



## Certificate of Amalgamation

*Canada Business Corporations Act*

## Certificat de fusion

*Loi canadienne sur les sociétés par actions*

FQM (Akubra) Inc.

Corporate name / Dénomination sociale

848352-3

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

JE CERTIFIE que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Marcie Girouard

Director / Directeur

2013-04-23

Date of Amalgamation (YYYY-MM-DD)  
Date de fusion (AAAA-MM-JJ)



FORM B  
ARTICLES OF AMALGAMATION  
(SECTION 186)

FORMULAIRE B  
STATUTS DE FUSION  
(ARTICLE 186)

1 - Name of the Amalgamating Corporation

Dénomination sociale de la société issue de la fusion

FQM (Akubra) Inc.

2 - The province or territory in Canada where the registered office is to be situated (do not indicate the full address)

La province ou le territoire au Canada où sera situé le siège social (n'indiquer pas l'adresse complète)

Ontario

3 - The classes and any maximum number of shares that the corporation is authorized to issue

Classes et tout nombre maximal d'actions que la société est autorisée à émettre

The Corporation is authorized to issue an unlimited number of shares of a class designated as common shares.

4 - Restrictions, if any, on share transfers

Restrictions sur le transfert des actions, s'il y a lieu

The transfer of the shares in the capital of the Corporation shall be restricted in the manner provided for in Article 7 of these articles.

5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes)

Nombre minimal et maximal de administrateurs (pour un nombre fixe, veuillez indiquer le même nombre dans les deux cases)

Minimum: 1

Maximum: 10

Minimal: 1

Maximal: 10

6 - Restrictions, if any, on business the corporation may carry on

Limites imposées à l'activité commerciale de la société, s'il y a lieu

There are no restrictions on the business the Corporation may carry on or on the powers the Corporation may exercise.

7 - Other provisions, if any

Autres dispositions, s'il y a lieu

The annexed Schedule 1 is incorporated in this form.

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après

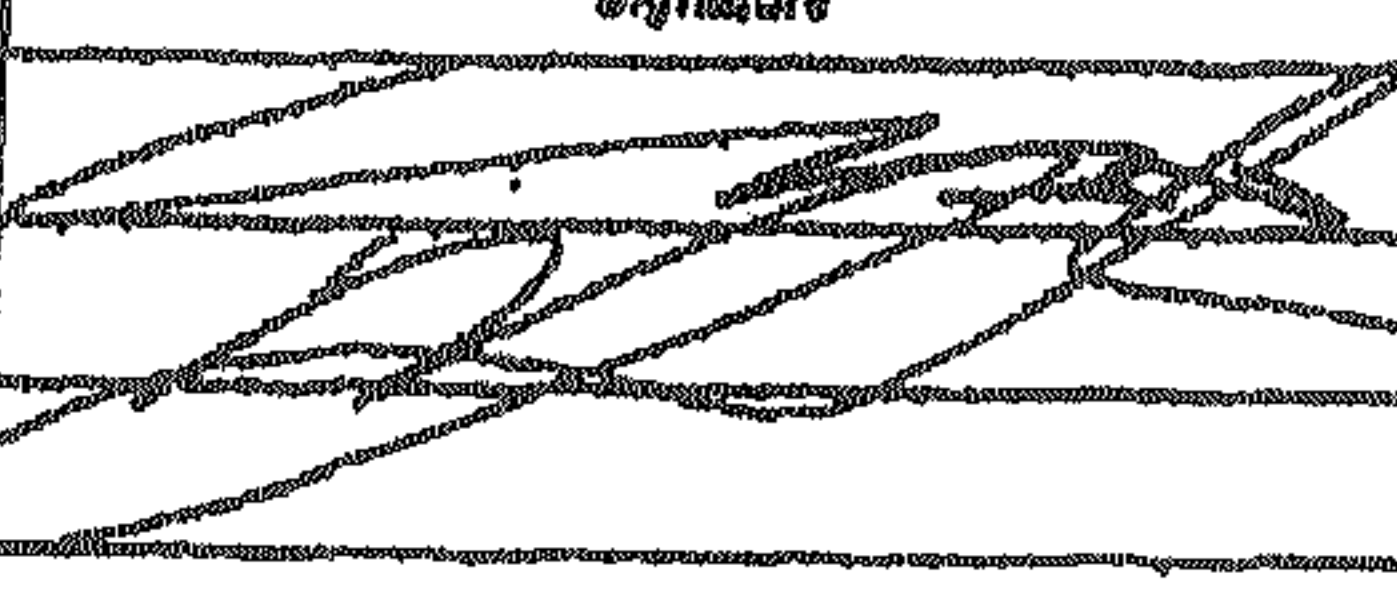
☐ 183

☒ 184(1)

☐ 184(2)

9 - Declaration: I hereby certify that I am a director or an officer of the corporation.

Déclaration: J'affirme que je suis un administrateur ou un dirigeant de la société.

| Name of the amalgamating corporations<br>Dénomination sociale des sociétés fusionnantes | Corporation No.<br>N° de la société | Signature                                                                             |
|-----------------------------------------------------------------------------------------|-------------------------------------|---------------------------------------------------------------------------------------|
| FQM (Akubra) Inc.                                                                       | 8.3.7.9.0.1.7.1                     |  |
| INMET MINING CORPORATION                                                                | 7.7.6.9.5.6.6                       |                                                                                       |
|                                                                                         |                                     |                                                                                       |
|                                                                                         |                                     |                                                                                       |
|                                                                                         |                                     |                                                                                       |

Notes:

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or both (subsection 330(1) of the CCA).

Notes:

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou des deux peines (paragraphe 330(1) de la LCSA).



SCHEDULE I  
TO THE ARTICLES OF AMALGAMATION  
OF  
FQM (Akubra) Inc.

7. Restrictions, if any, on share transfers:

The right to transfer securities (including for greater certainty shares) other than non-convertible debt securities of the Corporation, shall be restricted in that no such securities shall be transferred without either:

- (a) the consent of the directors of the Corporation, expressed by a resolution passed by the directors or by an instrument or instruments in writing signed by a majority of the directors, which consent may be given either prior or subsequent to the time of transfer of such securities; or
- (b) the consent of the holder or holders of shares of the Corporation to which are attached at least a majority of the votes attached to all shares of the Corporation for the time being outstanding carrying a voting right either under all circumstances or under some circumstances that have occurred and are continuing, expressed by resolution passed by such holder or holders or by an instrument or instruments in writing signed by such holder or holders, which consent may be given either prior or subsequent to the time of transfer of such securities.