



Taxation / Finance

Fiscalité / Finances

**Sean Finn**  
Treasurer and  
Principal Tax Counsel

Trésorier et  
conseiller principal en fiscalité

Canadian National  
935 de La Gauchetière Street West  
Montreal, Quebec Canada  
H3B 2M9  
Telephone: (514) 399-7091  
Facsimile: (514) 399-4854  
Internet: FINN02@CN.CA

Canadien National  
935, rue de La Gauchetière ouest  
Montréal (Québec) Canada  
H3B 2M9  
Téléphone: (514) 399-7091  
Télécopieur: (514) 399-4854  
Internet: FINN02@CN.CA

September 24, 1998

International Swaps and Derivatives Association, Inc.  
600 Fifth Avenue, 27<sup>th</sup> Floor  
Rockefeller Center  
New York, NY 10020-2302

**RE: EMU Protocol - adherence**

Dear Sirs:

The purpose of this letter is to confirm our adherence to the ISDA EMU Protocol as published by the International Swaps and Derivatives Association, Inc. on 6<sup>th</sup> May, 1998 (the "Protocol"). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

**1. Specified Terms**

|         |                               |            |
|---------|-------------------------------|------------|
| Annex 1 | ISDA EMU Continuity Provision | Applicable |
| Annex 2 | Price Sources                 | Applicable |
| Annex 3 | Payment Netting               | Applicable |
| Annex 4 | EMU Definitions               | Applicable |
| Annex 5 | Bond Options                  | Applicable |

## **2. Appointment as Agent and Release**

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

## **3. Payment**

We enclose payment of U.S.\$500, or represent that we have previously made payment of that amount to you, in respect of our adherence to the EMU Protocol.

## **4. Contact Details**

Our contact details for purposes of this Adherence Letter are:

Name: Cristina Circelli, Attorney  
Address: 935 de La Gauchetière St. West, 16<sup>th</sup> Floor,  
Montreal, Quebec H3B 2M9  
Telephone: (514) 399-4135  
Fax: (514) 399-3779

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours very truly,

/s/ Sean Finn

Sean Finn

SF/ld