

Overseas Asset Management (Cayman) Ltd
PO Box 597
The Pavilion, Cricket Square
Grand Cayman KY1-1107
Cayman Islands

Dear Sirs

In connection with the Discretionary Investment Management Agreement ('the Agreement') entered into between yourselves and _____ ('the Company'), I, Secretary of the Company, hereby certify as follows:-

1. The Company is duly incorporated, in good standing and compliance with the laws of _____. I attach herewith a Certificate of Good Standing issued by the Registrar of Companies together with a certified copy of the Company's Certificate of Incorporation.
2. I attach hereto a certified copy of the Company's Memorandum and Articles of Association (or equivalent constitutional documents), together with all amendments in force as at the date hereof. There are no further amendments.
3. The Directors and officers of the Company are as follows:-

Name	Position	Signature

4. The Directors have capacity to carry on the business of the Company in accordance with its constitutional documents and there are no legal restrictions, in particular, resolutions

of the shareholders, which would restrict such authority or the capacity of the Company to enter into the said Agreement.

5. At a meeting of the Board of Directors of the Company duly convened and held on the following Resolutions were duly passed:-

‘THAT the Company enter into a Discretionary Investment Management Agreement with Overseas Asset Management (Cayman) Ltd on that Company’s standard terms and conditions and that _____ be and hereby [is/are] authorised to execute and deliver the said Agreement on behalf of the Company and to enter into such ancillary arrangements as [he/they] may deem fit. AND IT WAS FURTHER RESOLVED that Overseas Asset Management (Cayman) Ltd shall, in relation to any portfolio to be established pursuant to the said Agreement, be and hereby is, for all purposes, entitled to rely upon instructions received from _____ and that this authority shall remain in full force and effect until such time as this Board shall resolve to the contrary and shall duly notify Overseas Asset Management (Cayman) Ltd in accordance with the terms of the Agreement.’

6. I hereby undertake to notify you forthwith in accordance with the terms of the Agreement of any change to the information given above.

Confirmed

.....
Secretary

.....
Director

Dated this _____ day of _____ 20____.

Attach:

1. Registry or notarised copy of Certificate of Good Standing;
2. Registry or notarised copy of Certificate of Incorporation;
3. Registry or notarised copy of Memorandum and Articles of Association (or equivalent constitutional documents)
4. Companies Registry or notarised copy of the Company's Register of Officers and Directors;
5. Name and address of any person holding a beneficial interest of 10% or more in the capital of the Company and a notarised copy of the passport/photo page of such in copy of the passport/photo page of at least two Directors of the Company (unless the Company has only one Director);
6. Notarised copy of the passport/photo page of the signatories over the account, if different from the above; and
7. Please also attach a copy of the Company's latest Annual Report and Financial Statements or, alternatively, a brief written note signed by a Director or Senior Officer of the Company explaining the nature of its business, expected turnover, source of funds and the reason for opening the account with Overseas Asset Management (Cayman) Ltd.

In case of difficulty, please discuss the matter with Overseas Asset Management (Cayman) Ltd. Different principles apply to institutional corporate investors.

The above requirements are in compliance with the Money Laundering Guidelines issued by the Cayman Islands Monetary Authority in force with effect from 1 June, 2001.