RESOLUTIONS OF SHAREHOLDER

Appointment of Directors

RESOLVED THAT, the following persons are hereby confirmed to continue to serve as independent Directors of Hamilton Utilities Corporation, for the remainder of the term for which they were originally elected, such remaining term commencing on June 30, 2010:

- Alexander (Sandy) Adam 1 year term
- Marnie Spears 1 year term
- Paul Benson 2 year term

RESOLVED THAT, the following persons are hereby elected to serve as independent Directors of Hamilton Utilities Corporation for a two-year term commencing June 30, 2010:

- Robert Dolan
- Edward Minich

RESOLVED THAT, the following person is hereby elected to serve as independent Directors of Hamilton Utilities Corporation for a three-year term commencing June 30, 2010:

- Joan Weppler

RESOLVED THAT, the Resolution of Shareholders, appointing Joe Rinaldo to the Board of Directors of Hamilton Utilities Corporation, approved by City Council on December 9, 2009 by way of Item 9 of Committee of the Whole Report 09-035, be amended by extending the expiration of the term of office from June 30, 2011 to June 30, 2013.

These independent Directors, together with Mayor Fred Eisenberger, comprise the Hamilton Utilities Corporation Board of Directors, effective June 30, 2010.

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THE FOREGOING RESOLUTIONS are hereby consented to in writing by the sole shareholder of Hamilton Utilities Corporation, pursuant to the provision of the Business Corporation Act (Ontario).

DATED the 12th day of May 2010