

PURCHASE BY AGREEMENT OF SHARES
(Directors' Resolution)

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

PURCHASE BY AGREEMENT

..... (name of vendor) wishes to sell to the Corporation (.....) Class "... " shares it holds in the capital stock of *(name of corporation)* for a total price of DOLLARS (\$), namely DOLLARS (\$) per share;

The Corporation wishes to acquire (.....) Class "... " shares held by (name of vendor) in the capital stock of *(name of corporation)* at the price, subject to the terms and conditions stipulated in the share purchase agreement submitted to the directors for review;

BE IT RESOLVED:

