



Please see reverse for instructions

1. Name of amalgamated corporation:

2. The classes and any maximum number of shares that the corporation is authorized to issue:

3. Restrictions, if any, on share transfers:

4. Number (or minimum and maximum number) of directors:

5. Restrictions, if any, on businesses the corporation may carry on or on powers the corporation may exercise:

6. Other provisions, if any:

7. The amalgamation agreement has been approved by special resolutions of shareholders of each of the amalgamating corporations listed in item 9 below in accordance with Section 177 of the Act.

8. The amalgamation has been approved by a resolution of the directors of each of the amalgamating corporations listed in Item 9 below in accordance with Section 178 of the Act. The articles of amalgamation set out herein are the same as the articles of incorporation of:

_____ (name the designated amalgamating corporation).

9. Name of Amalgamating Corporations	Signature	Office held	Date
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Articles of Amalgamation

Form 9

INSTRUCTIONS FOR COMPLETION

Format: Documents required to be sent to the Director pursuant to the Act must conform with sections 4 to 6 of the regulations under the Act. Where any provision required to be set out is too long to be set out in the space provided in the form, the form may incorporate the provisions by annexing a schedule in the manner described in section 6 of the regulations.

Item 1: Set out proposed corporate name that complies with sections 293 to 295 of the Act and with section 8 of the regulations. If a proposed name has not been reserved under section 292 of the Act, the Articles of Amalgamation must be accompanied by a statement setting out the main types of business to be carried on by the amalgamated corporation.

Item 2: Set out the details required by clause 6(1)(c) of the Act. All shares must be without nominal or par value and must comply with Division V of Part 1 of the Act.

Item 3: If restrictions are to be placed on the right to transfer shares of the corporation, set out a statement to this effect and the nature of such restrictions.

Item 4: State the number of directors. If cumulative voting is permitted, the number of directors must be invariable, otherwise it is permissible to specify a minimum and maximum number of directors.

Item 5: If restrictions are to be placed on the business the corporation may carry on or on the powers the corporation may exercise, set out the restrictions.

Item 6: Any provision that is to form part of the Articles may be set out if the provision is permitted by the Act or regulations to be set out in the bylaws of the corporation or in a unanimous shareholder agreement, including any pre-emptive rights or cumulative voting provisions.

Item 7: Indicate whether the amalgamation is under section 177 or 178 of the act. If the amalgamation is under section 178, the articles of amalgamation must be the same as the amalgamating holding corporation, or, in the case of an amalgamation of subsidiary corporations, the same as the amalgamating subsidiary corporation whose shares are not cancelled.

Other Notices and Documents:

- (1) The Articles must be accompanied by a Notice of Registered Office (Form 3), a Notice of Directors (Form 6), and a statutory declaration of a director or authorized officer of each amalgamating corporation in accordance with subsection 179(2) of the Act.
- (2) If an amalgamation is effected under section 177 of the Act, the Articles must also be accompanied by a copy of the amalgamation agreement.

Completed documents, in duplicate, and the prescribed fee payable to the **Minister of Finance** are to be sent to:

Director, Corporations Branch
200, 1871 Smith Street
Regina, Saskatchewan
S4P 4W5