

**BENCHMARKING GRID  
UNANIMOUS SHAREHOLDER  
AGREEMENT  
(Short Form)**

**TABLE OF CONTENTS**

	<b>PAGE</b>
<b>1.00 INSTRUCTIONS .....</b>	<b>2</b>
<b>2.00 BENCHMARKING GRID.....</b>	<b>3</b>
<b>3.00 BENCHMARK AGREEMENT.....</b>	<b>25</b>

o o o o o

© edilex inc.  
www.edilex.com

**BENCHMARKING GRID**  
**UNANIMOUS SHAREHOLDER**  
**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 **0004500** for instructions on how best to use this tool, which can be found in **Chapter 00 - Contractual Process** in the Contract Templates available on our website.



© edilex inc.  
www.edilex.com

**BENCHMARKING GRID**  
**UNANIMOUS SHAREHOLDER**  
**AGREEMENT**  
**(Short Form)**

**2.00 BENCHMARKING GRID**

BENCHMARK AGREEMENT: B02.400	MATCHING PROVISION(S)	VARIATIONS/OBSERVATIONS <sup>1</sup>
<b>IDENTIFICATION AND ADDRESSES</b>		
<b>IDENTIFICATION OF PARTIES:</b>		
SHAREHOLDER A		
SHAREHOLDER B		
SHAREHOLDER C		
AND INTERVENING HEREIN:		
CORPORATION		
<b>RECITALS</b>		
A) Allocation of shares among SHAREHOLDERS		
B) Declarations under <i>National Instrument 45-106</i>		

<sup>1</sup> If the clause situated in the Matching Provisions column is deficient in some way (see the 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 22 of this document.

**BENCHMARKING GRID**  
**UNANIMOUS SHAREHOLDER**  
**AGREEMENT**  
**(Short Form)**

BENCHMARK AGREEMENT: B02.400	MATCHING PROVISION(S)	VARIATIONS/ OBSERVATIONS <sup>1</sup>
C) Purpose of Agreement		
<b>0.00 INTERPRETATION</b>		
<b>0.01 Definitions</b>		
0.01.01 Activities		
0.01.02 Agreement		
0.01.03 Book Value		
0.01.04 Breach		
0.01.05 Confidential Information		
0.01.06 Control		
0.01.07 Death		
0.01.08 Depository		
0.01.09 Disability		
0.01.10 Encumber or Encumbrance		
0.01.11 Incorporating Act		