From:	Corrine Kennedy [ckennedy@airdberlis.com]
Sent:	12/14/2011 1:08:13 PM
To:	Hull, Robert [/O=GOWLINGS/OU=TORONTO/CN=RECIPIENTS/CN=HULLR]
CC:	McFadden, David [/O=GOWLINGS/OU=TORONTO/CN=RECIPIENTS/CN=MCFADDDJ]; Ron Clark [rclark@airdberlis.com]
Subject:	COLLUS Power - Draft Agreement
Attachments:	Share Purchase Agreement.DOCX; Shareholders Agreement.DOCX

Bob,

Further to our telephone conversation yesterday, attached please find the draft Share Purchase Agreement and the Shareholders Agreement in respect of the above transaction. The drafts remain subject to further comment on our end.

Once you have had a chance to review the drafts, I look forward to discussing them with you.

Best regards, Corrine

Corrine E. Kennedy, M.A., LL.B.

T 416.865.7709 F 416.863.1515 E ckennedy@airdberlis.com

Brookfield Place • 181 Bay Street Suite 1800 • Box 754 Toronto ON • M5J 2T9 • Canada www.airdberlis.com



If you are having issues opening a Microsoft Office file please click on the following link to download the Office 2007 converter from the Microsoft web site: <u>Compatibility Pack</u>

This message may contain confidential and/or privileged information and is intended only for the individual named. If you are not the named addressee you should not disseminate, distribute or copy this email. Please notify the sender immediately by email if you have received this email by mistake and delete this email from your system. Aird & Berlis LLP may monitor, retain and/or review email. Email transmission cannot be guaranteed to be secure or error-free as information could be intercepted, corrupted, lost, destroyed, arrive late or incomplete, or contain viruses. Neither Aird & Berlis LLP nor the sender, therefore, accepts liability for any errors or omissions in the contents of this message, which arise as a result of email transmission.

Any advice contained in this communication, including any attachments, which may be interpreted as US tax advice is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue Code; or (ii) promoting, marketing or recommending to another party any transaction or matter addressed in this communication.

