HAMILTON UTILITIES CORPORATION

RESOLUTIONS OF SHAREHOLDER

1. Receive HUC 2005 Financial Statements

RESOLVED THAT, the Financial Statements for the year 2005, are received as approved by the Board of Directors, of Hamilton Utilities Corporation.

2. Change to Horizon Utilities Dividend Policy

RESOLVED THAT, the Horizon Dividend Policy be amended as put forth by the Board of Directors of Horizon Utilities Corporation.

3. Change to Hamilton Utilities Corporation Dividend Policy

RESOLVED THAT, the Hamilton Utilities Dividend Policy be amended as put forth by the Board of Directors of Hamilton Utilities Corporation.

4. Appointment of Directors

RESOLVED THAT, the following slate of Nominees be re-appointed to serve as Directors, as put forth by the Nominating Committee and supported by the Board of Directors, of Hamilton Utilities Corporation, and that, the corresponding terms of office are approved, effective June 1, 2006;

Terry Cooke  2 year term
Robert Dolan  3 year term
Charles Hantho  1 year term
Edward Minich  2 year term
Joan Prior  1 year term
Peter Routliff  3 year term
Owen Shewfelt  2 year term
Marnie Spears  2 year term

This slate of independent directors combined with the Mayor’s designate Sam Merulla (term ends December 31, 2006) comprises the Hamilton Utilities Corporation slate of directors effective May 29, 2006.

5. Number of Directors

RESOLVED THAT, in consideration that the number of Directors of the Corporation is decreased from ten to nine.

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THE FOREGOING RESOLUTIONS are hereby consented to by the sole shareholder of the Corporation pursuant to the provision of the Business Corporation Act (Ontario).
DATED the 29th day of May 2006.

CITY OF HAMILTON

Per: ______________________
Kevin Christenson
City Clerk, Shareholder Representative