Schedule 4.1(i) - Consents

1. Direction of the Lieutenant Governor in Council directing the Vendor to transfer the Purchased Shares as provided in Section 3(5) of the Highway 407 Act.

2. Consent to the transfer of the Purchased Shares as required by the Articles.

3. Written approval of the Minister of Finance as required by Section 28 of the Financial Administration Act (Ontario), R.S.O. 1990, Chap. F.12.