

**ORDINARY AMALGAMATION  
(Directors' Resolution)**

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

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**AMALGAMATION WITH ..... (name of corporation)**

The Corporation wishes to amalgamate with ..... (name of corporation), in accordance with the terms and conditions set forth in the draft Amalgamation Agreement submitted to the directors for review and approval;

BE IT RESOLVED:

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