

**DISTRIBUTION AGREEMENT – MANUFACTURER –
DIRECTORS’ RESOLUTION**

..... (Corporate name)
DIRECTORS’ RESOLUTION
DATED AS OF

DISTRIBUTION AGREEMENT - MANUFACTURER

The Company is seeking a distributor to purchase and resell its products in (identify territory).

The granting of distribution rights is a material transaction under the terms of (identify agreement requiring prior approval of such a transaction) that requires the prior approval of the Board of Directors [and ratification by Ordinary or Special Resolution of the Shareholders].

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