

**RESOLUTION OF THE DIRECTORS
OF (CORPORATION)
(the "Corporation")**

WHEREAS:

- A. Application has been received from _____ for the transfer of _____ Class "____" Voting Common Shares from the Corporation's treasury pursuant to a flow through agreement entered into between the Corporation and _____ dated _____.

BE IT RESOLVED THAT:

1. The following transfer of shares be and the same is hereby approved effective _____:

Transferor Transferee Number, Class & Kind

2. The following Share Certificate be issued and fully paid up in full as follows:

Name Certificate Number, Class & Kind

and that the same be executed on behalf of the Corporation and that the seal of the Corporation be affixed thereto in the presence of the President of the Corporation and that the Register of Transfers and Register of Shareholders of the Corporation be amended to reflect the foregoing.

DATED effective the ____ day of _____, _____.

The undersigned, being all of the directors of the Corporation, hereby adopt the foregoing resolutions, pursuant to the provisions of subsection _____ of the *Business Corporations Act*.

Signature of Director

Signature of Director

Signature of Director

Signature of Director

