

BENCHMARKING GRID
SHARE PURCHASE AGREEMENT
(Short Form)

1.00 INSTRUCTIONS

If this is your first attempt at using one of our benchmarking grids we recommend that you consult document number **Z04500** for instructions on how best to use this tool, which can be found in **Chapter Z - Contractual Process** in the Contract Forms available on our website.

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2.00 BENCHMARKING GRID

BENCHMARK AGREEMENT: Y04.550	MATCHING PROVISION(S)	VARIATIONS/ OBSERVATIONS 1
IDENTIFICATION AND ADDRESSES		
IDENTIFICATION OF PARTIES:		
VENDOR		
PURCHASER		
AND AS INTERVENOR:		
SURETY		
RECITALS		
(A) VENDOR's shares		
(B) PURCHASER's letter of intent [OR Offer]		
(C) PARTIES are duly authorized		
(D) Legal instrument		

1 If the clause situated in the Matching Provisions column is deficient in some way (see list of deficiency codes located after list of deficiencies), we recommend placing an asterisk next to that clause number and to record the deficiency in the list of deficiencies that appears at page 17 of this document.

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BENCHMARK AGREEMENT: Y04.550	MATCHING PROVISION(S)	VARIATIONS/ OBSERVATIONS 1
(E) Mutual agreement		
0.00 INTERPRETATION		
0.01 Definitions		
0.01.01 Agreement		
0.01.02 CBCA		
0.01.03 Closing Date		
0.01.04 Corporation		
0.01.05 Effective Date		
0.01.06 Encumber or Encumbrance		
0.01.07 Escrow Agent		
0.01.08 Escrow Agreement		
0.01.09 Event of Default		
0.01.10 Interim Period		
0.01.11 Prime Rate		

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BENCHMARK AGREEMENT: Y04.550	MATCHING PROVISION(S)	VARIATIONS/ OBSERVATIONS 1
0.01.12 QBCA		
0.01.13 QSA		
0.01.14 Subject Shares		
0.01.15 Transitional Period		
0.01.16 Voting and Participating Shares		
0.02 Entire Agreement		
0.03 Applicable Laws		
0.04 Non-Compliance		
0.04.01 Severability		
0.04.01 Substitute Provision		
0.05 Miscellaneous		
0.05.01 Time Limits		
(a) Time of the Essence		
(b) Delays		
1.00 PURPOSE		