



**Direct
Investing**

RBC Direct Investing Inc.

POWER OF ATTORNEY TO SELL AND TRANSFER SECURITIES

FOR VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged by the undersigned, the undersigned hereby sells, assigns and transfers to _____

(Name and Address of Transferee)

the securities described below ("Securities") and hereby irrevocably constitutes and appoints _____

the attorney of the undersigned to transfer Securities which are Shares on the registers of the Corporation identified in a) below, and to transfer Securities which are Debt Obligations on the registers kept by the Trustee named in such Debt Obligations on the registers of the Issuer of such Debt Obligations identified in b) below, in each case with full power of substitution in the premises.

Description of Securities

a) _____ shares of the capital stock of _____
 (Number) (Class) ("Corporation") represented
 by certificate number(s) _____
 (Name of Corporation)

registered in the name of the undersigned on the books of the Corporation ("Shares"):

b) \$ _____ % _____
 (Principal Amount) (Description of Obligations) (Maturity Date)
 of _____ ("Issuer") in the
 denominations(s) of _____ evidenced by
 number(s) _____

together with the principal thereof and all accrued interest thereon ("Debt Obligations").

Dated _____ (Guarantee of Signature(s))
 In the presence of _____ Signature(s)

Witness(es) only sign here
 (Other Guarantee(s))

Person(s) executing this document
 sign here

Instructions:

Complete either or both a) (for stocks) and b) (for debt obligations such as bonds, debentures, notes or other debts securities). The signature(s) on this document must correspond with the name(s) as written upon the face of the certificate(s) or instrument(s) in every particular without any change whatever. The signature(s) should be witnessed by a responsible person and be guaranteed by a chartered Bank, a Trust Company, or a member of a recognized Stock Exchange. In the case of securities taken as collateral, provide guarantee only at such time as it may be necessary to sell them.