

set forth and expressed in the Amalgamation Agreement now before this meeting, dated 191 , and that the President and Secretary of this Company, or the President and one other Director of this Company, be, and they are hereby authorized and empowered to affix thereto the Corporate Seal on behalf of this Company and bind this Company thereto, subject, however, to the provisions of law with reference to the adoption of said Agreement by the shareholders of this Company, and further, that the Secretary be and is hereby instructed to issue forthwith proper notices calling a Special General Meeting of the shareholders of this Company, for the purpose of submitting said Amalgamation Agreement to them for consideration, and if approved, for their adoption."

We, the President and Secretary respectively of Realty Company, Limited, do CERTIFY that the above is a true copy or extract from the Minutes of said Company of a meeting of Directors held on 191 .

.....  
President.

(Corporate Seal)

.....  
Secretary.

### **AGREEMENT for Amalgamation under Statute (Another Form).**

MEMORANDUM OF AGREEMENT made and entered into this day of , A.D. 19 , between The , Limited, of the first part, The , Limited, of the second part, and , hereinafter called the committee of the third part.

WHEREAS it has been proposed that the said companies should be amalgamated and consolidated under the provisions of "The Ontario Companies Act."

AND WHEREAS for the purpose of carrying out such proposed amalgamation and consolidation, the said committee was appointed with power to prepare an Agreement to submit to the said companies to properly effect such amalgamation and consolidation.