

HAMILTON UTILITIES CORPORATION

SHAREHOLDER RESOLUTIONS

The undersigned, being the holder of all of the issued shares of Hamilton Utilities Corporation (the “**Corporation**”), hereby signs the following resolutions pursuant to subsection 104(1) of the Ontario *Business Corporations Act*:

Hamilton Utilities Corporation Audited Consolidated Financial Statements - Year Ended December 31, 2019

RESOLVED that the Audited Consolidated Financial Statements of Hamilton Utilities Corporation for the year ended December 31, 2019, as approved by the Board of Directors of the Corporation, be received and approved by the Shareholder.

Appointment and Remuneration of Auditor

RESOLVED that the present auditor, KPMG LLP, be appointed as the auditor of the Corporation for the 2020 fiscal year of the Corporation.

RESOLVED, further, that the remuneration to be paid to KPMG LLP as auditor of the Corporation for the 2020 fiscal period of the Corporation shall be fixed by the Directors of the Corporation, the Directors of the Corporation being hereby authorized to fix such remuneration.

Continuation of Directors of the Corporation

WHEREAS it has been resolved that the Corporation shall have five Directors; and

WHEREAS the Corporation presently has the five Directors that it was previously resolved that the Corporation shall have; and

WHEREAS Councilor Sam Merulla has been selected by the Council of the Shareholder to serve as the Mayor’s Designate in the capacity of Director of the Corporation and continues to serve as a Director of the Corporation; and

WHEREAS at the 2019 Annual General Meeting of the Corporation each of Laurie Tugman and Julia Kamula was elected as a Director of the Corporation for a three-year term and each of Greg McCamus and Christa Wessel was elected as a Director of the Corporation for a two-year term, and each continues to hold office as a Director of the Corporation serving for the balance of the term that each was elected to serve as a Director of the Corporation; and

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WHEREAS no action is necessary in relation to the appointment of the Directors for the Corporation:

RESOLVED that it is acknowledged that each of the Directors of the Corporation, being Sam Merulla, Laurie Tugman, Julia Kamula, Greg McCamus and Christa Wessel, continues in office as a Director of the Corporation serving for the balance of the term that each was elected to serve as a Director of the Corporation.

Alectra Audited Consolidated Financial Statements - Year Ended December 31, 2019

The Audited Consolidated Financial Statements of Alectra Inc. for the year ended December 31, 2019, as approved by the Board of Directors of Alectra Inc., were received by the Shareholder.

DATED the 13th day of October 2020.

CITY OF HAMILTON

By: _____
Fred Eisenberger
Mayor

By: _____
Andrea Holland
City Clerk