



CHAPTER 61

An Act respecting the amalgamation
of Québec-Lait Inc. and Agropur,
Coopérative agro-alimentaire

[Assented to 19 Decembre 1980]

Preamble. WHEREAS Agropur, Coopérative agro-alimentaire was incorporated in 1938 pursuant to the Act respecting cooperative agricultural associations and is governed by that act and by chapter 126 of the statutes of 1950-1951, chapter 165 of the statutes of 1954-1955, chapter 139 of the statutes of 1966-1967 and chapter 103 of the statutes of 1979;

Whereas Québec-Lait Inc. is a company incorporated pursuant to Part I of the Companies Act (R.S.Q., c. C-38) by letters patent of 1 August 1978;

Whereas Agropur, Coopérative agro-alimentaire and Québec-Lait Inc. wish to amalgamate in order to form a single association governed by the Act respecting cooperative agricultural associations and whereas it is advisable that the said amalgamation be effective from 1 November 1980;

Whereas Agropur, Coopérative agro-alimentaire and Québec-Lait Inc. have fully disclosed and made known to one another their respective assets and liabilities;

Whereas the amalgamation of Agropur, Coopérative agro-alimentaire and Québec-Lait Inc. will not result in preventing either from meeting its short term or long term obligations, nor render them insolvent;

Whereas the general meeting of Agropur, Coopérative agro-alimentaire and that of Québec-Lait Inc., each convened on 9 September 1980 for a special general meeting, unanimously supported the amalgamation;

HER MAJESTY, with the advice and consent of the National Assembly of Québec, enacts as follows:

- 1.** Agropur, Coopérative agro-alimentaire and Québec-Lait Inc. shall amalgamate and be deemed amalgamated and incorporated as an association governed by the Act respecting cooperative agricultural associations (R.S.Q., c. S-24) from 1 November 1980.
- 2.** The corporate name of the association created by section 1 is "Agropur, Coopérative agro-alimentaire".
- 3.** The head office of the association is established in Granby.
- 4.** The objects of the association are those contemplated in section 2 of the Act respecting cooperative agricultural associations.
- 5.** The association is governed by the by-laws that governed Agropur, Coopérative agro-alimentaire on 1 November 1980.
- 6.** The issued capital of Agropur, Coopérative agro-alimentaire is deemed to be the issued capital of the association.
- 7.** The shares of Québec Lait Inc. issued and outstanding are cancelled without reimbursement of capital.
- 8.** The board of directors of the association is composed of the directors of Agropur, Coopérative agro-alimentaire.
- 9.** On the date of amalgamation, the association is vested with the property and rights of the amalgamated corporations and is subject to their obligations, and proceedings commenced by or against them may be continued without continuance of suit.
- 10.** This act comes into force on the day of its sanction.