

EXHIBIT 1: RELEASE AND DISCHARGE RELATING TO CONSENT TO DISCLOSURE OF CRIMINAL RECORD INFORMATION



ONTARIO
Provincial
Police

Release and Discharge Relating to Consent to Disclosure of Criminal Record Information

Surname _____ Given Name _____ Middle Name _____ Date of Birth (dd/mm/yyyy) _____ ☐ Male ☐ Female

Previous Surnames (eg. Former marriage, maiden) _____

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I hereby authorize the Ontario Provincial Police (the OPP) to release records of criminal convictions for which a pardon has not been granted, records of discharges which have not been removed from the CPIC system in accordance with the Criminal Records Act, and records of outstanding criminal charges of which the OPP is aware, to the person(s) listed below.

Name	Title
Jim Manderville	Manager, Investigative Research
Mary Lorimer	Supervisor, Investigative Research
Lois Badley	Supervisor, Investigative Research

Department and Branch _____

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Name of Organization _____

Toronto Stock Exchange

RELEASE AND DISCHARGE

I hereby release and forever discharge Her Majesty the Queen in right of Ontario, the Commissioner of the Ontario Provincial Police and all members and employees of the OPP from any and all actions, claims and demands for damages, loss or injury howsoever arising which may hereafter be sustained by myself as a result of the disclosure of information by the OPP to the above named organization.

I acknowledge that information so disclosed may be confirmed only by a comparison of the fingerprints on file to which the information relates and my fingerprints.

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Tsx Company Manual

Mark Gillen



Tsx Company Manual:

Getting and Staying Listed in Canada Timothy Sean Baikie, 2003 Mergers, Acquisitions and International Financial Regulation Daniele D'Alvia, 2021-11-29 This is a much needed work in the financial literature and it is the first book ever to analyse the use of Special Purpose Acquisition Companies SPACs from a theoretical and practical perspective By the end of 2020 more than 240 SPACs were listed in the US on NASDAQ or the NYSE raising a record 83 billion The SPAC craze has been shaking the US for months mainly because of its simplicity a bunch of investors decides to buy shares at a fixed price in a company that initially has no assets In this way a SPAC also known as a blank check company is created as an empty shell with lots of money to spend on a corporate shopping spree Could the trend be here to stay Are SPACs the new legitimate path to traditional IPO This book tackles those questions and more The author provides a thorough analysis of SPACs including their legal framework and how they are used as a risk mitigation tool to structure transactions The main objectives of the book are focused on finding a working definition for SPACs and theorising on their origins definition and evolution identifying the objectives of financial regulation within the context of the recent financial crisis 2007 2010 and the one that is currently unfolding Covid 19 and also describing practical examples of SPACs through a comparative study that for the first time outlines every major capital market on which SPACs are listed in order to identify a possible international standard of regulation The book is relevant to academics as well as policymakers international financial regulators corporate finance lawyers as well as to the financial industry tout court *Effective Company Disclosure in the Digital Age* Gill North, 2015-10-16 Effective corporate reporting and disclosure are critical in financial markets to promote vigorous competition optimal performance and transparency This book examines whether existing disclosure frameworks in eight countries with the world's most significant securities exchanges achieve these objectives and then drawing on extensive empirical findings identifies the policies and practices that contribute most to improving the overall quality of listed company reporting and communication Contending that public disclosure of listed company information is an essential precondition to the long term efficient operation of financial markets the book provides analysis of such issues and topics as the following arguments for and against mandatory disclosure regimes key principles of periodic and continuous disclosure regulation tensions between direct and indirect investment in financial markets assumptions concerning the need to maintain a privileged role for financial intermediaries intermediary analyst and research incentives protection of individual investors selective disclosure disclosure of bad news the role of accounting standards public access to company briefings long term performance reporting and analysis and company reporting developments A significant portion of the book provides an overview of disclosure regulation and practice in the United States Canada Germany the United Kingdom Japan Hong Kong Australia and Singapore A highly informative survey looks at company reports disclosures and websites of large listed companies including Microsoft Citigroup Teck Resources Deutsche Bank BP Sony PetroChina Company BHP Billiton and

Singapore Telecommunications The book discusses common disclosure issues that arise across jurisdictions provides valuable insights on the efficacy of existing disclosure regulation and practice and highlights the important principles processes and practices that underpin best practice company disclosure frameworks It will be welcomed by company boards and executives and their counsel as well as by policymakers and scholars in the areas of corporate securities banking and financial law accounting economics and finance Directors' Duties in Canada Barry J. Reiter,2006 Corporations and Partnerships in Canada Mark Gillen,2018-06-11 Derived from the renowned multi volume International Encyclopaedia of Laws this practical analysis of the law of business formations in Canada provides quick and easy guidance on a variety of corporate and partnership considerations such as mergers rights and duties of interested parties stock exchange rules labour laws and takeovers Lawyers who handle transnational business will appreciate the explanation of local variations in terminology and the distinctive concepts that determine practice and procedure A general introduction covering historical background definitions sources of law and the effect of international private law is followed by a discussion of such aspects as types of formation capital shares management control liquidation mergers takeovers holding companies subsidiaries and taxation Big companies various types of smaller entities and partnerships are all covered in turn These details are presented in such a way that readers who are unfamiliar with specific terms and concepts in varying contexts will fully grasp their meaning and significance Thorough yet practical this convenient volume puts the information necessary for corporations to compete effectively at the user s fingertips An important and practical tool for business executives and their legal counsel interested in engaging in an international partnership or embarking on corporate expansion this book will prove a valuable time saving tool for business and legal professionals alike Lawyers representing parties with interests in Canada will welcome this very useful guide and academics and researchers will appreciate its value in the study of comparative business law *Principles of Contemporary Corporate Governance* Jean Jacques du Plessis,Anil Hargovan,Beth Nosworthy,2024-06-27 Now in its fifth edition Principles of Contemporary Corporate Governance offers a comprehensive introduction to the rules and regulations of corporate governance systems It takes an inclusive stakeholder approach to examine how companies apply corporate governance principles in the private sector **Research Handbook on Mergers and Acquisitions** Claire A. Hill,Steven Davidoff Solomon,2016-09-30 Global in scope and written by leading scholars in the field the Research Handbook on Mergers and Acquisitions is a modern day survey of the state of M judges and practitioners perspectives on litigation the appraisal remedy and other aspects of Federal and state law as well as M A considerations in the structure of start ups This Handbook will be an invaluable resource for scholars practitioners judges and legislators **Corporate Governance in Global Capital Markets** Janis Sarra,2011-11-01 The recent failures of Enron WorldCom and other large publicly traded corporations have catapulted the issue of corporate governance onto the international stage In this timely book Janis Sarra draws together the work of legal scholars and practitioners from across North America to

provide a comprehensive analysis of corporate governance issues in global capital markets The contributors to this collection explore the theoretical underpinnings of corporate governance and provide concrete illustration of different models and their outcomes While the perspectives of the authors sometimes differ their common project is to explore different normative conceptions of the corporation in order to contribute to an analysis of global trends in corporate governance The book measures diverse theoretical perspectives against the reality of corporate operations in current capital markets exploring the norms that inform shifts in governance practice and the influence of regulatory regimes on governance change Relationships both within and outside the firm are explored including issues of accountability ethics in decision making and notions of efficiency in generation of corporate wealth Legal scholars and practitioners with an interest in corporations insolvency and securities as well as corporate directors will welcome this addition to their libraries Korean Business Law Hwa-jin Kim,2012-01-01 This book is a detailed overview of the corporate and financial laws of Korea and analyzes current issues within those fields from both academic and practical perspectives providing a unique tool for understanding Korean law in a business and financial context The approach of the book is two fold On the one hand the book offers valuable insight into the fundamental principles of Korean business law and landmark cases in the field On the other hand there is extensive analysis of more recent developments and of current issues raised by recent court cases The book combines coverage of Korean corporate law and Korean financial law and includes detailed examination of corporate law issues such as director liability minority shareholder protection and the dynamic practice area of mergers and acquisitions and of financial law topics including private equity structured finance and foreign financial institutions A rich and extensive resource with insight from leading scholars and practitioners Korean Business Law will be of great benefit both to lawyers who have clients with business interests in Korea and to scholars of international corporate law and governance The Cambridge Handbook of Shareholder Engagement and Voting Harpreet Kaur,Chao Xi,Christoph Van der Elst,Anne Lafarre,2022-09-15 All over the world companies play an important role in the economy Different types of stakeholders hold the reins in these companies An important class are the shareholders that finance the activities of these companies In return stakeholders have a say on how these companies should be organized and structure their activities This is primarily done through voting and engaging These mechanisms of voting and engaging allow the shareholders to decide significant aspects of the company structure from who governs it to how much directors are paid However how shareholders vote and engage and how far their rights stretch are organized differently in different countries This pioneering book provides insights into what rights these shareholders have and how the shareholders of companies in nineteen different jurisdictions participate in corporate life through voting and engaging Comparative and international in scope it pays particular attention to how jurisdictions align and differ around the world Corporate Governance Around the World Ahmed Naciri,2008-02-14 This book including contributions from world recognized experts in the sphere of corporate governance presents a number of international corporate governance systems

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