

# TRANSLATION

## *Republic of Panama* *Superintendency of Banks*

### **RESOLUTION S.B.P. No. 270-2010** (of 24 November 2010)

The Superintendent of Banks,  
in use of his legal powers, and

#### **WHEREAS:**

**UNI BANK & TRUST, INC.**, is a corporation organized in accordance with the laws of the Republic of Panama, registered in Document 706842, Number 1808926 of the Microfilms (Mercantile) Section of the Public Registry of Panama, holder of a General Banking License granted by this Office by means of Resolution S.B.P. No. 163-2010 of 19 July 2010;

**UNI B & T DE PANAMÁ, S. A.** is a corporation organized according to the laws of the Republic of Panama, registered in Document 685350, Number 1695122 of the Microfilms (Mercantile) Section of the Public Registry of Panama;

Based on the provisions set forth in Rule No. 1-2004, **UNI BANK & TRUST, INC.** and **UNI B & T DE PANAMÁ, S. A.** have submitted to this Office an authorization request to proceed with the merger by absorption of both corporations in which the former will remain as surviving company;

In due compliance with the provisions of Article 21 of Rule No. 1-2004, the publications of the Notice to the Public regarding the request referred to above, was made during three (3) consecutive business days in a newspaper of wide national circulation, then, after fifteen (15) calendar days of the last publication, objections to such matter were not submitted;

After the concerning analysis were made in accordance with Rule No. 1-2004, the request submitted by **UNI BANK & TRUST, INC.** and **UNI B & T DE PANAMÁ, S. A.** deserves no objections;

In due compliance with the provisions set forth in Number 6, Letter I of Article 16 of the Banking Law, it is the duty of the Superintendent of Banks to solve accordingly.

#### **RESOLVES:**

**SOLE ARTICLE:** To authorize the Merger by Absorption between **UNI BANK & TRUST, INC.**, and **UNI B & T DE PANAMÁ, S. A.** from which **UNI BANK & TRUST, INC.**, will be the surviving company.

Legal Grounds: Banking Law and Rule No. 1-2004.

Given in the city of Panama, on twenty-fourth (24<sup>th</sup>) November, two thousand ten (2010).

**LET IT BE KNOWN, PUBLISHED AND ENFORCED,**

Alberto Diamond R.  
Superintendent of Banks

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