



Dr. Eduardo C. Palacios Sacoto
NOTARIO PUBLICO NOVENO
CUENCA - ECUADOR

POWER OF ATTORNEY

EMPRONORTE OVERSEAS INC. LTD., a British Limited Company numbered **9517189**, whose registered office is situated at the 5B Sandringham Road, E8 2LR, London, United Kingdom (hereinafter referred to as "the Company") herein represented by its Registered Agent, **CHARNEY PALACIOS** (hereinafter referred to as "the Agent") does hereby grant a **General Power of Attorney** in favor of **GLADYS MARY ELJURI ANTON**, citizen of Ecuador (Passport n. 0101083608), and **JUAN GABRIEL ELJURI ANTON**, citizen of Ecuador (Ecuadorian Passport n. 0100713049), hereinafter referred to as "the Attorney", to manage the Company's affairs according to the following:

To manage, execute and realize, on behalf of the Company, all the transactions related to every movable or immovable, corporeal or incorporeal, property of the Company. The Attorneys will be able to sign forms, contracts, public contracts, declarations, certifications, and every other document that might be necessary to sign in order to achieve the object of this Power of Attorney.

To receive, dispose, transfer every movable or immovable, corporeal or incorporeal, the Company owns, with faculty to sign every kind of document public or private that might be necessary for the negotiation, sale and transfer of movable or immovable (forms, promissory contracts, contracts, public contract of sale, certifications, and petitions to the Municipality).

To purchase, acquire, receive on behalf of the Company every kind of movable or immovable properties for any other reason, being able to sign whatever kind of document public or private that might be necessary for the negotiation, sale and transfer of movable or immovable (forms, promissory contracts, contracts, public contract of sale, certifications, and petitions to the Municipality).

To lease, pledge, mortgage, encumber, donate, sell, rent, or dispose of in any way or manner, the movable or immovable, corporeal or incorporeal, properties of the Company.

To represent the Company in matters of administration as well as in all affairs of management and situations in which the Company has an interest, also in general partnerships or joint ventures; to buy stocks or shares of any kind in other companies; to take part in Assemblies or meetings in order to make any kind of agreements, including agreements of constitution, transformation, increase of capital and dissolution of companies; to attend, participate and be present in all kind of Ordinary, Extraordinary or Universal General Meetings held in the company or companies of which **EMPRONORTE OVERSEAS INC. LTD.** is or becomes a partner or shareholder, intervening with voice and vote, signing the minutes and protecting or making protect the rights granted to the represented by law or by the statutes that govern the Company or Companies; to suggest, accept or deny whatever



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NOTARIO PUBLICO
CUENCA - ECUADOR

appointment proposed to the Company by the company or companies
EMPRONORTE OVERSEAS INC. LTD. is or becomes a partner or shareholder.

To buy, sell, cede, transfer, subscribe, endorse, permute, pledge, encumber or transfer them to a trust, stocks or shares of any kind in other companies the Company owns or will get to own in the future in the companies of which **EMPRONORTE OVERSEAS INC. LTD.** is or becomes a partner or shareholder, receiving the corresponding share certificates, as well as sign endorsements and subscribe deeds, notes or notifications of transfer, bills or share certificates, in order to achieve the object of this Power of Attorney.

To represent the Company in matters of administration as well as in all affairs of management and situations in which the Company has an interest, also in general partnerships or joint ventures.

To take part in Assemblies or meetings in order to make any kind of agreements, including agreements of constitution, transformation, increase of capital and dissolution of companies; to attend, participate and be present in all kind of Ordinary, Extraordinary or Universal General Meetings held in the company or companies of which **EMPRONORTE OVERSEAS INC. LTD.** is or becomes a partner or shareholder, intervening with voice and vote, signing the minutes and protecting or making protect the rights granted to the represented by law or by the statutes that govern the Company or Companies.

To be able to claim and receive legal, judicial or extrajudicial, the values that the Principal owns or come to possess in the company or companies, by way of profits, and in proportion to the units or shares belonging to it; therefore, she is entitled to sign any receipt or document related to profits or for any other reason.

To open and/or close, manage and operate current or savings account on behalf of their principal. The Attorneys will be able to administer the current or savings account with their sole separate signature, in the name of the Principal.

To realize whatever act on behalf of the Company with whatsoever Financial Institution, to obtain, renew or cancel credits, mortgages or other pending obligation existing or in the future.

To issue notes, signs, bills of exchanges as a drawer, acceptor, endorser or guarantor; accept obligations, be they of a commercial or civil nature. To deliver, pay, cancel or receive money, checks, deposits or whatever other monetary value, with faculty to endorse checks to the bank account the Company owns.

To realize every act or transaction, with the Ecuadorian Service of Internal Revenues (SRI) to obtain, update, cancel the Unique Register of Taxpayers (RUC); to pay whatever kind of tax, tribute, special contribution, among others; to file whatever kind of declaration, consultation or testimony.



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NOTARIO PÚBLICO NOVENO
CUENCA - ECUADOR

To represent the Principal in any judicial or extra-judicial matter currently pending or appearing in the future, on demand or defend its interests, rights and actions, and may propose and continue demands, answer orally or in writing where appropriate; exercising, desisting, negotiating, extinguishing or running out the rights and actions or exceptions related, in all its incidents and instances, of every nature in front of any competent authority either Courts, Tribunals, Agencies, Corporations, Authorities and officials, either by themselves or through others, and even, in all kinds of acts of judicial or extrajudicial conciliation, until the completion thereof.

To demonstrate, exhibit or declare the express consent **EMPRONORTE OVERSEAS INC. LTD.** when requested by the Law.

The Power of Attorney herein granted may be used and exercised by **GLADYS MARY ELJURI ANTON** and **JUAN GABRIEL ELJURI ANTON** to act separately in any part of the world, including any country, state, colony, province, municipality, or political subdivision of any country.

This Power of Attorney shall remain in full force and effect indefinitely, or until such time as expressly revoked by the Company or surrendered by the Attorneys.

Issued and signed on November 30th, 2016, in the city of London, United Kingdom.

For and on behalf of **EMPRONORTE OVERSEAS INC. LTD.**,

Charney Palacios
Registered Agent
EMPRONORTE OVERSEAS INC. LTD.