



- (a) To amend the attributes the rights, privileges, restrictions and conditions of the common shares by deleting entirely the attributes of the common shares included in Schedule A on pages 1B to 1F, inclusive, of the Articles of Amendment of the Corporation dated March 14, 2006.
- (b) To declare that, after giving effect to the foregoing, subject to the provisions of the *Business Corporation Act* (Ontario), as now enacted or as the same may from time to time be amended, re-enacted or replaced (the "Act"), the common shares shall have the following rights, privileges, restrictions and conditions:
1. **Voting Rights**. The holders of the common shares shall be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation and shall confer the right to one (1) vote for each share held at all meetings of shareholders of the Corporation, except for meetings at which only holders of another specified class or series of shares of the Corporation are entitled to vote separately as a class or series as provided in the Act.
  2. **Liquidation, Dissolution or Winding-Up**: In the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, subject to the prior rights of the holders of any other shares ranking senior to the common shares, the holders of the common shares shall be entitled to receive the remaining property and assets of the Corporation.
  3. **Payment of Dividends**. Subject to the prior rights of the holders of any other shares ranking senior to the common shares, the holders of the common shares shall be entitled to receive and the Corporation shall pay thereon, as and when declared by the board of directors of the Corporation out of moneys properly applicable to the payment of dividends, such dividends as the board of directors of the Corporation may from time to time declare, in their absolute discretion

- 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*

2006-10-16

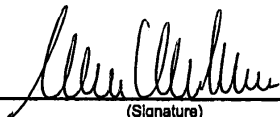
(Year, Month, Day)  
(année, mois, jour)

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

**Sandvine Corporation**

(Name of Corporation) (If the name is to be changed by these articles set out current name)  
*(Dénomination sociale de la société) (Si l'on demande un changement de nom, indiquer ci-dessus la dénomination sociale actuelle).*

By/  
Par :



(Signature)  
(Signature)

VP, General Counsel & Secretary

(Description of Office)  
(Fonction)