

MSROC - SITE TRANSFER PROCESS
DOCUMENT A8 – INSTRUCTIONS FROM MSROC TO CORPORATE LAWYERS FORM



To: Lawson Lundell LLP
1600 Cathedral Place
925 West Georgia Street, Vancouver, British Columbia, V6C 3L2

From: Mountain Shadows Resort Owners' Corporation ("MSROC")
PO Box 412, Radium Hotsprings, BC, VOA 1M0

Re: **Site Transfer Process**
Instructions from MSROC to Corporate Lawyers
For the Purposes of Sending "Package B" and Instructions for "Package C"

A blank copy of this form is to be provided by the Seller to MSROC in "Package A"
*This form to be completed by the **lead officer** for Site Transfer for MSROC and a completed form is to be included in "Package B" to be sent to the corporate lawyers.*

Dear Sirs:

In accordance with **Document A1 - Site Transfer Process** (included in this package); MSROC hereby provides the following information and instructions associated with the Site Transfer:

Subject Site(s): _____
Print Site(s) #

Seller's Name: _____
Print exact name of shareholder(s)/seller(s) as it exists in Central Shareholder Registry

The following officer for MSROC has the authorization to sign Site Transfer Documents and shall be designated the "**lead officer**" for this Site Transfer file

Name: _____
Print name of MSROC director

Position: _____
Print position of MSROC director

Signature: _____
Signature of MSROC director

SEE FOLLOWING PAGE FOR LEAD OFFICER CHECKLIST

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MSROC LEAD OFFICER CHECKLIST

The lead officer has familiarized himself/herself with **Document A1 – Site Transfer Process** and has included a copy in “**Package B**”

Lead officer initial: _____

The lead officer has confirmed that MSROC has received the **Seller and Purchaser Information and Acknowledgement Form** and has included a completed copy in “**Package B**”

Lead officer initial: _____

The lead officer has confirmed that MSROC has received the **Site Transfer Fee Form**, and the **Site Transfer Fee** has been received and deposited

Lead officer initial: _____

The lead officer has received confirmation from the **Treasurer** that all fees or monies owed have been paid and the Seller is in good standing

Lead officer initial: _____

The lead officer has reviewed and included an executed **Instrument of Transfer** in “**Package B**”

Lead officer initial: _____

The lead officer has reviewed *and executed on behalf of MSROC* the **Transfer of Beneficial Ownership Agreement** and has included it in “**Package B**”

Lead officer initial: _____

The lead officer has reviewed *and executed on behalf of MSROC* the **Assignment and Assumption Agreement** and has included it in “**Package B**”

Lead officer initial: _____

The lead officer has reviewed *and executed on behalf of MSROC* the **Direction to Transfer Share(s)** (the “**Direction**”) and has included it in “**Package B**”

Lead officer initial: _____

The lead officer has completed and included this **Instructions from MSROC to Corporate Lawyer Form** in “**Package B**”

Lead officer initial: _____

SEE FOLLOWING PAGE FOR ADDITIONAL INSTRUCTIONS

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In accordance with **MSROC – SITE TRANSFER PROCESS, STEP 4:** Upon receipt of “**Package B**”, the corporate lawyer is to prepare the following documents (“**Package C**”) for execution by MSROC

C1 – Directors Resolutions

C2 – Share Certificate(s)

The corporate lawyers are to send the documents in **Package C**, including a return addressed envelope, to the following address for execution:

Lead officer to check box that applies:

☐

(Mountain Shadows Resort Owners' Corporation
(PO Box 412, Radium Hotsprings, BC – VOA 1M0

or

☐

(Direct Mailing Address of the Lead Officer for MSROC
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Lead officer to print his/her direct mailing address

In accordance with **MSROC – SITE TRANSFER PROCESS, STEP 5:** the **lead officer** shall receive **Package C** from the corporate lawyers, execute the **Directors Resolutions** and **Share Certificate(s)** and send the fully executed documents back to the corporate lawyer office.

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In accordance with **MSROC – SITE TRANSFER PROCESS, STEP 6:** the corporate lawyers are to:

- 6.1 Receive the original executed Share Certificate(s) and retain in the corporate minute book.
- 6.2 Update the Central Securities Register
- 6.3 Provide the following two (2) pages to the **Purchaser** (via mail to the mailing address provided in the **Seller and Purchaser Information and Acknowledgement Form**):
- 6.3.1 A **cover letter** confirming that the following executed documents have been received and are to be retained at the corporate lawyer office:
- Seller and Purchaser Information and Acknowledgement Form
 - Instrument of Transfer
 - Transfer of Beneficial Ownership Agreement
 - Assignment and Assumption Agreement (Co-Ownership Agreement)
 - Direction
 - Directors Resolutions
 - Share Certificate
- 6.3.2 A **photocopy** of the executed Share Certificate
- 6.4 Provide to **MSROC**
- 6.4.1 A **cover letter** confirming that the following executed documents have been received to be held at the corporate lawyer office:
- Seller and Purchaser Information and Acknowledgement Form
 - Instrument of Transfer
 - Transfer of Beneficial Ownership Agreement
 - Assignment and Assumption Agreement (Co-Ownership Agreement)
 - Direction
 - Directors Resolutions
 - Share Certificate
- *Confirmation that the two (2) pages have been mailed to the **Purchaser** (stated above)
- 6.4.2 An updated **Central Securities Register**
- 6.4.3 An updated **Schedule “D”** (list of owners & site numbers) to the Co-Ownership Agreement
- 6.4.4 An **invoice** for services provided for Site Transfer due payable by MSROC

The documents to be provided to **MSROC** are to be emailed to the following email address(es): [or the **lead officer** is to provide alternate instructions]

Email address #1: msownersassoc@shaw.ca

Email address #2: _____
Print email address of lead officer

Email address #3: _____
Print alternate email address, if applicable (such as Treasurer and/or Bookkeeper)