

[Date]

[Recipient Name]

[Recipient Title]

[Recipient Company Name]

[Recipient Address]

RE: Corporate Authority Opinion Letter for [Foreign Entity Name]

To Whom It May Concern,

We have acted as special counsel to [Foreign Entity Name], a corporation organized and existing under the laws of [Country of Incorporation] (the "Company"), in connection with [Description of Transaction/Agreement].

In rendering this opinion, we have examined copies of the following documents:

- The Certificate of Incorporation and Bylaws of the Company;
- The Board of Directors' resolutions dated [Date], authorizing the Transaction;
- [List other relevant documents, e.g., Power of Attorney].

Based upon the foregoing and such examination of the laws of [Country of Incorporation], we are of the opinion that:

1. The Company is a corporation duly organized, validly existing, and in good standing under the laws of [Country of Incorporation].
2. The Company has the corporate power and authority to execute, deliver, and perform its obligations under the [Name of Agreement].
3. The execution and delivery of the [Name of Agreement] have been duly authorized by all necessary corporate action on the part of the Company.
4. The [Name of Agreement] has been duly executed and delivered by [Name of Authorized Signatory] on behalf of the Company, and such individual has the legal authority to bind the Company.
5. The execution and performance of the [Name of Agreement] do not violate any provision of the Company's constitutive documents or the laws of [Country of Incorporation].

This opinion is limited to the laws of [Country of Incorporation] and is rendered solely for the benefit of [Recipient Name] in connection with the Transaction.

Sincerely,

[Signature]

[Printed Name of Attorney]

[Law Firm Name]