

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 (title) of the Corporation;

The Corporation accepts said resignation, to take effect immediately;

BE IT RESOLVED:

THAT the resignation of (name) as director and (title) 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 (title) 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 (title) 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;