

**RESOLUTION** OF THE SOLE SHAREHOLDER OF  
(*INSERT NAME OF THE WHOLLY OWNED  
SUBSIDIARY*) (THE “**CORPORATION**”) APPROVED,  
ADOPTED AND CONSENTED TO IN WRITING  
WITHOUT THE HOLDING OF A MEETING AS  
EVIDENCED BY THE SIGNATURE OF THE SOLE  
SHAREHOLDER PURSUANT TO THE *BUSINESS  
CORPORATIONS ACT* (ALBERTA) AND THE BYLAWS  
OF THE CORPORATION.

**WHEREAS** The City of Calgary (the “**Shareholder**”) is the sole shareholder of the Corporation;

**AND WHEREAS** the bylaws and Unanimous Shareholder Agreement of the Corporation give the Shareholder the exclusive authority to fill vacancies on the board of directors of the Corporation (the “**Board**”);

**AND WHEREAS** the Shareholder has passed a Voting Procedure Resolution, which provides, among other things, that, generally, any of the Mayor or a Councillor of the Shareholder (collectively, the “**Council Members**”) duly elected and then holding office has the authority for and in the name of the Shareholder to sign a resolution in writing of the Shareholder provided that the execution of such resolution has been approved by resolution passed at a duly called and convened Shareholder meeting;

**AND WHEREAS** The City of Calgary, as part of its duly called and constituted organizational meeting held November 3, 2025, considered and confirmed the appointment of Members of Council (*and Administration*) to the Board;

**NOW THEREFORE BE IT RESOLVED THAT:**

1. Effective as of the date hereof, (*insert Councillor name/Member of Administration name*) be hereby elected as a director of the Corporation to hold office for a term expiring the earlier of: 1) the 2026 Organizational Meeting of The City of Calgary Council, 2) (*his/her/their*) successor has been appointed, or 3) (*he/she/they*) is no longer a (Council Member/employee of the Shareholder).
2. The Corporation shall be entitled to rely on delivery by facsimile transmission or other electronic transmission of a scanned copy of the executed resolution and such facsimile or scanned copy shall be legally effective to create a valid and binding resolution.

**DATED** as of the 3 day of November 2025

**THE CITY OF CALGARY**

Per: \_\_\_\_\_

Mayor Jyoti Gondek