**POWER OF ATTORNEY**

On this day *………………………………*

I, the undersigned, ……………………………………………….., duly authorised to represent and act on behalf of ……………………………………………….., the company registered under the laws of ……………………………………, with its registered office in ………………………………………………………… (address: ……………………………………………………………….), registered in ……………………………, under the number ……………………………… (hereinafter referred to as the “**Principal**”),

Hereby authorise:

Hereinafter referred to as **Proxy,**

to represent individually the Principal in undertaking the preparatory steps within the framework of transactions for purchase of ……………………………………………………………………… of ………………………………………………………. (specifications attached) (hereinafter referred to as the “**PGC**”), whether through a direct or indirect purchase or a tender process.

This power of attorney authorises the Proxy to:

1. represent the Principal with the sellers in negotiations of the content of any agreements, understandings and/or other transactional documents of the PGC;
2. Ask questions, submit explanations concerning the content of the offers for the sale of PGC and other documents submitted by the sellers;
3. Conduct on behalf of the Principal the correspondence connected with the transactions with the sellers;
4. Take any factual but no legal actions, to submit the declarations of knowledge in relation to the transactions with the sellers;
5. Undertaking all actions necessary to conclude and/or finalize by the Principal the transactions with the sellers.

This power of attorney does not authorise the Proxy to conclude any agreements and/or understandings on behalf of the Principal.

This power of attorney is valid until ………………………………….and may be revoked at any time before this date.

This power of attorney is governed by the laws of ……………………………………………………………………….

Signed by

**……………………………………………… (THE PRINCIPAL),** ……. /……. /20…..

**FOR AND ON BEHALF OF CACTUS GLOBAL INC**

……………………………………………………………………………………………………..

POSITION: PRIMARY PARTNER

