

PODER ESPECIAL

OTORGADO POR:
PAH Nominee B.V.

A FAVOR DE:
FYC REPRESENTACIONES CIA. LTDA.

PRIMERA.- COMPARECIENTE.-

Eduard Slijkoord, en su calidad Representante Legal de PAH Nominee B.V. (en adelante "MANDANTE").- El compareciente es de nacionalidad holandesa, mayor de edad, domiciliado en esta ciudad de Oostvoorne, hábil para contratar y obligarse, quien actúa por los derechos que representa.

SEGUNDA.- PODER ESPECIAL.-

La MANDANTE, en forma libre y voluntaria, otorga el presente Poder Especial a **FYC REPRESENTACIONES CIA. LTDA.**, y la nombra como su apoderada especial, a quien en adelante se le podrá denominar el/la "MANDATARIO/A", para que tenga plenas facultades y atribuciones para realizar, a nombre y en representación de la MANDANTE, lo siguiente:

- a) Representar a la MANDANTE, en los actos que sean necesarios ante entidades públicas, privadas, administrativas o judiciales, única y exclusivamente por su calidad de MANDATARIA, especialmente pero no limitado a: i) la suscripción de participaciones y recepción de certificados de participación; ii) comparecer a las Juntas Generales que se celebren, pudiendo proponer, discutir y votar sobre los puntos a tratarse iii) presentar solicitudes a órganos de control ecuatorianos; iv) registrar la inversión en el Banco Central del Ecuador.
- b) Contestar y presentar demandas, representar judicial y extrajudicialmente para defender los derechos e intereses de la MANDANTE.
- c) La MANDATARIA, podrá hacer, a nombre de la MANDANTE, todo aquello que sea necesario para cumplir a cabalidad

SPECIFIC POWER OF ATTORNEY

GRANTED BY:
PAH Nominee B.V.

TO:
FYC REPRESENTACIONES CIA. LTDA.

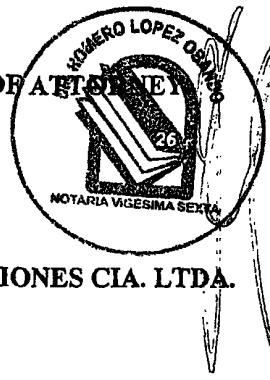
FIRST.- APPEARER.-

Eduard Slijkoord, in his capacity as Legal Representative of PAH Nominee B.V., (hereinafter "PRINCIPAL").- The appearer is national of the Netherlands, of legal age, domiciled in the city of Oostvoorne, able to execute contracts and assume obligations, acting in his capacity and for the rights he represents.

SECOND.- SPECIFIC POWER.-

PRINCIPAL, freely and voluntarily hereby grants this Specific and Limited Power of Attorney to **FYC REPRESENTACIONES CIA. LTDA.**, and appoints it as "Attorney-in-fact", hereinafter also referred to as "AGENT", so that it shall have the full power and authority, in the name and on behalf of the PRINCIPAL, to undertake and perform only the following acts:

- a) To act on behalf of the PRINCIPAL, in necessary acts before public, private, administrative or legal entities, only and exclusively in its capacity of AGENT, specially but not limited to: i) subscription of Shares and receive shareholders certificates; ii) attend to the General Shareholders Meetings that might be held, being capable to propose, discuss and vote on the matters to be known; iii) file applications before Ecuadorian control entities; and, iv) register the investment at the Central Bank of Ecuador.
- b) Reply and file claims, whether judicial and extra-judicial, in order to safeguard the rights and interests of the PRINCIPAL.
- c) On behalf of the PRINCIPAL, the AGENT shall undertake all necessary procedures in order to fully accomplish the assignment conferred within this instrument and safeguard its rights and interests. No



con el mandato conferido y para proteger los derechos e intereses de la MANDANTE, por lo que ninguna entidad y/o autoridad pública o privada del Ecuador podrá alegar insuficiencia de poder.

La MANDANTE, reconoce y acepta que la MANDATARIA no será personalmente responsable de las obligaciones que adquiriera la MANDANTE.

TERCERA.- PLAZO.-

El presente poder :

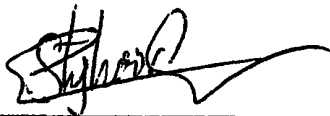
- (a) Tendrá Validez desde la fecha del presente,
- (b) Terminará automáticamente ante los siguientes sucesos, el que ocurra primero, de:
 - (i) plazo de dos años; o (ii) notificación por escrito del MANDANTE al MANDATARIO de la revocación del presente poder; y,
- (c) Sólo podrá ser modificado o enmendado por escrito.

CUARTO.- LEY APLICABLE

El presente poder estará regido por las leyes de la República del Ecuador.

Fecha: Oostvoorne, 13 de Septiembre de 2012

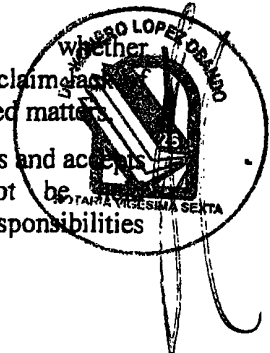
PAH Nominee B.V., debidamente representados por:



Eduard Slijkoord
Title: Managing Director B

Ecuadorian authority,
governmental or private, may claim lack
legal capacity to handle assigned matters.

The PRINCIPAL acknowledges and accepts
that the AGENT shall not be
personally liable of the responsibilities
acquired by the PRINCIPAL.



THIRD.- TERM.-

This power of attorney:

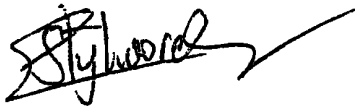
- (a) Shall have effect from the date hereof;
- (b) Shall terminate automatically on the following earliest event: (i) in a term of two years or (ii) notification in writing by the PRINCIPAL to the Attorney, that this power of attorney is revoked; and
- (c) May not be amended or modified in any manner other than by an instrument in writing.

FOURTH.- GOVERNING LAW

This power of attorney is governed by and construed in accordance with the laws of Ecuador.

Dated: Oostvoorne, September 13, 2012.

PAH Nominee B.V., duly represented by:



Eduard Slijkoord
Title: Managing Director B

NOTARIAL CERTIFICATE



Seen by me, Wijnand Hendrik Bossenbroek, civil law notary in Amsterdam, the Netherlands, for legalisation of the signature of:

- Mr. Eduard SLIJKOORD;

who, according to information obtained from the trade register of the chambers of commerce and industry, on the date hereof, is (i) a Managing Director of PAH NOMINEE B.V., established at Rotterdam, the Netherlands, and (ii) in said capacity authorized to represent this company acting solely.

Amsterdam, 14 September 2012



This notarial certificate is strictly limited to the legalisation of a signature and the matters stated therein as the same are on record with the above chambers of commerce. In this connection it should be noted however that the authority to represent the above company appearing from the chambers of commerce records may be limited by matters, such as conflict of interest, *ultra vires* and certain other legal matters, none of which I have investigated for the purpose of the present certificate.

NautaDutilh N.V. has its seat at Rotterdam, The Netherlands and is registered in the Commercial Register in Rotterdam under number 24338323. All services and other work are carried out under a contract for professional services ("overeenkomst van opdracht") with NautaDutilh N.V., subject to the general conditions of NautaDutilh N.V. These general conditions include, among other provisions, a limitation of liability clause and have been filed with the Rotterdam Court of First Instance. They can be consulted at www.nautadutilh.com and will be provided free of charge upon request.
ABN AMRO Bank 45.24.77.999; ING Bank 69.74.64.008; Account Name: Kwaliteitsrekening Notarissen Amsterdam NautaDutilh N.V.

APOSTILLE

Convention de La Haye du 5 octobre 1961

1. Country: THE NETHERLANDS
This public document
2. Has been signed by: mr. W.H. Bossenbroek
3. Acting in the capacity of: civil law notary in
Amsterdam
4. Bears the seal/stamp of:
mr. W.H. Bossenbroek.
Certified
5. At Amsterdam
6. On 17 september 2012
7. By the clerk of the Court of Amsterdam
8. No:

Seal Stamp: 37043

10. Signature
dhr. P. Wardenaar



NOTARIA VIGESIMA SEXTA DEL CANTON QUITO
De acuerdo con la facultad prevista en la Ley
Notarial, doy fe que la FOTOCOPIA que antecede,
es igual al documento presentado ante mi.
en: 3 folios:util (es).

Quito, a

05 FEB. 2013

DR. HOMERO LOPEZ ORANDO
NOTARIO VIGESIMO SEXTO
DEL CANTON QUITO

