

AMALGAMATION AGREEMENT (QBCA)

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AMALGAMATION AGREEMENT (QBCA)

AMALGAMATION AGREEMENT entered into in the City of, Province of Quebec, Canada.

BETWEEN: (*corporate name of party A*), a legal person duly incorporated under the Quebec *Business Corporations Act*, CQLR c S-31.1, having its principal place of business at (*civic number and street name*), in the City of (*name of city*), Province of (*name of province*),, (*postal code*), and duly registered under the designating number in accordance with the applicable law;

V.1 (Authorized Representative) (to be added after V2, if applicable)

, represented by (*name of representative*), its (*title of representative*), duly authorized for the purposes hereof, as he/she so declares;

V.2 (Authorized Representative by Resolution) (to be added after V2, if applicable)

, represented by (*name of representative*), its (*title of representative*), duly authorized for the purposes hereof as indicated in the resolution of the sole director [OR board of directors], attached hereto as Schedule A;

HEREINAFTER REFERRED TO AS “PARTY A”;

AND: (*corporate name of party B*), a legal person duly incorporated under the Quebec *Business Corporations Act*, CQLR c S-31.1, having its principal place of business at (*civic number and street name*), in the City of (*name of city*), Province of (*name of province*),, (*postal code*), and duly registered under the designating number in accordance with the applicable law;

V.1 (Authorized Representative) (to be added after V2, if applicable)

, represented by (*name of representative*), its (*title of representative*), duly authorized for the purposes hereof, as he/she so declares;

V.2 (Authorized Representative by Resolution) (to be added after V2, if applicable)

, represented by (*name of representative*), its (*title of representative*), duly authorized for the purposes hereof as indicated in the resolution of the sole director [OR board of directors], attached hereto as Schedule A;

HEREINAFTER REFERRED TO AS “PARTY B”;

HEREINAFTER COLLECTIVELY REFERRED TO AS THE “PARTIES”.

PARTY A	PARTY B