

Form C5

FORMAT OF BOARD RESOLUTION TO BE SUBMITTED BY THE COMPANY ALONG WITH CORPORATE INTERNET BANKING REGISTRATION FORM

RE: [INSERT NAME OF CORPORATION] (the "Corporation") may agree, and enter into the Terms of Service and any related documents relating to the Corporate Internet Banking Service provided by SBI Canada Bank ("SBIC") including without limitation the Terms of Service as may be amended, modified, restated or replaced from time to time by SBIC (the "Terms of Service")

RESOLVED THAT:

- 1.The Corporation is hereby authorized to enter into, execute and deliver to SBIC the Terms of Service together with any documents contemplated by the Terms of Service or as requested by SBIC from time to time (the "Other Documents").
- 2.Any person who is an officer or director of the Corporation is hereby authorized to execute and deliver the Terms of Service, to manage the Corporation's accounts with SBIC through SBIC's Corporate Internet Banking Service, and to execute and deliver such other agreements, documents and writings, all in such form and on such terms as the officer or director of the Corporation executing them may approve.
- 3.The approval of the Terms of Service and of any such other agreements, documents and writings by any officer or director of the Corporation shall be conclusively proven by his execution thereof and the execution and delivery of the Terms of Service and any such other agreements, documents and writings by such officer or director shall be conclusive evidence that the execution and delivery are authorized by this resolution.
- 4.The execution and delivery to SBIC by any person who is an officer or director of the Corporation of any of the agreements, documents and writings referred to above or required by the Terms of Service prior to or after the passing of this resolution are and the enforceability thereof as against the Corporation is, hereby confirmed, ratified, approved and adopted as of the date of execution and delivery.
- 5.This resolution shall be communicated to SBIC and shall continue in force as between the Corporation and the SBIC until express written notice to the contrary shall have been given to SBIC and receipt of such notice is acknowledged in writing by SBIC.

SBI Canada Bank