

**VAKIFBANK**  
**TÜRKİYE VAKIFLAR BANKASI T.A.O.**  
**NEW YORK BRANCH**

**CORPORATE BANKING RESOLUTIONS**

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(Name of Corporation)

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(Corporation Address)

I hereby CERTIFY that the following is a true copy of a resolution duly adopted by the Board of Directors of \_\_\_\_\_, corporation organized under the laws of the State of \_\_\_\_\_, at a meeting held on \_\_\_\_\_, 20\_\_ that a quorum was present and acted throughout such meeting, that such resolution has not been rescinded or modified and is still in full force and effect; that said resolution is not contrary to or in conflict with any provision of the Certificate of Incorporation or by-laws of said corporation.

**RESOLVED:**

**1- Designation as Depository**

That Türkiye Vakıflar Bankası T.A.O. New York Branch (herein called the "Bank") be and hereby is designated a depository of this corporation and authorized to receive for deposit, at any such office or offices, to the credit of this corporation, or for collection for the account of this corporation, monies, checks, drafts notes or other instruments for the payment of money, whether belonging to this corporation or otherwise, which may now be or hereafter come into its possession, (all of which shall be deemed, when received for deposit, to have been qualifiedly endorsed by this corporation whether or not actually so endorsed).

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**2- Authorized Signature**

That \_\_\_\_\_

\_\_\_\_\_ (indicate manner of signing, i.e. any one, any two, jointly, etc. Use titles where practicable; if persons without titles, insert names) be and he (they) hereby is authorized to make, sign, draw, accept, endorse, execute and deliver any and all checks, drafts, acceptances, evidences of indebtedness or orders for the payment of money including such as may create or increase on overdraft; and the Bank be and hereby is authorized to make payments upon and according to the terms of any such instrument signed as above provided over the official title of such signer or over the inscription "Authorized Signature", and to receive the same to the credit of or in payment from the payee or other holder, when so signed, without inquiry as to the circumstances of their issue or the disposition of their proceeds, whether drawn to the individual order of or tendered in payment of the individual obligations of any persons signing the same or of any other officer, agent or signatory of this corporation or otherwise.

**3- Facsimile Signature(s)**

That any checks herein authorized to be drawn in the name of this corporation may be signed with the facsimile signatures of any of the duly designated signatories of this corporation and the Bank shall be entitled to charge any such check to this corporation's account regardless of by whom or by what means the actual purported facsimile signature or signatures thereon may have been affixed thereto, if such signature or signatures resemble the facsimile specimens duly certified to or filed with the Bank by the Secretary or any Assistant Secretary of this corporation.

**4- Other Authority**

That \_\_\_\_\_

(Indicate manner of signing, i.e. any one, any two, jointly, etc. Use titles where applicable; if persons without titles, insert names.) be and he(they) hereby is (are) authorized on behalf of this corporation.

To discount and rediscount with the Bank any and all notes, drafts and without limitation, other commercial papers, whether or not negotiable, which may be owned by this corporation upon such persons may deem proper, and the Bank is hereby authorized to charge the same to the account of this corporation at or after maturity;

To borrow money and obtain credit or other accommodation from the Bank on any terms;

To apply for letters of other forms of credit on any terms;

To pledge, mortgage or otherwise create a lien upon any property of this corporation as security for any loan, credit or accommodation from the Bank;

To authorize and request the Bank to purchase, exchange, sell, receive, deliver or otherwise deal in or with bonds or other securities and foreign exchange for the account of this corporation;

To enter into any agreement relating to any general or specific transaction with the Bank; and in connection with any of the foregoing, on behalf of this corporation to accept, receive, withdraw or waive notices, protests, and vouchers, papers, or property and to make, withdraw or waive any demand, and make, execute and deliver notes, obligations, guarantees, assignments, receipts, waivers, acquaintances, indemnities, agreements and, without limitation, other instruments and property, as such officers, agents, or signatories, or any of them, acting pursuant to this authorization may in his or their discretion deem advisable.

**5- Certification of Signature**

That the Secretary or any Assistant Secretary of this corporation be and hereby is authorized and directed to certify to the Bank the names of all officers of this corporation and other persons authorized to sign for it as herein provided and the offices respectively held by them, of any, together with specimens of their signatures, whether facsimile or otherwise, and from time to time thereafter to certify such changes as may be made; and the Bank shall be fully protected in relying on any such certification when received by it and shall be indemnified and held harmless from any loss, cost, damage or expense resulting from, or arising out of, the honoring any signatures so certified or the refusal to honor any signature not so certified.

**6- Business Conditions**

This corporation also agrees to be bound by the General Business Conditions of the Bank and by all the rules, regulations, conditions, limitations and agreements contained in any signature card, deposit ticket, check book, passbook, statement of account, receipt, instrument or other agreement received by this corporation from the Bank by this corporation, with the same effect as if each and every term thereof were set forth in full herein and made a part thereof.

**7- Amendments**

All transactions heretofore had on behalf of this corporation with the Bank be and hereby are ratified, confirmed and approved, and the Bank is hereby authorized to rely upon this resolution until written notice of revocation thereof has been received by the person in charge of Türkiye Vakıflar Bankası T.A.O. New York Branch.

I hereby CERTIFY that the names and signature of the persons holding the titles, if any, referred to in the foregoing resolution are as follows

NAME	TITLE OF OFFICER	SIGNATURE
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Witness my hand and seal of the corporation this  
\_\_ day of \_\_, 20\_\_

\_\_\_\_\_

Secretary

The undersigned hereby certifies that the foregoing instrument has been signed by the Secretary and sealed with the seal of above named corporation.

\_\_\_\_\_

(Official Title)

(SEAL)