

## CHIEF EXECUTIVE CERTIFICATE

I, \_\_\_\_\_, the Chief Executive of

\_\_\_\_\_ Council (**Council**) certify as follows:

### 1. RESOLUTIONS

1.1 The Council has, by all necessary resolutions duly passed (**Resolutions**):

- (a) approved the transactions contemplated by the documents referred to in the schedule to this certificate (**Documents**), or delegated sufficient authority to the person(s) who has approved those transactions to give that approval; and
- (b) authorised execution of the Documents by the Council, or delegated sufficient authority to the person(s) who authorised execution of the Documents to give that authorisation.

1.2 The Resolutions remain in full force and effect.

### 2. COMPLIANCE WITH THE ACT

For the purposes of section 118 of the Local Government Act 2002 (**Act**), in entering into the Documents and performing its obligations under the Documents, and all other documentation contemplated by or entered into in connection with the Documents, the Council has complied with the Act.

### 3. DUE EXECUTION

The Documents have been properly executed by the Council.

This certificate is given by me in my capacity as Chief Executive of the Council in good faith on behalf of the Council and I shall have no personal liability in connection with the issuing of this certificate.

**Dated:** 2020

\_\_\_\_\_  
Chief Executive

**SCHEDULE**  
**"Documents"**

Words and expressions defined in the Multi-Issuer Deed dated 7 December 2011 (as amended and restated on 4 June 2015) between New Zealand Local Government Funding Agency Limited ("**LGFA**") and various local authorities ("**Multi-issuer Deed**") have the same meanings in this certificate.

1. An amendment and restatement deed to be dated on the date notified by LGFA to the Council between (amongst others) the Council and LGFA in relation to the Multi-issuer Deed.
2. An amendment and restatement deed to be dated on the date notified by LGFA to the Council between (amongst others) the Council and LGFA in relation to the Notes Subscription Agreement.