

MINUTES
THE MANSION HOUSE ESTATES LTD. (MHE)
EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

Held on Monday, May 12, 2014 at 7:00 p.m.
Within the Cabana Room,
6076 Tisdall Street, Vancouver, BC.

MEETING PROCEEDINGS

- ❖ Registration commenced at 6:20 p.m. officiated by Mary Witt and Sue Flett.
- ❖ At time of registration there were a total of 38 eligible voting Shareholders represented in person or by proxy (27 in person and 11 via proxy).
- ❖ Board of Directors present for the 2013-2014 term: Judy Ashton – President, Mabel Chau - Vice-President, Peggy Hillman - Treasurer and Dan Feliciano – Secretary
- ❖ Boiler Committee members present: Judy Ashton, Mabel Chau, Karl Froschauer, John Cheng. Francis Collier and Gunter Wenzel not present.

CALL TO ORDER

A quorum represented in person or by proxy, the meeting was called to order by President, Judy Ashton at 7:04 p.m. to proceed with the business at hand. The President chaired the meeting.

APPOINT RECORDING SECRETARY

Secretary, Dan Feliciano was appointed as Minute Taker.

PROOF OF NOTICE OF MEETING

Notice for the Extraordinary General Meeting had been circulated to all Shareholders in accordance with the Company's Articles of Association, which must be posted fourteen (14) days prior to the holding of the meeting.

APPROVE THE AGENDA

MOVED (504)/SECONDED (702); the Agenda be approved as presented.

Following discussion, the Chairperson called for the vote, the result being **ALL IN FAVOUR; CARRIED**

ADOPTION OF THE MINUTES OF THE EXTRAORDINARY GENERAL MEETINGS

MOVED (701)/SECONDED (705); there being no errors and/or omissions, the minutes of the Extraordinary General Meeting, held February 18, 2014, be approved as previously circulated.



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PRESENTATION OF PROPOSED BOILER INSTALLATION

President, Judy Ashton provided a background of the boiler situation and thanked the Boiler Committee members for their many hours of hard work in discussing the details. After the initial presentation, a number of Shareholders asked questions and various Boiler Committee members provided answers. After the question and answer session, the proposed Motions were put forth for Shareholder approval.

- 1. MOTION No. 1: APPROVE REMOVAL OF EXISTING BOILER SYSTEM AND INSTALLATION OF NEW BOILER SYSTEM DURING THE SUMMER PERIOD OF 2014**
(including heating, pool, domestic hot water).

MOVED (504)/SECONDED (702) and CARRIED

VOTES FOR: 34
VOTES AGAINST: 4
ABSTENTIONS: 0

- 2. MOTION No. 2: APPROVE RECOMMENDED PROJECT BUDGET OF \$243,420.00**

MOVED (204)/SECONDED (504) and CARRIED

VOTES FOR: 33
VOTES AGAINST: 5
ABSTENTIONS: 0

- 3. MOTION No. 3: APPROVE WITHDRAWAL OF FUNDS FROM THE CONTINGENCY RESERVE FUND TO FINANCE 30% OF THE TOTAL COST – AN AMOUNT OF \$73,026.00**

MOVED (204)/SECONDED (504)

After the Motion was seconded, a discussion followed; the Motion was subsequently amended, as follows:

APPROVE WITHDRAWAL OF FUNDS FROM THE CONTINGENCY RESERVE FUND TO FINANCE 40% OF THE TOTAL COST – AN AMOUNT OF \$97,368.00

AMENDED MOTION No. 3: MOVED (401)/SECONDED (405) and DEFEATED

VOTES FOR: 6
VOTES AGAINST: 27
ABSTENTIONS: 0

ORIGINAL MOTION No. 3 CARRIED

VOTES FOR: 32
VOTES AGAINST: 3
ABSTENTIONS: 2

- 4. MOTION No. 4: APPROVE PROPOSED METHOD OF PAYMENT BY SHAREHOLDERS**
(Three payments, based on the co-efficient, due on: June 1, 2014, July 1, 2014, August 1, 2014).

MOVED (204)/SECONDED (602)

After the Motion was seconded, a discussion followed; the Motion was subsequently amended, as follows:

APPROVE PROPOSED METHOD OF PAYMENT BY SHAREHOLDERS (Four payments, based on the co-efficient, due on: June 1, 2014, July 1, 2014, August 1, 2014, September 1, 2014).

MOVED (401)/SECONDED (503) and CARRIED;

VOTES FOR: 32

VOTES AGAINST: 4

ABSTENTIONS: 1

MEETING TERMINATION

MOVED (401)/SECONDED (602) and CARRIED; there being no further business to discuss, the meeting terminated at 8:20 p.m.

Original signed by: _____

Original signed by: _____

Reviewed and approved by:
President: _____

Reviewed and approved by:
Director: _____

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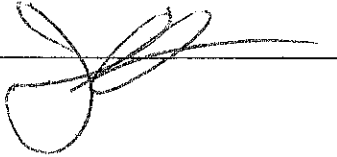
AMENDMENT

The special levy of \$170,394.00, as approved by the Shareholders Motions #2 and #3 at the Extraordinary General Meeting held on May 12, 2014, shall become due and payable in full on June 1, 2014. Any Shareholder who sells, conveys or transfers his/her shares before payment of this special levy is made in full shall then pay the full amount outstanding.

As a matter of financial convenience this Special Levy may be paid over a period of four months, as approved by Shareholders Motion #4, such amounts to be made in four equal payments on the first of each month commencing June 1, 2014 and ending on September 1, 2014.

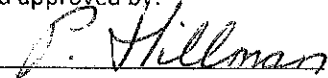
Reviewed and approved by:

President: _____



Reviewed and approved by:

Director: _____



Please attach this Amendment to the Minutes of the EGM, held on May 12, 2014.

Mansion House - NEW BOILER SYSTEM APPROVED AT THE EGM HELD MAY. 12, 2014

Unit	Co-efficient	Total		Due June 1	Due July 1	Due August 1	Due September 1	Online Payment ID		
		\$	170,394.00							
101	2.250015	\$	3,833.89	\$	958.47	\$	958.47	\$	958.47	MANHOUSE01010130M
102	2.210000	\$	3,765.71	\$	941.43	\$	941.43	\$	941.43	MANHOUSE01020130M
104	1.409990	\$	2,402.54	\$	600.64	\$	600.64	\$	600.64	MANHOUSE01040130M
105	1.610010	\$	2,743.36	\$	685.84	\$	685.84	\$	685.84	MANHOUSE01050130M
106	2.210000	\$	3,765.71	\$	941.43	\$	941.43	\$	941.43	MANHOUSE01060130M
201	2.110020	\$	3,595.35	\$	898.84	\$	898.84	\$	898.84	MANHOUSE02010130M
202	2.280000	\$	3,884.98	\$	971.25	\$	971.25	\$	971.25	MANHOUSE02020130M
204	1.479990	\$	2,521.81	\$	630.45	\$	630.45	\$	630.45	MANHOUSE02040130M
205	3.100020	\$	5,282.25	\$	1,320.56	\$	1,320.56	\$	1,320.56	MANHOUSE02050130M
206	2.280000	\$	3,884.98	\$	971.25	\$	971.25	\$	971.25	MANHOUSE02060130M
301	2.210000	\$	3,765.71	\$	941.43	\$	941.43	\$	941.43	MANHOUSE03010130M
302	2.359980	\$	4,021.26	\$	1,005.32	\$	1,005.32	\$	1,005.32	MANHOUSE03020130M
303	1.510020	\$	2,572.98	\$	643.25	\$	643.25	\$	643.25	MANHOUSE03030130M
304	1.529980	\$	2,606.99	\$	651.75	\$	651.75	\$	651.75	MANHOUSE03040130M
305	1.709990	\$	2,913.72	\$	728.43	\$	728.43	\$	728.43	MANHOUSE03050130M
306	2.359980	\$	4,021.26	\$	1,005.32	\$	1,005.32	\$	1,005.32	MANHOUSE03060130M
401	2.280000	\$	3,884.98	\$	971.25	\$	971.25	\$	971.25	MANHOUSE04010130M
402	2.460010	\$	4,191.71	\$	1,047.93	\$	1,047.93	\$	1,047.93	MANHOUSE04020130M
403	1.560010	\$	2,658.16	\$	664.54	\$	664.54	\$	664.54	MANHOUSE04030130M
404	1.580020	\$	2,692.26	\$	673.07	\$	673.07	\$	673.07	MANHOUSE04040130M
405	1.810020	\$	3,084.17	\$	771.04	\$	771.04	\$	771.04	MANHOUSE04050130M
406	2.460010	\$	4,191.71	\$	1,047.93	\$	1,047.93	\$	1,047.93	MANHOUSE04060130M
501	2.352880	\$	4,009.17	\$	1,002.29	\$	1,002.29	\$	1,002.29	MANHOUSE05010130M
502	2.560000	\$	4,362.09	\$	1,090.52	\$	1,090.52	\$	1,090.52	MANHOUSE05020130M
503	1.610010	\$	2,743.36	\$	685.84	\$	685.84	\$	685.84	MANHOUSE05030130M
504	1.660000	\$	2,828.54	\$	707.14	\$	707.14	\$	707.14	MANHOUSE05040130M
505	1.810020	\$	3,084.17	\$	771.04	\$	771.04	\$	771.04	MANHOUSE05050130M
506	2.560000	\$	4,362.09	\$	1,090.52	\$	1,090.52	\$	1,090.52	MANHOUSE05060130M
601	2.410020	\$	4,106.53	\$	1,026.63	\$	1,026.63	\$	1,026.63	MANHOUSE06010130M
602	2.640020	\$	4,498.44	\$	1,124.61	\$	1,124.61	\$	1,124.61	MANHOUSE06020130M
603	1.660000	\$	2,828.54	\$	707.14	\$	707.14	\$	707.14	MANHOUSE06030130M
604	1.709990	\$	2,913.72	\$	728.43	\$	728.43	\$	728.43	MANHOUSE06040130M
605	1.860010	\$	3,169.35	\$	792.34	\$	792.34	\$	792.34	MANHOUSE06050130M
606	2.679990	\$	4,566.54	\$	1,141.64	\$	1,141.64	\$	1,141.64	MANHOUSE06060130M
701	2.539990	\$	4,327.99	\$	1,082.00	\$	1,082.00	\$	1,082.00	MANHOUSE07010130M
702	2.699990	\$	4,600.62	\$	1,150.16	\$	1,150.16	\$	1,150.16	MANHOUSE07020130M
704	1.759980	\$	2,998.90	\$	749.73	\$	749.73	\$	749.73	MANHOUSE07040130M
705	3.660010	\$	6,236.44	\$	1,559.11	\$	1,559.11	\$	1,559.11	MANHOUSE07050130M
706	2.749990	\$	4,685.82	\$	1,171.46	\$	1,171.46	\$	1,171.46	MANHOUSE07060130M
801	3.500010	\$	5,963.81	\$	1,490.95	\$	1,490.95	\$	1,490.95	MANHOUSE08010130M
802	1.960000	\$	3,339.72	\$	834.93	\$	834.93	\$	834.93	MANHOUSE08020130M
804	1.810020	\$	3,084.17	\$	771.04	\$	771.04	\$	771.04	MANHOUSE08040130M
805	3.200010	\$	5,452.63	\$	1,363.16	\$	1,363.16	\$	1,363.16	MANHOUSE08050130M
806	1.960000	\$	3,339.72	\$	834.93	\$	834.93	\$	834.93	MANHOUSE08060130M
901	3.876990	\$	6,606.16	\$	1,651.54	\$	1,651.54	\$	1,651.54	MANHOUSE09010130M
	100.00	\$	170,394.01	\$	42,598.50	\$	42,598.50	\$	42,598.50	