

Request ID / Demande n°

Ontario Corporation Number
Numéro de la compagnie en Ontario

9555332

2148585

7. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series: *Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions que peut être émise en série:*

been its Preference Redemption Amount and, in the event that any of such Preference Shares have been redeemed prior to the time that the aggregate fair market value of the Purchased Assets is ultimately determined as provided herein, a cash settlement in the amount of any such adjustment shall be made by the holders of such Preference Shares or the Corporation, as the case may be, or, if a promissory note was issued pursuant to either paragraph C.5 or C.6, as the case may be, the principal amount outstanding thereunder shall be deemed to have been retroactively adjusted regardless of whether it has been cancelled.

(d) "Preference Redemption Price" in respect of each Preference Share means the Preference Redemption Amount, less the aggregate of any amounts paid out, from time to time, as a reduction of stated capital in respect of such share, together with all dividends declared thereon and unpaid up to the date of liquidation, dissolution or winding up or the date of redemption, as the case may be.

(e) "Transfer Date" means the effective date of the Asset Purchase Agreement.

2. Dividends

The holders of the Preference Shares shall be entitled to receive during each year, as and when declared by the board of directors, but always in preference and priority to any payment of dividends on the Class A Special Shares, the Class B Special Shares, the Class C Special Shares, the Class D Special Shares, the Class E Special Shares, the Class F Special Shares, the Class A Common Shares, the Class B Common Shares or any other share ranking junior to the Preference Shares, non-cumulative dividends at a fixed rate of six percent (6%) per annum calculated on the Preference Redemption Price, out of the moneys of the Corporation properly applicable to the payment of dividends, payable in money, property or by the issue of fully paid shares of any class of the Corporation. The holders of the Preference Shares shall not be entitled to any dividend in excess of the dividend hereinbefore provided for. If in any year the directors of the Corporation in their discretion do not declare such preferential dividend or any part thereof, the right to such dividend or part (as the case may be) in respect of such year shall be forever extinguished; for the purposes of these provisions "year" shall mean the financial year of the Corporation; as regards any Preference Share allotted during the year in respect of which any dividend is declared payable, the dividend thereon shall be calculated on a pro rata basis from the date of allotment and issuance.

Except with the consent in writing of the holders of all the Preference Shares outstanding, no dividends shall at any time be declared and paid, or declared and set aside for payment, on the Class A Special Shares, the Class B Special Shares, the Class C Special Shares, the Class D Special Shares, the Class E Special Shares, the Class F Special Shares, the Class A Common Shares, the Class B Common Shares or any other class of shares of