

Appendix 5

Board Resolution (On the Letterhead of the Company) for availing Trade Online

Extract of resolution passed by the Board of Directors on _____ for availing Trade Finance Online Services offered by ICICI Bank Ltd.

The Chairman informed the Board that the Company opens and operates Current Accounts with ICICI Bank from time to time and arrangements have since been made with ICICI Bank Limited ("ICICI Bank") for availing Trade Finance Online Services in respect of Bank Guarantees, Letters of Credit, Bills, Remittances, Export Packing Credit, Buyers Credit and such other products that ICICI Bank may offer from time to time through the Current Accounts as standing and continuing arrangement. The Chairman explained to the Board the mode of operation of Trade Finance Online Services and requested the Board to pass the following resolution, which passed the same after some discussion thereon.

“RESOLVED THAT

- (1) The Company do avail the Trade Finance Online Services offered by ICICI Bank in respect of Trade Finance Online Services on the terms and conditions as enumerated and displayed on the website www.icicibank.com or any other terms and conditions as may be notified by ICICI Bank from time to time in connection with the same.

Services	Initiators			Approvers		
	Name of Authorized Users	Minimum per transaction limit	Maximum per transaction limit	Name of Officials	Minimum per transaction limit	Maximum per transaction limit
Trade						
Online ¹						

- (2) In accordance with the requirement of ICICI Bank, the following Officials²:
____ and _____
are hereby jointly authorized respectively as Initiator and Approver (“Authorized Officials”) for operating the Trade Finance Online Services facility in respect of Bank Guarantees, Letters of Credit, Bills, Remittances, Export Packing Credit, Buyers Credit and such other products (“The Facility”) that the Company is required to provide or make, for the purpose of availing the facility.
- (3) In accordance with the requirement of e-DOCs, i-FIRS, e-LC, e-BG, i-BOE, APR Filing Request, Share Certificate Submission Request, etc. and such other products offered by ICICI Bank, the following officials: ____ and _____ are hereby severally/ jointly³ authorized to operate the said products under Trade Finance Online Services offered by ICICI Bank.
- (4) Shri. _____, Shri. _____, and Shri. _____ Directors / Authorized Officials are severally authorized to sign and submit the necessary Request Letter on behalf of the Company to ICICI Bank for availing the Trade Finance Online Services and requesting the Bank to allow the Authorized Officials to operate the same and execute / submit / authenticate any other document(s) as may be required by the ICICI Bank in connection or in addition therewith.
- (5) Shri. _____ Managing Director is authorized to evaluate and decide on availing any other Product(s) that ICICI Bank may offer under Trade Finance Online Services from time to time and submit such Request Letter and other Document(s) including nominating Officials as Initiator and Approver that ICICI Bank may require for such availing.⁴
- (6) The Company do convey to ICICI Bank that all transactions affected and documents submitted by the Officials of the Company (which includes the Directors and the Authorized Officials herein named or such others as may be authorized hereafter) shall be binding on the Company, notwithstanding any fraud, negligence, allowing unauthorized use, failure to maintain confidentiality of Client ID and / or Password or default on the part of the Authorized Official(s) in the operation of the Facility and the Company agrees to hold ICICI Bank harmless and its interest protected on execution of every transaction under the Facility and shall not hold ICICI Bank liable for any such unauthorized or fraudulent transactions.
- (7) If any document is required to be executed under Common Seal of the Company, then the Common Seal of the Company be affixed to such document(s) in the presence of any⁵ the following Directors Shri. _____, Shri. _____ and Shri. _____ who shall sign the same in token thereon and Shri.

² If the transaction limit is not specified, left blank then default limit will be set as “unlimited” or as per the limits specified by ICICI Bank from time to time on the website.

³ Please retain as applicable.

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⁵-To be modified in accordance with the relevant provision for Common Seal affixation under Articles of Association of the Company. In the event the common seal is not required to be affixed on the

_____ and Shri. _____ who shall counter sign the same in token thereof.

- (8) Copies of the Resolution certified to be true by the Chairman / Managing Director / Secretary of the Company be submitted to ICICI Bank and it be requested to act thereon.

CERTIFIED TO BE TRUE

Chairman / Managing Director / Secretary / Authorized Officials Dated

(Certified copy of the Resolution has to be dated) documents, rubber seal of the company should be affixed on all the documents.