

SHARE REDEMPTION AT SHAREHOLDER'S REQUEST (Directors' Resolution)

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

CLASS "...” SHARE REDEMPTION

Under the provisions of the Articles of Incorporation [or Amendment, Amalgamation or Continuance] of the Corporation, the holders of Class "...” shares are entitled to require that the Corporation redeem their shares, in whole or in part;

The Corporation has received a notice dated from (name) to the effect that he/she is asking for the redemption of (.....) Class "...” shares which he/she currently holds in the capital stock of the Corporation;

..... (name) has attached to his/her notice of redemption request the duly endorsed certificate(s) representing the Class "...” shares covered by the redemption request;

The Corporation can proceed with the requested redemption without encroaching on its capital or jeopardizing its solvency, as required by the provisions of (reference to applicable provision of federal or provincial statute under which the corporation was incorporated);

BE IT RESOLVED:



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