

PURCHASE OF SHARES
(By mutual agreement)
(Directors' Resolution)

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

SHARE PURCHASE BY AGREEMENT

..... *(name of shareholder)* wishes to sell to the Corporation *(Number in letters)*
(.....) Class "...” shares he/she holds in its capital stock for a total price of DOLLARS
(\$), namely DOLLARS (\$) per share;

The Corporation wishes to acquire *(Number in letters)* (.....) Class "...” shares held by
..... *(name of shareholder)* in its capital stock at the above-mentioned price, subject to the
terms and conditions provided in the share purchase agreement submitted to the directors for review;

The Corporation may acquire the said shares without jeopardizing its solvency, as required by law;

There is no legal or contractual impediment to the acquisition of the said shares;

BE IT RESOLVED:



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