 主席宣佈會議結束。

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

(Chairman’s Signature) (主席簽署)

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

(Chairman’s Name) (主席姓名)

**APPENDIX I – Authorised Signatories 附錄1 一 獲授權簽署人士**

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|  | Chinese Name 中文姓名 | English Name 英文姓名 | ID Card No./Passport No. 身份證號碼/護照號碼 |
| Current Title 現時職務 | Tel. 電話 | Email 電郵 |
| Residential Address 住址 | | Signature簽署 |
| Authorization 投權範圍  □ Give all instructions 作出所有指示 □ Delivery and transfer of securities 交收證券 □ Securities trading買賣證券  □ Transfer of funds 轉移資金 □ Sign documents, statements and confirmation 簽署文件、結算單及確認書 | | |
|  | Chinese Name 中文姓名 | English Name 英文姓名 | ID Card No./Passport No. 身份證號碼/護照號碼 |
| Current Title 現時職務 | Tel. 電話 | Email 電郵 |
| Residential Address 住址 | | Signature簽署 |
| Authorization 投權範圍  □ Give all instructions 作出所有指示 □ Delivery and transfer of securities 交收證券 □ Securities trading買賣證券  □ Transfer of funds 轉移資金 □ Sign documents, statements and confirmation 簽署文件、結算單及確認書 | | |
|  | Chinese Name 中文姓名 | English Name 英文姓名 | ID Card No./Passport No. 身份證號碼/護照號碼 |
| Current Title 現時職務 | Tel. 電話 | Email 電郵 |
| Residential Address 住址 | | Signature簽署 |
| Authorization 投權範圍  □ Give all instructions 作出所有指示 □ Delivery and transfer of securities 交收證券 □ Securities trading買賣證券  □ Transfer of funds 轉移資金 □ Sign documents, statements and confirmation 簽署文件、結算單及確認書 | | |

c) Signatory Arrangements 簽署安排

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| **Written Instruction 書面指示**  □ Any authorized person signing singly validates any written instructions relating to the operation of the account.任何一名授權人士單獨簽署任何就帳戶運作之書面指示，方為有效  □ Any \_\_\_\_ authorized persons signing jointly validates any written instructions relating to the operation of the account.任何\_\_\_\_\_名授權人士共同簽署任何就帳戶運作之書面指示，方為有效 |
| **Verbal / Electronic Instruction 口頭/電子指示**  □ Any authorized person is authorized to give instruction verbally form time to time and/or through the electronic services (where applicable)in relation to the purchase or sale of any securities for the account. 任何授權人士均有權為帳戶買賣任何證券而不時發出口頭指示及/ 或透過電子服務(如適用)發出指示  □ Others 其他 |