

Corporation Number: / Nº de la corporation :

The Corporations Act

Loi sur les corporations APPLICATION FOR APPROVAL TO CONTINUE IN ANOTHER JURISDICTION DEMANDE DE PROROGATION SOUS LE RÉGIME D'UNE AUTRE AUTORITÉ LÉGISLATIVE

Name of Corporation / Nom de la corporation			2. Business Number / Numéro d'entreprise	
The corporation requests approval to continue under the laws of / La	a corp	oration deman	de l'approbation de la prorogation en vertu des lois de	
Yes / Oui		No / Non		
If yes, Schedule A is attached. / Dans l'affirmative, veuillez joindre The shareholders of the corporation, in accordance with subsection 182(6) of The Corporations Act of Manitoba, authorized the application for continuance on		Les actionna de la Loi sur	ires de la corporation, en vertu du paragraphe 182(6) les corporation du Manitoba, ont autorisé la demando n le	
 Date	e / Date			
DECLARATION The corporation is not in default in filing Annual Returns or notices under The Corporations Act. The notice calling the meeting of shareholders was sent in	6. a) b)	La corporati prévoit la Lo	TION on a déposé tous les rapports annuels ou avis que oi sur les corporations. emblée convoquant les actionnaires a été envoyé	
The proposed continuance will not adversely affect creditors or	c)	conformément au paragraphe 182(4) de la Loi sur les corporations. La prorogation projetée ne portera pas préjudice aux créanciers raux actionnaires de la corporation et aucun actionnaire n'a fait		
to the proposed continuance. The corporation has not made a distribution of its securities to the public within the meaning of subsection 1(7) of The Corporations Act.	d)	valoir sa dis La corporati public aux to	sidence. on n'a pas placé ses valeurs mobilières auprès du ermes du paragraphe 1(7) de la Loi sur les	
The corporation believes that the laws of the new jurisdiction permit a Manitoba corporation to apply to that jurisdiction for continuance and the laws are of similar effect to subsection 182(11) of The Corporations Act.	e)	La corporati législative p de prorogati même force	on estime que les lois de la nouvelle autorité ermettent à une corporation de présenter une demandon on à cette autorité législative et que ces lois ont la que le paragraphe 182(11) de la Loi sur les	
Date / Date Signature / Signature	ure	301porumone	Office / Bureau	
uctions: Doit obtenir un avis juridique si la prorogation vise de	es auto	rités législativ		
	Are there any pending actions, suits or proceedings or any unsatisfict Y a-t-il une poursuite intentée contre la corporation ou existe-il une Yes / Oui If yes, Schedule A is attached. / Dans l'affirmative, veuillez joindre The shareholders of the corporation, in accordance with subsection 182(6) of The Corporations Act of Manitoba, authorized the application for continuance on Date DECLARATION The corporation is not in default in filing Annual Returns or notices under The Corporations Act. The notice calling the meeting of shareholders was sent in accordance with subsection 182(4) of The Corporations Act. The proposed continuance will not adversely affect creditors or shareholders of the corporation and no shareholder has dissented to the proposed continuance. The corporation has not made a distribution of its securities to the public within the meaning of subsection 1(7) of The Corporations Act. The corporation believes that the laws of the new jurisdiction permit a Manitoba corporation to apply to that jurisdiction for continuance and the laws are of similar effect to subsection 182(11) of The Corporations Act. Date / Date Signature / Signature in the laws of the public within the meaning of subsection 192(11) of The Corporations Act. A legal opinion is required for jurisdictions other than the laws are of similar effect to subsection 182(11) of The Corporations Act.	Are there any pending actions, suits or proceedings or any unsatisfied judg Y a-t-il une poursuite intentée contre la corporation ou existe-il une ordon Yes / Oui If yes, Schedule A is attached. / Dans l'affirmative, veuillez joindre l'anne. The shareholders of the corporation, in accordance with subsection 182(6) of The Corporations Act of Manitoba, authorized the application for continuance on Date / Date DECLARATION 6. The corporation is not in default in filing Annual Returns or notices under The Corporations Act. The notice calling the meeting of shareholders was sent in accordance with subsection 182(4) of The Corporations Act. The proposed continuance will not adversely affect creditors or shareholders of the corporation and no shareholder has dissented to the proposed continuance. The corporation has not made a distribution of its securities to the public within the meaning of subsection 1(7) of The Corporations Act. The corporation believes that the laws of the new jurisdiction permit a Manitoba corporation to apply to that jurisdiction for continuance and the laws are of similar effect to subsection 182(11) of The Corporations Act. Date / Date Signature / Signature A legal opinion is required for jurisdictions other than Feder or the proposed continuance and the laws are of similar effect to subsection 182(11) of The Corporations Act. A legal opinion is required for jurisdictions other than Feder or the proposed continuance and the laws are of similar effect to subsection 182(11) of The Corporations Act. A legal opinion is required for jurisdictions other than Feder or the proposed continuance and the laws are of similar effect to subsection 182(11) of The Corporations Act. Date / Date A legal opinion is required for jurisdictions other than Feder or the proposed continuance and the laws are of similar effect to subsection 182(11) of The Corporations Act.	Are there any pending actions, suits or proceedings or any unsatisfied judgements or ore Y a-t-il une poursuite intentée contre la corporation ou existe-il une ordonnance ou un jume ordonnance ordon	

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SCHEDULE "A" TO PARAGRAPH 4 ANNEXE A – PARAGRAPHE 4

FOR:		
POUR:	(Name of Corporation / Nom de la corporation)	

- a) The corporation will not raise as a defence in any action, suit or proceeding which has been started against it, the fact that it has continued into another jurisdiction. It will admit that it is the same corporation against which the action, suit or proceeding was started.
- b) The corporation will, after continuance, take all necessary steps to keep any qualification it now has to carry on business in any jurisdiction in which an action, suit, or proceeding has been started. The qualification will be kept until the action, suit or proceeding has been resolved.
- a) Dans une poursuite, une action ou un procès engagé contre elle, la corporation ne peut pas faire valoir pour sa défense le fait qu'elle a obtenu une prorogation sous le régime d'une autre autorité législative. Par contre, cette corporation reconnaîtra qu'une poursuite, une action ou un procès a été intenté contre elle.
- b) Après sa prorogation, la corporation entreprendra toutes les démarches nécessaires afin de conserver la capacité qu'elle possède maintenant d'exercer ses activités dans le territoire où une poursuite, une action ou un procès a été engagé contre elle. Elle conservera cette capacité jusqu'à ce que la poursuite, l'action ou le procès soit terminé.

NOTE: This schedule "A" should be attached <u>ONLY IF</u> you have responded "YES" to Question 4 on the first page. **NOTA:** L'annexe « A » ne doit être jointe à la présente <u>QUI SI</u> vous avez répondu « QUI » à la question 4 sur la première page.