

## Statutory Declaration on Amalgamation

This Statutory Declaration (the "Agreement") is effective {{Date}},

{{CompanyName}} (the "Corporation"), a company organized and existing under the laws of the Province of {{CompanyProvince}}, with its head office located at:

{{Address}}

DO SOLEMNLY DECLARE THAT:

I, {{Name}}, of the City of {{City}}, in the Province of {{Province}} do solemnly declare that:

1. I am the {{Position}} of {{Company Name}} (the "Corporation"), one of the amalgamating corporations and as such, have knowledge of the matters herein declared to.

2. I have conducted such examinations of the books and records of the Corporation and have made such inquiries and investigations as are necessary to enable me to make this declaration.

3. I have satisfied myself that:

(a) there are reasonable grounds for believing that:

(i) the Corporation is and the amalgamated corporation will be able to pay its liabilities as they become due, and

(ii) the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.

(b) there are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

And I make this solemn declaration conscientiously believing the same to be true and knowing that it is of the same force and effect as if made under oath and by virtue of the {{Country}} Evidence Act.

THE CORPORATION

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Director or officer of amalgamating corporation

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Print Name and Title

THE CORPORATION

\_\_\_\_\_  
Director or officer of amalgamating corporation

\_\_\_\_\_  
Print Name and Title

THE CORPORATION

\_\_\_\_\_  
Director or officer of amalgamating corporation

\_\_\_\_\_  
Print Name and Title

**SWORN / DECLARED BEFORE ME AT:**

City/Town of \_\_\_\_\_  
in the Province/State of \_\_\_\_\_  
on the \_\_\_\_\_ of \_\_\_\_\_, 20\_\_\_\_\_

\_\_\_\_\_  
Commissioner for Oaths in and for the Province of Ontario