

## SCHEDULE "A"

The Corporation is authorized to issue unlimited numbers of each of:

- (a) Class A voting shares (hereinafter called the "Class A Shares"),
- (b) Class B voting shares (hereinafter called the "Class B Shares"),
- (c) Class C non-voting shares (hereinafter called the "Class C Shares"),
- (d) Class D non-voting shares (hereinafter called the "Class D Shares"),
- (e) Class E non-voting shares, redeemable, retractable (hereinafter called the "Class E Shares"), and
- (f) Class F voting shares, redeemable, retractable (hereinafter called the "Class F Shares").

**A. The preferences, rights, conditions, restrictions, limitations or prohibitions attaching to the Class A Shares are as follows:**

1. Holders of the class A Shares shall be entitled to receive notice of and attend all meetings of the Shareholders of the Corporation, except meetings at which only holders of another specified class of shares are entitled to vote, and to one (1) vote in respect of each Class A Share held at all such meetings.
2. Holders of the Class A Shares shall be entitled to receive any dividends specifically declared by the board of directors to be paid to the holders of the Class A Shares; provided that the board of directors may, in its absolute discretion but subject to the restrictions on the payment of dividends hereinafter set out, apply any profits or assets of the Corporation properly applicable to the payment of dividends to the payment of dividends on one or more of the Class A, Class B, Class C, Class D or Class E Shares to the partial or total exclusion of one or more of the other Classes of Shares.
3. Subject to the rights, preferences, restrictions and conditions attached to the Class E and Class F Shares, upon the liquidation, dissolution or winding-up of the Corporation or other distribution of assets or property of the Corporation among its Shareholders for the purpose of winding up its affairs the holders of the Class A Shares shall participate fully and ratably in the distribution of the assets or property of the Corporation.

**B. The preferences, rights, conditions, restrictions, limitations or prohibitions attaching to the Class B Shares are as follows:**

1. Holders of the Class B Shares shall be entitled to receive notice of and attend all meetings of the Shareholders of the Corporation, except meetings at which only holders of another specified class of shares are entitled to vote, and to one (1) vote in respect of each Class B Share held at all such meetings.
2. Holders of the Class B Shares shall be entitled to receive any dividends specifically declared by the board of directors to be paid to the holders of the Class B Shares; provided that the board of directors may, in its absolute discretion but subject to the restrictions on the payment of dividends hereinafter set out, apply any profits or assets of the Corporation properly applicable to the payment of dividends to the payment of dividends on one or more of the Class A, Class B, Class C, Class D or Class E Shares to the partial or total exclusion of one or more of the other Classes of Shares.
3. Subject to the rights, preferences, restrictions and conditions attached to the Class E and Class F Shares, upon the liquidation, dissolution or winding-up of the Corporation or other distribution of assets or property of the Corporation among its Shareholders for the purpose of winding up its affairs the holders of the Class B Shares shall participate fully and ratably in the distribution of the assets or property of the Corporation.

**C. The preferences, rights, conditions, restrictions, limitations or prohibitions attaching to the Class C Shares are as follows:**

1. Holders of the Class C Shares shall have no right to receive notice of or be present at or vote, either by person or by proxy, at any meeting of the Shareholders of the Corporation.

2. Holders of the Class C Shares shall be entitled to receive any dividends specifically declared by the board of directors to be paid to the holders of the Class C Shares; provided that the board of directors may, in its absolute discretion but subject to the restrictions on the payment of dividends hereinafter set out, apply any profits or assets of the Corporation properly applicable to the payment of dividends to the payment of dividends on one or more of the Class A, Class B, Class C, Class D or Class E Shares to the partial or total exclusion of one or more of the other Classes of Shares.

3. Subject to the rights, preferences, restrictions and conditions attached to the Class E and Class F Shares, upon the liquidation, dissolution or winding-up of the Corporation or other distribution of assets or property of the Corporation among its Shareholders for the purpose of winding up its affairs the holders of the Class C Shares shall participate fully and ratably in the distribution of the assets or property of the Corporation.

**D. The preferences, rights, conditions, restrictions, limitations or prohibitions attaching to the Class D Shares are as follows:**

1. Holders of the Class D Shares shall have no right to receive notice of or be present at or vote, either by person or by proxy, at any meeting of the Shareholders of the Corporation.

**THIS IS AN 8-PAGE DOCUMENT.**