

MANDATE FOR ACCOUNTS OF A LIMITED COMPANY (THIS “MANDATE”)  
有限公司戶口授權書（「本授權書」）

To: CHINA ZHESHANG BANK CO., LTD. (HONG KONG BRANCH) (THE “BANK”)  
致： 浙商银行股份有限公司（香港分行）（「銀行」）

Note 註:

- 1 Please complete in Block Letters and tick the boxes where appropriate.  
請以正楷填寫並在適當的選項填上「✓」號。
- 2 All alterations to this form must be initialled by the Chairperson of Meeting.  
本表格的所有修改均須由會議主席簡簽。

Name of Company:

公司名稱:

Registered Address:

註冊地址:

Place of Meeting:

會議地點:

Date of Meeting:

會議召開日:

Capitalised terms in these resolutions have the meanings as defined in the Schedule to these resolutions.

這決議中的大寫術語按決議附錄中的定義解釋。

At a meeting (“Meeting”) of the directors duly held at the Place of Meeting indicated above on the Date of the Meeting indicated above, the following resolutions were passed:

在上述會議召開日及地點妥為召開的董事會議（「會議」）中，本公司通過了下列決議：

- 1 In these resolutions, “**Authorised Person(s)**” means the Directors and/or Authorised Signatory(ies) in such number and combination provided in paragraph 2 of the Schedule to these resolutions.

在本決議中，「授權人」是指符合本決議附錄第 2 段中指定的數目和組合的董事及/或授權簽署人。

- 2 That a banking account be opened or continued (as the case may be) with the Bank and any other account or accounts of whatever nature (each such account, an “Account”) as may be subsequently directed by the Authorised Person(s), who is/are authorised to complete and sign all the relevant account opening forms (and any documents incidental or relating thereto) and agree any amendment to such forms and documents from time to time on behalf of the Company.

按授權人日後指示，在銀行開立或延續（視乎情況而定）銀行戶口及任何其他性質的戶口（「公司戶口」），並授權授權人代本公司填寫及簽署所有有關開立戶口的表格（及任何附帶或相關的文件）及接受該等表格及文件日後的任何修改。

3 That the Bank be instructed to:

指示銀行：

- 3.1 honour, comply with, act on or accept all cheques, bills of exchange, promissory notes, orders, bills or receipts given or accepted on behalf of the Company (as shall be applicable) (collectively, the “**Accepted Documents**”), whether the current account be in credit or overdrawn; and

無論往來戶口是否透支，兌現、執行、按指示處理或接納由本公司發出或承兌的所有支票、匯票、承付票、本票、發票或收據（按適用）（統稱「**接納文件**」）；及

- 3.2 comply with all directions given for or in respect of any Account on behalf of the Company including without limitation to close such Account(s) unless otherwise agreed with the Bank,

除非與銀行另有約定，執行由本公司向銀行發出與任何公司戶口有關的各種指示，包括但不限於取消該等公司戶口，

provided that such Accepted Documents or directions are signed or given in such form or manner or by such means as shall be acceptable to the Bank at any time and from time to time by the Authorised Person(s) and such directions / signature(s) shall be sufficient authority and bind the Company in all transactions between the Bank and the Company.

前提是該等接納文件或指示必須符合銀行不時指定的格式及形式，並由授權人簽署及/或發出。而該等指示/簽署具有足夠的授權，使銀行與本公司的所有的交易均具法律約束力。

4 That the Authorised Person(s) be authorised to withdraw and deal with any of the Company's property or documents of title thereto which may be deposited with the Bank for safe custody or in safe deposit from time to time, whether by way of security or otherwise.

授權人有權隨時提取和處理本公司交予銀行保管或存放於保管箱內的任何財產或物權憑證，不論該等財物是以抵押或其他方式存放於銀行。

5 That the Company may apply for any general banking facilities (including loans, overdraft, foreign exchange facilities, credits and any other accommodation) and trade facilities and services (including import, export and bank guarantee issuance facilities and services) from the Bank and in respect of such facilities and services, the Authorised Person(s) in accordance with the Signing Instructions as set out in paragraph 2 of the Schedule to these resolutions be authorised, on behalf of the Company:

本公司可向銀行申請任何一般銀行融資（包括借貸、透支、外匯授信、信貸及任何其他融資）、貿易融資及服務（包括進口、出口及出具銀行擔保的授信及服務）。授權人獲本公司授權按照本決議附錄第 2 段所示的簽署指示代表本公司：

- 5.1 to arrange with the Bank for the granting and provision of the facilities and services to the Company from time to time;

安排銀行不時向本公司授予及提供融資及服務；

- 5.2 to sign and execute (including, if applicable, the affixing of the common seal (or equivalent) of the Company thereto) any agreements, security documents, indemnities, guarantees, undertakings, instructions, applications and any other documents in connection with the aforesaid facilities and services; and
- 簽署（包括在適用情況下蓋上本公司的鋼印（或等同效力印章））及簽立與上述融資及服務有關的任何協議、抵押文件、彌償書、擔保書、承諾書、指示、申請書和任何其他文件；及
- 5.3 to designate any authorised persons and signing arrangements in respect of any trade facilities and services granted or provided to the Company by the Bank.
- 就銀行向本公司授予或提供的任何貿易融資及服務指定任何授權人及簽署安排。
- 6 That in the absence of any directions to the contrary, all Accounts subsequently opened shall be operated and dealt with upon the terms set out above insofar as the same may be applicable.
- 除非本公司另有指示，所有隨後開立的公司戶口將在適用的情況下按照上述有關條款進行操作和處理。
- 7 That upon a request being made by the Bank, the Bank be supplied forthwith a certified true copy of the Company's (i) certificate of incorporation, (ii) articles of association or equivalent constitutional documents and of each amendment thereto, (iii) resolutions passed for each amendment of articles of associations, (iv) business registration certificate (if applicable) and/or (v) any other information or documents that the Bank may require from time to time.
- 按銀行要求，立即向銀行提供本公司經核實為真實副本的（i）公司註冊證明書，（ii）組織章程細則或同等文件及其修訂版，（iii）每一份通過修改組織章程細則的決議，（iv）商業登記證(如適用)及/或（v）銀行不時要求的任何其他資料或文件。
- 8 That the Bank be supplied with a list of names and specimens of signatures of directors and any other person or persons authorised to act on behalf of the Company as stated in these resolutions, and be informed from time to time of any changes to the Mandate or arrangement as set out in these resolutions by way of a completed Mandate form or relevant standard form of the Bank, or by a certified true copy of an amending or rescinding resolution of the board of directors of the Company in a form acceptable to the Bank, and be entitled to act upon the receipt of the Mandate, form or certified true copy of board resolution as aforesaid.
- 向銀行提供根據本決議而獲授權代表本公司行事的董事及其他人士的名單及簽名式樣，並透過已填妥的戶口授權書、任何銀行的其他標準表格或銀行接納的董事會決議的核實副本，通知銀行針對本決議所載的授權或安排所作的修改。銀行在收到上述戶口授權書、表格或核實副本的董事會決議後將有權按其執行本公司的指示。
- 9 That a copy of any resolution of the board of directors of the Company, if purporting to be certified as true and correct by the chairperson of the relevant meeting or by the company secretary of the Company, shall as between the Bank and the Company be conclusive evidence of the passing of the resolution so certified.
- 凡經本公司有關董事會議的主席或公司秘書簽署證明無誤的會議決議記錄，即為銀行與本公司之間證明此項決議已獲通過的確證。

- 10 That these resolutions be communicated to the Bank and remain in force until an amending or rescinding resolution in the form accepted by the Bank shall have been passed by the board of directors and a certified copy of such resolution shall have been received and accepted by the Bank and details of these resolutions have been duly entered into the minute book for meetings of the directors of the Company and signed in the minute book by the chairperson of the Meeting and are still in full force and effect in all respects and are in accordance with the Company's articles of association or equivalent constitutional documents.
- 本決議須送達銀行並將持續有效，直至董事會以銀行接受的形式通過修改或撤銷本決議並將核實副本送達銀行。本決議的詳情已妥為載入公司董事會議之會議記錄，並由會議主席於會議記錄上簽署，而本決議在各方面完全有效，並符合本公司的組織章程細則或同等文件。
- 11 This Mandate shall apply to the exclusion of all previous Mandates (if any) given to the Bank by the Company and shall remain in force until this Mandate is amended or revoked pursuant to paragraph 10 above.
- 本授權書將取代所有先前由本公司給予銀行的任何授權書（如有），及將持續有效直至本授權書依據上述第 10 條被修改或撤銷為止。
- 12 The authority of any person previously notified to the Bank as having authority to do any matter, act or thing or sign anything in relation to the Account(s) is hereby rescinded.
- 現撤銷任何先前通知銀行有關公司戶口的簽署、處理及行事的所有授權。
- 13 In consideration of the Bank complying with this Mandate the Company hereby undertakes to the Bank that the Company will indemnify and reimburse the Bank and/or its delegates for all actions, proceedings and claims which may be brought by or against the Bank or them, and for all losses, damages, liabilities, payments and reasonable costs and expenses which the Bank or they may incur or suffer as a result of or in connection with complying with this Mandate.
- 鑑於銀行履行本授權書，本公司向銀行承諾彌償及償付銀行及/或其受委人因履行本授權書而引致或蒙受的所有法律程序、訴訟及索償（不論由銀行或其受委人提出，或對銀行或其受委人提出），及所有損失、損害、賠償、債務、付款及合理的支出及開支。
- 14 The Company confirms that the information given to the Bank is true and complete in every aspect and authorises the Bank to contact any necessary party for verification or further information at any time as the Bank may deem necessary.
- 本公司確認提供給銀行的資料在各方面都是真實和完整的。如銀行認為有需要，本公司授權銀行在任何時候聯繫有關人士進行驗證或要求其提供進一步的資料。
- 15 The Company agrees to be bound by the Integrated Account Terms and Conditions (and any specific terms and conditions applicable to any particular banking service or facility provided by the Bank) which are in effect from time to time.
- 本公司同意受不時生效的理財戶口條款及細則（及任何就銀行提供的特定服務及授信的特定條款及細則）所約束。
- 16 The Chinese version of this Mandate is for reference purpose only. If there is any conflict between the English and Chinese versions of this Mandate, the English version shall prevail.
- 本授權書的中文版本僅供參考。如本授權書的中文版本與英文版本有任何衝突，概以英文版本為準。

I hereby certify that:

本人謹此證明：

- (a) the foregoing are true copies of the resolutions as entered in the minute book of the Company and are in accordance with the articles of association of the Company; and  
上述為本公司會議記錄所載決議的核實副本，並且符合本公司的組織章程細則。
- (b) the schedule contains:  
附錄載有：
- (i) a true and correct list of our directors and authorised signatories;  
本公司董事及授權簽署人的真實及正確名單；
- (ii) certified true copy of the current articles of association / constitution and by-laws of the Company;  
經核證為真實的本公司現時的組織章程細則/憲章及章程的副本；
- (iii) certified true copy of the current business registration certificate (if applicable) of the Company;  
經核證為真實的有效的商業登記證的副本（如適用）；
- (iv) certified true copy of the Hong Kong identity card of our directors and authorised signatories; and  
經核證為真實的本公司董事及授權簽署人的香港身份證的副本；及
- (v) such other documents, references and certificates as the Bank may require from time to time.  
銀行不時要求的文件、參考及證明文件。

Date 日期：\_\_\_\_\_.

\_\_\_\_\_  
Chairperson of Meeting 會議主席

*\* Only Directors of the Company are authorised to sign the above resolutions.*

*\*只有本公司董事有授權簽署上述決議。*

## Schedule 附錄

**1. List of Director(s) / Authorised Signatory(ies)**

### 董事/授權簽署人列表

\* Only those Director(s) and/or Authorised Signatory(ies) with signing authority in accordance with the above resolutions will be required to complete this Schedule

\* 只有那些根據以上決議授權簽署的董事及/或授權簽署人需要填寫這附錄

<p><b>Full Name</b> 全名 _____</p> <p>(Same as identification document 與身份證明文件相同)</p> <p><b>Capacity</b> <input type="checkbox"/> Director / <input type="checkbox"/> Authorised Signatory  <b>身份</b> <input type="checkbox"/> 董事/<input type="checkbox"/>授權簽署人</p> <p><b>Identification Document Type</b> 身份證明文件類別</p> <p><input type="checkbox"/> HK Identity Card (Permanent <input type="checkbox"/> Yes <input type="checkbox"/> No) <input type="checkbox"/> Passport          香港身份證(永久居民 <input type="checkbox"/>是 <input type="checkbox"/>否) <input type="checkbox"/>護照</p> <p><input type="checkbox"/> Other Document Type:          其他文件類別: _____</p> <p>Number 號碼: _____</p>	<p><b>Specimen Signature</b> 簽名式樣</p> <div style="height: 150px; position: relative;"> <span style="position: absolute; bottom: 0; left: 0;">x _____</span> </div>
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<p><b>Full Name</b> 全名 _____</p> <p>(Same as identification document 與身份證明文件相同)</p> <p><b>Capacity</b> <input type="checkbox"/> Director / <input type="checkbox"/> Authorised Signatory          身份 <input type="checkbox"/> 董事/<input type="checkbox"/>授權簽署人</p> <p><b>Identification Document Type</b> 身份證明文件類別</p> <p><input type="checkbox"/> HK Identity Card (Permanent <input type="checkbox"/> Yes <input type="checkbox"/> No) <input type="checkbox"/> Passport          香港身份證(永久居民 <input type="checkbox"/>是 <input type="checkbox"/>否) <input type="checkbox"/>護照</p> <p><input type="checkbox"/> Other Document Type:          其他文件類別: _____</p> <p>Number 號碼: _____</p>	<p><b>Specimen Signature</b> 簽名式樣</p>        <p>x _____</p>
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<b>Full Name 全名</b> <hr/> <p>(Same as identification document 與身份證明文件相同)</p> <b>Capacity</b> <input type="checkbox"/> Director / <input type="checkbox"/> Authorised Signatory <b>身份</b> <input type="checkbox"/> 董事/ <input type="checkbox"/> 授權簽署人	<b>Specimen Signature 簽名式樣</b>     <b>x</b> _____
<b>Identification Document Type 身份證明文件類別</b> <input type="checkbox"/> HK Identity Card (Permanent <input type="checkbox"/> Yes <input type="checkbox"/> No) <input type="checkbox"/> Passport 香港身份證(永久居民 <input type="checkbox"/> 是 <input type="checkbox"/> 否) <input type="checkbox"/> 護照 <input type="checkbox"/> Other Document Type: 其他文件類別: _____	
<b>Number 號碼:</b> _____	



FOR BANK USE ONLY 銀行專用			
Witnessed By 見證人簽署		Verified By 核實人簽署	
Name of Witness 見證人姓名		Name of Verifier 核實人姓名	
Position 職位		Position 職位	
Branch 分行		Branch 分行	
Date 日期		Date 日期	
FOR HONG KONG BRANCH USE ONLY 香港分行專用			
<p><b><u>Business Unit</u></b></p> <p>Handled by: _____ Checked by: _____ Approved by: _____</p> <p>_____</p> <p>Name: _____ Name: _____ Name: _____</p> <p>Date: _____ Date: _____ Date: _____</p>			
<p><b><u>Operations</u></b></p> <p>Checked by: _____ Approved by: _____</p> <p>_____</p> <p>Name: _____ Name: _____</p> <p>Date: _____ Date: _____</p>			