

HAMILTON RENEWABLE POWER INC.
(the "Corporation")

RESOLUTION OF THE SOLE SHAREHOLDER OF THE CORPORATION

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

AND WHEREAS by Section 203 (1) of the *Municipal Act, 2001*, S.O. 2001, c. 25, as amended, the City of Hamilton is authorized to hold the shares in the Corporation and to exercise the rights attributed thereto;

AND WHEREAS the Council of the City of Hamilton are sitting as representatives of the Shareholder (City of Hamilton) for the Corporation;

NOW THEREFORE the Council of the City of Hamilton, acting in its capacity as representative of the Shareholder (City of Hamilton) of the Corporation, RESOLVES AS FOLLOWS:

1. Receive the Consolidated Financial Statements of the Corporation for the year ended December 31, 2022

BE IT RESOLVED THAT the audited Consolidated Financial Statements of the Corporation for the year ended December 31, 2022, a copy of which is attached hereto as Schedule "A", as approved by the Board of Directors of the Corporation, is received by the Shareholder.

2. Receive the 2023 Budget of the Corporation

BE IT RESOLVED THAT the 2023 budget of the Corporation, a copy of which is attached hereto as Schedule "B", as approved by the Board of Directors of the Corporation, is received by the Shareholder.

3. Receive Board of Directors' Resolutions

BE IT RESOLVED THAT the February 24, 2023 Board of Director's Resolution, a copy of which is attached hereto as Schedule "C", is received by the Shareholder.

BE IT RESOLVED THAT the June 26, 2023 Board of Director's Resolution, a copy of which is attached hereto as Schedule "D", is received by the Shareholder.

4. Appointment of the Auditors

Appointment of auditors of the Corporation:

- Auditor continues until appointed or changed; and
- Board of Directors satisfied with service provided by KPMG as auditors.

BE IT RESOLVED THAT KPMG LLP, Chartered Accountants, are appointed auditors of the Corporation for the fiscal year 2023, at a remuneration to be settled by the President of the Corporation, unless the President deems it necessary to appoint different auditors.

5. Ratification

BE IT RESOLVED THAT all by-laws, resolutions, contracts, acts, and proceedings of the Board of Directors, Shareholder and Officers of the Corporation enacted, passed, made, done or taken since the last meeting of the Shareholder as the same are set forth or referred to in the minutes of the Corporation or in the financial statements submitted to the Shareholder are hereby approved, ratified, sanctioned and confirmed.

THE FOREGOING RESOLUTIONS are hereby consented to by the Shareholder of the Corporation pursuant to the provisions of the *Business Corporation Act* (Ontario).

DATED the 23rd day of October 2023.

CITY OF HAMILTON

Andrea Horwath
Mayor

Janet Pilon
Acting City Clerk