



Ministry of
Government Services
Ontario

Ministère des
Services gouvernementaux

CERTIFICATE
This is to certify that these
articles are effective on

CERTIFICAT
Ceci certifie que les présents
statuts entrent en vigueur le

JUNE 25 JUIN, 2015

2348005

(17)

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

ARTICLES OF AMENDMENT
STATUTS DE MODIFICATION

Form 3
Business
Corporations
Act

Formule 3
Loi sur les
sociétés par
actions

1. The name of the corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale actuelle de la société (écrire en LETTRES MAJUSCULES SEULEMENT):

T	M	A	C		R	E	S	O	U	R	C	E	S		I	N	C	.				

2. The name of the corporation is changed to (if applicable): (Set out in BLOCK CAPITAL LETTERS)
Nouvelle dénomination sociale de la société (s'il y a lieu) (écrire en LETTRES MAJUSCULES SEULEMENT):

3. Date of incorporation/amalgamation:
Date de la constitution ou de la fusion:

2012,10,30

(Year, Month, Day)
(année, mois, jour)

4. Complete only if there is a change in the number of directors or the minimum / maximum number of directors.
Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé.

Number of directors is/are: minimum and maximum number of directors is/are:
Nombre d'administrateurs : nombres minimum et maximum d'administrateurs :

Number minimum and maximum
Nombre minimum et maximum

or

5. The articles of the corporation are amended as follows:
Les statuts de la société sont modifiés de la façon suivante :

See Page 1A attached hereto and forming part of these Articles of Amendment.

The Articles of the Corporation (the "**Articles**") be and they are hereby amended:

- A. By deleting the rights, privileges, restrictions and conditions attached to the Common Shares, and replacing the deleted provisions with the rights, privileges, restrictions and conditions as set out below, which shall be the rights, privileges, restrictions and conditions attached to the Common Shares:

COMMON SHARES

The rights, privileges, restrictions and conditions of the Common Shares are as set out below.

1. Voting Rights

The holders of Common Shares shall be entitled to notice of, to attend and to one vote per Common Share held at any meeting of the shareholders of the Corporation (other than meetings of a class or series of shares of the Corporation other than the Common Shares as such).

2. Dividends

The holders of Common Shares shall be entitled to receive dividends as and when declared by the board of directors of the Corporation on the Common Shares as a class.

3. Participation upon Liquidation, Dissolution or Winding Up

The holders of Common Shares shall be entitled, in the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, or any other distribution of the assets of the Corporation among its shareholders for the purpose of winding-up its affairs, to share rateably in such assets of the Corporation as are available for distribution.

- B. To consolidate all of the issued and outstanding Common Shares of the Corporation on a 3:1 basis, being 1 post-consolidated Common Share for every 3 pre-consolidated Common Shares outstanding, provided, however, that no fractional post-consolidated Common Share shall be issued in connection with the consolidation and, in the event that a shareholder would otherwise be entitled to receive a fractional post-consolidated Common Share, the number of post-consolidated Common Shares to be issued to such shareholder shall be rounded down to the nearest whole number of Common Shares, without payment or other compensation being made to such shareholder for such fractional post-consolidated Common Share.

6. The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the *Business Corporations Act*.
La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la *Loi sur les sociétés par actions*.
7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on
Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2015,06,25

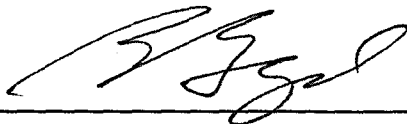
(Year, Month, Day)
(année, mois, jour)

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

TMAC RESOURCES INC.

(Print name of corporation from Article 1 on page 1)
(Veuillez écrire le nom de la société de l'article un à la page une).

By/
Par :



(Signature)
(Signature)

Ronald P. Gagel

Executive Vice President and Chief Financial Officer

(Description of Office)
(Fonction)