

**HAMILTON RENEWABLE POWER INC.**  
(the "Corporation")

RESOLUTION OF THE SOLE SHAREHOLDER

**REAPPOINTMENT OF DIRECTORS**

**WHEREAS** the City of Hamilton is the sole shareholder of the Corporation ("Sole Shareholder");

**AND WHEREAS** the Articles of Incorporation of the Corporation provide that the board of directors shall consist of a minimum of one (1) and a maximum of twenty (20) directors;

**AND WHEREAS** the number of directors of the Corporation has been fixed at six (6) by a special resolution of the Sole Shareholder effective December 14, 2010;

**AND WHEREAS** it is the intent of the Sole Shareholder to reappoint the below named persons for an additional term of three years;

BE IT RESOLVED:

That the following persons be reappointed as directors of the Corporation effective November 30, 2019 and shall hold office until November 14, 2022:

- (1) Brenda Johnson
- (2) Terry Whitehead
- (3) John-Paul Danko

The foregoing resolution is, by signature below of the Sole Shareholder of the Corporation entitled to vote on such resolutions, passed as a resolution of the Corporation, pursuant to the *Business Corporations Act* (Ontario).

Dated as of this 4th day of December 2019.

City of Hamilton

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Fred Eisenberger  
Mayor

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Andrea Holland  
City Clerk