

**ACCEPTANCE OF
RESIGNATION AND APPOINTMENT
(DIRECTORS' RESOLUTIONS)**

..... *(Corporate name)*
DIRECTORS' RESOLUTIONS
DATED AS OF

RESIGNATION OF A DIRECTOR AND OFFICER

..... *(name)* has resigned as director and *(function)* of the Corporation;

The Corporation accepts the said resignation, to take effect immediately;

BE IT RESOLVED:

THAT the resignation of *(name)* as director and *(function)* of the Corporation be hereby accepted, this resignation to take effect immediately.

ELECTION OF A NEW DIRECTOR AND OFFICER

..... *(name)* has resigned from his/her position as director and *(function)* of the Corporation;

It is in order to fill the vacancy left on the Board of Directors by his/her departure;

BE IT RESOLVED:

THAT *(name)* be appointed as a director of the Corporation to fill the position left vacant by the departure of *(name)*, until the next annual meeting of shareholders or until he/she is removed from office or his/her successor is elected or appointed;

THAT *(name)* be appointed as *office* of the Corporation.

BANKING RESOLUTION

The Corporation wishes to amend its latest banking resolution with *(name of financial institution)* to reflect the change of signatories;

BE IT RESOLVED:

THAT the latest banking resolution with *(name of financial institution)* be cancelled and replaced with a new resolution respecting the banking of the Corporation and the signing of cheques and other bills of exchange by the officers, as it appears from the form provided by *(name of financial institution)*, a copy of which is attached hereto;