

Full name: Power of attorney: general power. Drafting note at 8-107-4656  
Law Date: 01/05/06.

**DATED**

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**POWER OF ATTORNEY: GENERAL POWER**

This power of attorney is made on [DATE] by [NAME OF PRINCIPAL] [of] [whose registered office is] [ADDRESS] (**Principal**)

**1. APPOINTMENT AND POWERS**

The Principal appoints [NAME] of [ADDRESS], [and [NAME] of [ADDRESS]] [and [its **OR** his **OR** her **OR** their] substitutes] [jointly and severally] as [its **OR** his **OR** her] attorney[s] (**Attorney[s]**) and in the Principal's name or otherwise and on [its **OR** his **OR** her] behalf:

- 1.1 To consider, settle, approve, sign, execute, deliver and/or issue all agreements, documents, certificates and instruments (all whether as a deed or not) which [either] [the] Attorney in [his **OR** her **OR** its] absolute discretion considers desirable in connection with [DETAILS OF TRANSACTION] (**Transaction**) including without limitation the following documents: [DOCUMENTS], subject to such amendments or variations as [either] [the] Attorney may agree (**Documents**) [provided that such amendments or variations are of a minor nature and are not material to the Transaction].
- 1.2 To take any steps or do any thing which [either] [the] Attorney in [his **OR** her **OR** its] absolute discretion considers desirable in connection with the implementation of the Transaction or the implementation and/or execution of the Documents.
- 1.3 [To appoint one or more persons to act as a substitute attorney for the Principal and to exercise one or more of the powers conferred on the Attorney[s] by this power of attorney [other than the power to appoint a substitute attorney] and revoke any such appointment.]

**2. DELEGATION BY CORPORATE ATTORNEY**

[Any Attorney which is a corporation aggregate may delegate one or more of the powers conferred on the Attorney[s] by this power of attorney to an officer or officers appointed for that purpose by the board of directors of the relevant Attorney by resolution or otherwise.]

**3. AUTHORITY OF JOINT ATTORNEYS**

[All actions authorised by this power of attorney may be taken by either of the Attorneys. Any and all acts done, decisions made and instruments or other documents executed pursuant to this power of attorney by either of the Attorneys shall therefore be as valid and effectual as though done by both Attorneys.]

**4. POWER BY WAY OF SECURITY**

This power of attorney [shall be irrevocable save with the consent of [both Attorneys **OR** the Attorney] and is given by way of security to secure the performance of obligations owed by the Principal to [NAME OF PERSON] under [NAME OF AGREEMENT] but] shall expire [NUMBER] months from today's date.

**5. RATIFICATION**

The Principal undertakes to ratify and confirm whatever the Attorney[s] [or either of them do] [does] or purport[s] to do in good faith in the exercise of any power conferred by this power of attorney.

**6. VALIDITY**

The Principal declares that a person who deals with [either **OR** the] Attorney in good faith may accept a written statement signed by that Attorney to the effect that this power of attorney has not been revoked as conclusive evidence of that fact.

**7. INDEMNITY**

The Principal undertakes to indemnify the Attorney[s] fully against all claims, losses, costs, expenses, damages or liability which [they **OR** he **OR** she **OR** it] [or either of them] sustain or incur as a result of any action taken [by either of them] in good faith pursuant to this power of attorney (including any cost incurred in enforcing this indemnity).

**8. JURISDICTION**

[This power of attorney (and any dispute, controversy, proceedings or claim of whatever nature arising out of or in any way relating to this power of attorney or its formation or any act performed or claimed to be performed under it) shall be governed by and construed in accordance with English law.]

This document has been executed as a deed and is delivered and takes effect on the date stated at the beginning of it.

Signed as a deed by [NAME  
OF PRINCIPAL] acting by  
[NAME OF FIRST  
DIRECTOR] and [NAME OF  
SECOND  
DIRECTOR/SECRETARY]

.....  
[SIGNATURE OF  
FIRST DIRECTOR]

Director

.....  
[SIGNATURE OF  
SECOND  
DIRECTOR/SECRET  
ARY]

Director/Secretary

**OR**

Signed as a deed by [NAME  
OF INDIVIDUAL  
PRINCIPAL]

.....  
[SIGNATURE OF  
PRINCIPAL]

in the presence of [NAME OF  
WITNESS]

.....  
[SIGNATURE OF  
WITNESS]

.....  
[NAME OF  
WITNESS]

.....  
[ADDRESS OF  
WITNESS]