

Publication of notice.

5. A copy of such notice shall also be published in The Canada Gazette at least thirty days before the application is made; *but this subsection shall not apply to any company which issues industrial insurance.*

Opposition by policyholders.

6. The Treasury Board shall not sanction any amalgamation, transfer or reinsurance in any case in which it appears to the Board that the policyholders representing one-fifth or more of the total amount assured in any company which it is proposed to amalgamate, or in any company the business of which it is proposed to transfer or reinsure, dissent from such amalgamation, transfer or reinsurance. 5 10

No company with impaired capital to amalgamate.

7. No company * * * shall be permitted to amalgamate its business with, transfer its business to, or re-insure its business in any other company if the capital of the combined companies after such amalgamation, or of the continuing company after such transfer or re-insurance, shall be impaired, the policy and annuity liabilities of the combined or continuing company being calculated on the basis prescribed in subsections 2, 4 and 6, respectively, of section 42 of this Act. 15

Deposit of documents after completion of amalgamation, etc.

8. When an amalgamation takes place between any companies, or when the business of one company is transferred to or reinsured in another company, the combined company or the continuing company, as the case may be, shall within ten days from the date of the completion of the amalgamation, transfer or reinsurance, deposit with the Superintendent the following documents, that is to say:— 20 25

- (a) Certified copies of the statements of the assets and liabilities of the companies concerned in such amalgamation, transfer or reinsurance; and
- (b) A statement of the nature and terms of the amalgamation, transfer or reinsurance; and 30
- (c) A certified copy of the agreement under which such amalgamation, transfer or reinsurance is effected; and
- (d) Certified copies of the actuarial or other reports upon which such agreement is founded; and, 35
- (e) A declaration under the hands of the president and manager of each company that to the best of their knowledge and belief every payment made or to be made to any person whatsoever on account of the said amalgamation, transfer or reinsurance is therein fully set forth, and that no other payments beyond those set forth have been made or are to be made either in money, policies, bonds, valuable securities or other property by or with the knowledge of any of the parties to the amalgamation, transfer or reinsurance. 40

Sanction of Treasury Board essential.

9. No company shall amalgamate with another company, transfer its business to or reinsure its business in another company unless such amalgamation, transfer or reinsurance is sanctioned by the Treasury Board in accordance with this section. 45

Proviso.

Provided, however, that this section shall not apply to the contracts of reinsurance made by companies in the ordinary course of their business. 50

Reinsurance by unlicensed company.

10. Subsections 4, 5 and 6 of this section shall not apply to the reinsurance by a Canadian company of the business of a company which is not and never has been licensed to transact business in Canada. 55