

CORPORATE EXECUTION RULES FOR LAND TITLES DOCUMENTS

RULES FOR DOCUMENTS GENERALLY

All Land Titles documents (other than discharges, Caveats, Requests and Personal Property Security Notices) executed by Corporations must be signed in one of the following three ways:

1. By a director of the corporation;
2. By any person who is an attorney for the Corporation under a Power of Attorney. Where a party signs pursuant to a Power of Attorney the party must explicitly state that they are signing pursuant to a Power of Attorney. In addition, the Power of Attorney document must either be attached or on file at a Manitoba Land Titles Office. If the Power of Attorney relied upon is one on file at a Manitoba Land Titles Office the registration number assigned to the Power of Attorney document must be specifically set out. Here is a sample of acceptable execution by Power of Attorney:

ABC Company Ltd.

Per: _____
 John Tupper
 Senior Lending Officer
 Executed pursuant to POA # 12345678

3. By an officer of the corporation. Officer includes:

President
 Vice-President
 Treasurer
 Secretary

Officer will be deemed to include variations on the offices set out above, including such offices as:

Assistant Vice-President
 First Vice-President
 Secretary-Treasurer

The following will not be accepted as corporate officers:

Chief Operating Officer
 Chief Financial Officer
 Chief Executive Officer
 Any Manager
 Assistant to the secretary (or any other Assistant to...)

CORPORATE EXECUTION RULES FOR LAND TITLES DOCUMENTS (continued)

RULES FOR DOCUMENTS GENERALLY (continued)

NOTE: All Transfers, Mortgages and Discharges executed by corporations must either be accompanied by the corporate seal or they must be witnessed, and where that witness is not an officer as defined in section 72(4) of *The Real Property Act*, an affidavit of execution is required. Section 72(4) provides:

Witness to signature

72(4) Where the signature of the party to an instrument is witnessed by a barrister, solicitor or notary public, referred to in subsection (5) as an officer, the officer may prove execution of the instrument by signing as witness and clearly identifying the name, position and address of the witness under the signature of the witness.

SPECIAL RULES FOR DISCHARGES

The rules regarding Corporate Execution generally apply to the signing of discharges, with one notable exception: Discharges may also be executed by any employee of the corporation, regardless of their job title, so long as the document contains an express statement to the effect that they have been authorized by the corporation to execute the instrument. In such cases please insert the following:

I am an employee of the Corporation and have authority to bind same.

For greater clarification please note that the rule of Corporate Execution for Discharges does not extend to Agreements to Amend/Extend, Postponements or Consents. These executions are to conform to the rules governing Corporate Executions generally.

SPECIAL RULES FOR CAVEATS

The rules regarding Corporate Execution generally apply to the signing of Caveats, with the following exceptions:

1. Caveats may also be signed by an agent of the Caveator. This person does not need to be an employee of the Corporation.
2. Caveats may also be signed by any employee of the corporation. Where a person signs a Caveat on behalf of a corporation and lists a position from which it can be reasonably inferred that the person is an employee, Land Titles will accept this execution. The statement that the party is an employee and has the authority to bind may be added but is not required.

The rule allowing a Caveat which was signed on behalf of a Corporation by an agent to be discharged by that agent continues to apply as it has to these documents.

CORPORATE EXECUTION RULES FOR LAND TITLES DOCUMENTS (continued)**SPECIAL RULES FOR REQUESTS**

The rules regarding Corporate Execution generally apply to the signing of Requests, with the following exceptions:

1. Requests may also be signed by a solicitor and agent on behalf of the corporation. This person does not need to be an employee of the Corporation.
2. Requests may also be signed by any employee of the corporation. Where a person signs a Request on behalf of a corporation and lists a position from which it can be reasonably inferred that the person is an employee, Land Titles will accept this execution. The statement that the party is an employee and has the authority to bind may be added but is not required.

RULES FOR TRANSMISSIONS

There are no special rules for Transmissions. The Corporate Execution rules remain unchanged for Transmissions. *A solicitor and agent* cannot sign Transmissions on behalf of a corporation.

SPECIAL RULES FOR PERSONAL PROPERTY SECURITY NOTICES

The rules regarding Corporate Execution generally apply to the signing of Personal Property Security Notices, with the following exceptions:

1. Personal Property Security Notices may also be signed by a solicitor and agent on behalf of the corporation. This person does not need to be an employee of the Corporation.
2. Personal Property Security Notices may also be signed by any employee of the corporation. Where a person signs a PPSN on behalf of a corporation and lists a position from which it can be reasonably inferred that the person is an employee, Land Titles will accept this execution. The statement that the party is an employee and has the authority to bind may be added but is not required.