



Brookfield Place,  
220 Bay Street, Suite  
600 Toronto ON M5J  
2W4

ORDER EXECUTION ONLY

## CORPORATE ACCOUNT RESOLUTION

I, \_\_\_\_\_ Secretary of \_\_\_\_\_, a corporation organized under the laws of the \_\_\_\_\_ (the "Corporation"), do hereby certify that at a meeting of the Board of Directors of the said Corporation, held in accordance with its charter and by-laws on the date at which a quorum was at all times present and acting, the attached resolutions were duly adopted, that said resolutions have not been amended, rescinded or revoked, and are in no way in conflict with any of the provisions of the charter or by-laws of said Corporation.

Corporate Name: \_\_\_\_\_

LEI #: \_\_\_\_\_

Address: \_\_\_\_\_ City: \_\_\_\_\_

Province/State: \_\_\_\_\_ Postal Code: \_\_\_\_\_ Country: \_\_\_\_\_

Corporate Nature of Business: \_\_\_\_\_

Does your business structure meet the criteria of a financial institution?\* ☐ Yes ☐ No

\*The term Financial Institution applies to but is not limited to a bank, credit or thrift institution, financial services broker dealer, investment company, currency exchange, mortgage broker, insurance company, futures commission merchant, commodity pool operator, mutual fund, a licensed sender of money or any other person who engages as a business in the transmission of funds. The term Financial Institution also includes individuals who are engaged in collecting or pooling funds on the behalf of others.

Friedberg Direct considers entities with two or more individuals, General Partners, or Limited Partners who are aggregating assets for the purposes of engaging in forex and CFD transactions or trading commodity interests (e.g. spot foreign exchange, swaps, security futures, CFDs, etc.) to fulfill the definition of a Financial Institution.

### RESOLUTION

(1) Resolved that Name: \_\_\_\_\_ Title: \_\_\_\_\_

Name: \_\_\_\_\_ Title: \_\_\_\_\_

Each of them or such other person as this corporation may designate from time to time either in writing or by their apparent authority be and hereby are authorized to trade Spot foreign currency and/or Contract for Difference ("CFDs") for the account and risk of this Corporation through and with Friedberg Direct, as said firm is now constituted or may be hereafter constituted, the authority hereby granted including the power to do any of the following:

- (a) To open an account with Friedberg Direct for the purpose of Friedberg Direct 's carrying, clearing, and settling all foreign currency and/or CFD transactions undertaken by the Corporation;
- (b) To buy and sell foreign currency and/or CFD positions, on margin or otherwise, the power to sell including the power to sell "short";
- (c) To deposit with and withdraw from said firm money for the purchase or sale of foreign currency, CFD and other property;
- (d) To receive requests and demands for additional margin, notices of intention to sell or purchase and other notices and demands of whatever character;
- (e) To receive and confirm the correctness of notices, confirmations, requests, demands and confirmations of every kind;
- (f) To place oral orders with any authorized representative of Friedberg Direct for the execution of foreign currency and/or CFD transactions on behalf of the Corporation on any marketplace Friedberg Direct is permitted to effect transaction on;
- (g) To pay Friedberg Direct all fees, commissions and mark ups or downs incurred in connection with any such transactions and all amounts as may be requested by Friedberg Direct from time to time as margin or equity for the Corporation's account;
- (h) To settle, compromise, adjust and give releases on behalf of this Corporation with respect to any and all claims, disputes and controversies;
- (i) To otherwise perform all terms and provisions of the above mentioned agreements, and to take any other action relating to any of the foregoing matter;

(2) Let it be further resolved that it is in the best interest of the Corporation to have its account(s) for the purchase and/or sale of foreign currencies and/or CFDs cleared and carried by Friedberg Direct and for Friedberg Direct to arrange for the execution of foreign currencies transactions which are not executed by the Corporation directly;

(3) Resolved that Friedberg Direct may deal with any and all of the persons directly or indirectly by the foregoing resolution empowered, as though they were dealing with the Corporation directly, and that in the event of any change in the office or powers or persons hereby empowered, the Secretary shall certify such change to Friedberg Direct in writing in the manner herein above provided, which notification, when received, shall be adequate both to terminate the powers of the persons theretofore authorized, and to empower the persons substituted;

(4) Further resolved, that in order to induce Friedberg Direct to act as Agent on behalf of or principal counterparty with, the Corporation, the execution and delivery of an Account Application, Client Account Letter, Client Agreement, General Terms and Conditions, Risk Disclosure Statement, and other documents appropriate to induce Friedberg Direct to so act, (copies of which have been presented to this meeting and will be filed with the records of the Corporation) by any officer of the Corporation are hereby authorized; and the officers of the Corporation are hereby directed to execute such Agreements by and on behalf of the corporation and to deliver the same to Friedberg Direct;

(5) Further resolved, that the foregoing resolutions and the certificate actually furnished to Friedberg Direct by the Secretary/Assistant Secretary of the corporation pursuant thereto, be and they hereby are made irrevocable until written notice of the revocation thereof shall have been received by Friedberg Direct.

(6) Further resolved, that the Corporation agrees to indemnify and hold harmless Friedberg Direct and its associates from any and all loss, damage or liability incurred because of any of the representations or warranties made above shall not be true and correct or any of the agreements entered into between the corporation and Friedberg Direct shall not have been fully performed by the Corporation;

(7) Further resolved, that the Secretary of the Corporation be and hereby is authorized and directed to present a certified copy of these resolutions, together with a certification as to the incumbency of certain officers to Friedberg Direct and that the authority hereby given (including the persons named as officers in such certification until such time as Friedberg Direct receives written notification that such persons are no longer such officers) shall continue in full force and effect (irrespective of whether any of them ceases to be officers or employees of the Corporation) until notice of revocation or modification is given in writing to Friedberg Direct or its successors or assigns.

I further certify that the foregoing resolutions have not been modified or rescinded and are now in full force and effect and that the Corporation has the power under its governing instruments and applicable laws to take the action set forth in and contemplated by the foregoing resolutions.

I do further certify that each of the following has been duly elected and is now legally holding the office set opposite his/her signature.

\_\_\_\_\_  
Signature of President

**Corporate Seal**  
(Please affix corporate seal here)

\_\_\_\_\_  
Signature of Vice-President

\_\_\_\_\_  
Signature of Secretary

\_\_\_\_\_  
Signature of Treasurer

In witness whereof, I have hereunto affixed my hand this \_\_\_\_\_

\_\_\_\_\_  
Signature of Secretary

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Today's Date (MM/DD/YYYY)

Please list all individuals who have a 10% registered/beneficial ownership of the corporation with their corresponding ownership percentage:

_____	_____ %
_____	_____ %
_____	_____ %

For Corporate Accounts ONLY:

In addition to the Client Agreement, please be sure to submit the following:

- (1) Certificate of Incorporation from local registry
- (2) Articles of Organization from local registry
- (3) Proof of LEI (Legal Entity Identifier) number
- (4) W8-BEN-E form for the corporation
- (5) Identification for signing members (i.e., copy of passport or driver's license)
- (6) Proof of address for the corporation such as a utility or phone bill
- (7) Financial document for the corporation such as a bank account statement
- (8) Proof of active status of the corporation such as a recent CRA document
- (9) Proof of address for the signing members (i.e., a copy of an updated utility bill or bank statement no more than six months old)
- (10) The names and photo IDs of registered/beneficial holders of 10% or more of the outstanding shares
- (11) A personal savings or chequing bank account statement or a personal cheque for \$1 made out to Friedberg Direct from each registered/beneficial holder of 10% or more of the outstanding shares of the corporation.