

Name and Identification No.
Mail Address

To **Bank Leumi Le-Israel B.M. (hereinafter: "the Bank")**

Date: _____

Re: Notice of Corporate Resolution Regarding the Opening of Bank Accounts, Authorized Signatories and Various Operations with the Bank

We are pleased to notify you that, at a meeting/ as per a written resolution of the Board of Directors / the Committee / all of the partners of _____ (hereinafter the "Corporation") (entity registered with the Registrar of Companies / Registrar of Cooperative Societies / Registrar of Associations / Registrar of Partnerships¹– hereinafter, the "Registrar"), with ID No. _____, held/adopted on _____, the following resolutions were passed:

1. Opening and Maintaining Accounts/Deposits

1.1 Areas of Operation of Accounts

To open and operate account(s) and deposit(s) of any type whatsoever, in the name of the Corporation, alone or jointly with others (hereinafter, jointly and severally, the "Accounts"), with branches of **Bank Leumi le-Israel B.M.** in Israel and overseas, to receive from the Bank in the Accounts all banking services (including but not limited to the following areas: current accounts including credit facilities, securities deposit(s), savings account(s) and deposit(s) in Israeli Shekels, current account(s) in foreign currency, credit facility(ies) and deposit(s)) and to make towards the Bank all undertakings necessary in order to operate the Accounts and receive the services set forth below, all according to the general terms of operation of the Accounts, the terms of any other document signed or to be signed by the Corporation and the terms customary from time to time at the Bank.

1.2 Investment Advice

To receive investment advice from the Bank and to sign an investment advice agreement (including any appendices) in the form customary at the Bank.

1.3 Loans and Credits

To obtain from the Bank, in the Accounts, loans, credits, credit facilities and overdrafts (including credits of the ON CALL type) and guarantees in Israeli Shekels and in foreign currency, with or without collateral, and to secure all of the Corporation's debts and undertakings towards the Bank, to mortgage and pledge in favor of, and give a right of set-off to, the Bank with respect to all types of property and assets.

1.4 Issuance of Bank Guarantees/Letters of Indemnity and Documentary Credits

To make undertakings towards the Bank with respect to the issuance of bank guarantees, letters of indemnity/waivers, and various types of undertakings in connection with the opening of various types of documentary credits (including stand-by documentary credits) at the request of the Corporation.

2. Opening a Joint Account with Other(s)

To open and maintain Accounts (as defined in Section 1 above) jointly with _____ (hereinafter, the "Joint Holder(s)"). The signatories on behalf of the Corporation shall be the individuals indicated in Section 7 below, jointly with the signatories on behalf of the Joint Holder(s), together with the written names of the Corporation and of the Joint Holder(s).

¹ Delete the inappropriate

Signature _____

Signature _____

Signature _____

3. **Banking Communication Services: Instructions through Telephone, Facsimile, Internet, Leumi Call, Cellular Phone and Other Means** _____

3.1 To receive from the Bank banking services as set forth in this document also through various means of communications, with respect to all or any part of the banking services and the means of communications made available by the Bank from time to time; including but not limited to: computerized direct communication systems, internet, e-mail, file/message transmission (including electronic data interchange (EDI) systems), telephone (including interactive voice response (IVR) systems), facsimile, cellular phone and other cellular systems, interactive television, palm top computers, and such other means of communications which the Bank will make available from time to time (hereinafter, the "Systems").

The services available may include the receipt and transmission of information, the execution of operations and acts in favor of third parties, including in favor of the signatories themselves (or any one of them).

3.2 The individuals whose names are set forth in Section 7 below and the individuals whose names are set forth in Subsection below (if any) (in this Section 3, the "Signatories"), shall have the power to notify the Bank from time to time of the services which the Corporation requests to receive from the Bank through the Bank's communication systems, and through which Systems the said services shall be received.

With respect to the Systems and services for which names of individuals acting on behalf of the Corporation must be provided, the Signatories shall be entitled to notify the Bank of the identity of the individuals who shall from time to time act on behalf of the Corporation for the receipt of the services as set forth above, and in such case such individuals shall be deemed to be signatories of the Corporation for all intents and purposes with respect to banking communication services, and shall be included in the definition of "Signatories" in this Section.

Each of the Signatories, severally, shall be entitled to receive from the Bank the information security kits (including the secret password), if any, that will enable the Corporation to receive the services.

If in Subsection 3.3 below, **an entity** is indicated as a person authorized to receive the said services, such entity shall notify the Bank, in the manner and text customary at the Bank, of the identity of the person(s) authorized to act on behalf of such entity, and such notice shall remain unaltered until further notification from the authorized entity is received by the Bank.

3.3 Additional signatories for the purpose of banking communication services:

Any _____ of the following persons: (specify here the number of signatures required)

Name	Israeli ID. No./Passport No. (and country of issuance)	Date of Birth	Country of Residence	Gender

3.4 **It is hereby emphasized that any of the Signatories will be empowered to act, individually** on behalf of the Corporation and to receive the various services through the various Systems, with respect to all or any part of the banking communication services even if in accordance with Subsection 3.3 above and Section 7 below, the authorization is stated to be by the signatures of more than one Signatory;

4. **Credit Card/ATM Card** _____

4.1. To request that the Bank issue from time to time debit cards including credit cards of various types business or any other type of card which the Bank may issue and/or which the Bank may issue together with others and ATM cards, for use in Israel and abroad (hereinafter, the "Card(s)"), with the name of an employee/officer of the Corporation specified on each Card, all in accordance with the requests signed by the authorized signatories of the Corporation, and to deliver the Cards along with the secret password of the Cards to the said employees/officers. The Enrollment Terms for a Credit Card/Caspmat Card signed by the Corporation will apply to each card.

4.2. Each use of a Card issued as stated in Section 4.1 above shall bind the Corporation, and the Corporation shall bear all debits and undertakings connected to the Card, whether arising out of transactions effected prior to the issuance of this document or afterwards, including payment transactions effected by means of the Card.

4.3. The Corporation is aware that the Cards enable the withdrawal of monies from the Accounts, the execution of money transfers from the Corporation's accounts to the accounts of third parties, the execution of payment transactions and the receipt of various types of credit (including "credit"). The Corporation confirms in advance that the holders of the Cards shall be authorized to receive credit on behalf of the Corporation in the framework of purchases to be effected through the Cards held by them, according to the terms which will be customary at the Bank for all Card holders. Notwithstanding the aforesaid, the Bank shall be entitled to request the early repayment of such credits under the terms set forth in the documents signed by the Corporation in favor of the Bank.

Signature _____

Signature _____

Signature _____

5. Derivative Transactions _____

- 5.1 To carry out from time to time non-traded futures (derivative) transactions with the Bank, including, but not limited to, spot transactions, forward transactions, swap transactions, Cap transactions, Floor transactions, option transactions (writing, buying, or exercising) and any other type of non-traded futures transaction, relating to various assets including currencies, loans, payment undertakings, interest rates, exchange rates, commodities, products, services, equity securities, price indices and security indices and any other asset; in all cases including through direct communication with the Bank's dealing room.
- 5.2 To carry out from time to time traded futures (derivative) transactions with the Bank, including, but not limited to, futures contracts, option transactions (writing, buying, exercising and selling) and any other type of futures transaction, relating to various assets, currencies, loans, payment undertakings, interest rates, exchange rates, commodities, products, services, equity securities, price indices and security indices and any other asset, including transactions in the MAOF clearinghouse; in all cases including through direct communication with the Bank's dealing room.
- 5.3 To request from the Bank from time to time to grant the Corporation a facility for the execution of futures (derivatives) transactions.

6. Signing Documents

To authorize the signatories indicated in Section 7 below, as well as all new signatories to be indicated by the Corporation in a notice of an amending resolution to the Bank (as set forth in Section 9 below), to sign all documents required to open the Accounts and to effect all acts with the Bank, including to sign the general terms in connection with various dealings, undertakings, liens, debentures and deeds of pledge, set-off letters, authorizations, guarantees, requests and instructions to carry out operations, all in the text and on the forms customary at such time at the Bank, with respect to any type of matter and area.

7. Authorization to Operate the Accounts

To notify and instruct the Bank that any _____ of the following persons: (specify here the number of signatures required)

Name	Israeli ID. No./Passport No. (and country of issuance)	Date of Birth	Country of Residence	Gender

(hereinafter, the "Signatories"), are empowered, by adding their signature to the name of the Corporation, to represent the Corporation and to act for and on behalf of the Corporation in all types of dealings and transactions in the Accounts, including the dealings and transactions set forth in Sections 1-6 (inclusive) above, and **without prejudice to the generality of their power**, they shall be entitled:

- To open, close and operate any accounts/deposits of any type whatsoever in the name of the Corporation, alone and/or jointly with others, and to confirm statements of account;
- to notify the Bank of the areas of operation and the services which the Corporation will use in the Accounts;
- to draw, make and sign cheques, bills of exchange, negotiable instruments and instructions of any type whatsoever on the Accounts, whether the Accounts are in credit or overdrawn or may become overdrawn in consequence of any such action;
- to deposit to the credit of the Accounts, cheques, bills of exchange and other negotiable instruments for collection or as collateral or for discounting, to endorse the same for such purposes, and to deposit in the Bank monies, securities, documents, certificates, goods and other assets;
- to receive from the Bank and to deal with all the monies, collateral, documents, certificates, goods and other assets (including rights) of the Corporation, which shall be in the hands of the Bank from time to time;
- to give orders to the Bank for the purchase of, sale of, or other transaction in, foreign currency or securities or other assets and to receive investment advice from the Bank;
- to request on behalf of the Corporation credits, credit facilities, loans, bank guarantees, documentary credits, letters of indemnity and other undertakings from the Bank, with or without collateral;
- to sign and provide guarantees of any type;
- to receive information in connection with the Accounts and the transactions specified in this document;
- To undertake in the name of the Company by signing various letters of undertaking including covenants, subordination and letters of indemnity;
- To provide the Bank with notice of granting of authorization to agency services;
- to act and instruct the Bank on behalf of the Corporation with respect to any matter whatsoever, if no other names of signatories were delivered to the Bank by the Corporation with respect to specific transactions.

Signature _____

Signature _____

Signature _____

8. Additional Signatories for Specific Transactions

To notify and instruct the Bank that also any _____ of the following persons: (specify here the number of signatures required)

Name	Israeli ID. No./Passport No. (and country of issuance)	Date of Birth	Country of Residence	Gender

are empowered on behalf of the Corporation to endorse cheques, bills of exchange, promissory notes and other negotiable instruments deposited with the Bank for collection or as collateral or for discounting or paid into the Corporation's accounts, and, in addition thereto, to act for and on behalf of the Corporation in the following dealings and transactions with the Bank:

For the purpose of carrying out the above dealings and transactions, the above signatories shall be empowered to effect, on behalf of the Corporation, all of the actions set forth in Section 6 above.

9. Amendments

To notify the Bank that this resolution shall remain in force until an amending resolution shall be passed by the Board of Directors/the Committee/the partners¹ and a copy thereof, signed by the Secretary and the Chairman/one of the Directors/the partners¹ and certified by a lawyer, or signed only by a lawyer, shall be delivered to the Bank. For the avoidance of doubt, it is clarified that if the Bank shall receive at any time a notice of amending resolution with respect to Signatories, the new Signatories shall be authorized to effect all acts set forth in this document as if their names had originally been indicated herein.

To promptly notify the Bank of any change in the country of residence of the Corporation's Signatories

10. General

We, the undersigned, hereby confirm that the incorporation documents which we have delivered to the Bank are correct and up to date and are identical to the copy deposited with the Registrar. We undertake to provide you forthwith, with a copy, certified by a lawyer, of any resolution of a General Meeting of the Corporation or of a meeting of the Board of Directors / Committee ¹, which amends the incorporation documents of the Corporation or/or changes the share structure of the Corporation or any other resolution that we are required by law to report to the Registrar, if such be passed in the future.

11. Accounts with the Bank's Subsidiaries _____

If this Section is marked by the undersigned, then this document shall be deemed to include a notice from the Corporation to the Bank that everything stated in this document also applies to the opening and maintaining of accounts in the Bank's subsidiaries, in Israel and abroad. Wherever the term "the Bank" is used in these resolutions, the terms shall apply to the Bank as well as each one of the Bank's subsidiaries in Israel and abroad Notwithstanding the foregoing, if the Corporation delivers to a subsidiary of the Bank a notice of a resolution of the Board of Directors / Committee ¹ directly addressed to such subsidiary, then such resolution shall apply with respect to such subsidiary.

We hereby confirm that the above resolutions were duly passed in accordance with law and the incorporation documents of the Corporation, were recorded in the minute book of the Corporation and signed by the Chairman of the meeting.
We hereby give the Bank the instructions and information contained in the above resolutions and request the Bank to act pursuant thereto.

Chairman of the Board of Directors ²/ Committee / Director / Partners ³

Secretary

Date

¹ Delete the inappropriate.

² Delete the inappropriate titles.

If the Corporation is a partnership, then all partners should sign this notice.³

Signature _____

Signature _____

Signature _____

_____ : תאריך:	_____ : בוצע ע"י:
_____ : שם העובד:	_____ : פעולה:
_____ : אסמכתא:	

IMPORTANT: Sections 3-5 and 11 will apply only if the boxes next to the titles of such sections were marked, together with the signature of one of the signatories to this document.

(*) I, the undersigned, the lawyer acting for _____ (hereinafter the "Corporation"), hereby confirm that the Corporation exists and is active, and that the documents of the Corporation which have been provided to you are correct and up to date. Furthermore, I confirm that the meeting/written resolution of the Board of Directors / Committee¹ of the Corporation which took place on _____ was duly held/adopted, and that the resolutions specified above were duly passed in accordance with the law and the incorporation documents of the Corporation, and that the same have been duly signed by the Chairman. In addition, if the Corporation was formed in Israel, the resolutions, reports, disclosures, and procedures required by Part Six of the Companies Law, 5759-1999, to the extent required, were complied with. If the Corporation was formed outside of Israel, all resolutions, reports, disclosures, and procedures required by the law applicable to the Corporation in connection with the resolutions specified above were complied with.

Furthermore, I confirm that the signature composition specified in the above resolution binds the Corporation.

_____	_____	_____
Date	Full Name	Signature and Stamp

(*) If the confirming attorney is an Israeli attorney, you may rely on the lawyer's confirmation "as is".
 With respect to a corporation which is not registered in Israel, if the confirming attorney is a foreign attorney and is also a notary, you may rely on the lawyer's confirmation "as is". However, if the foreign attorney is not also a notary, the Corporation is required to attach a certified copy of the resolution of the applicable organ of the corporation: (i) to open an account, and (ii) with respect to the authorized signatories.

"Certified Copy" – a copy certified to be a true copy by any of the following: (i) an Israeli attorney, (ii) with respect to a corporation which is not registered in Israel, an attorney in the country of incorporation of the Corporation who is also a notary, (iii) Israeli consular or diplomatic official, and (iv) apostille.

¹ Delete the inappropriate.