

Mutual Fund Dealers Association of Canada Association canadienne des courtiers de fonds mutuels

CORPORATE RESOLUTION

PROPOSED NEW MFDA RULES 1.2 (DEFINITIONS), 1.2.6 (CONTINUING EDUCATION) AND NEW MFDA POLICY NO. 9 *CONTINUING EDUCATION (CE) REQUIREMENTS*

The undersigned, Assistant Corporate Secretary of the Mutual Fund Dealers Association of Canada (the "Corporation") hereby certifies that attached is a true and correct copy of a resolution adopted by the MFDA Board of Directors of the Corporation in accordance with the By-laws of the Corporation at a meeting held on February 28, 2018 which is in full force and effect on the date hereof.

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Bernadette Devine Assistant Corporate Secretary February 28, 2018

RESOLUTION ADOPTED BY THE BOARD OF DIRECTORS OF

THE MUTUAL FUND DEALERS ASSOCIATION OF CANADA

AT A MEETING HELD ON FEBRUARY 28, 2018

RESOLVED that the proposed new MFDA Rules 1.2. Definitions, 1.2.6 Continuing Education (CE) and new MFDA Policy No. 9 (Continuing Education ("CE") Requirements in the form tabled at "Exhibit "O" of the Agenda are hereby approved subject to any non-material changes that may be required or desirable by the Recognizing Regulators.

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