

SCHEDULE
TO FORM 4
ARTICLES OF AMALGAMATION OF

4. The director(s) is/are: First name, initials and surname <i>Prénom, initiales et nom de famille</i>	<i>Administrateur(s):</i> Address for service, giving Street & No. or R.R. No., Municipality and Postal Code. <i>Domicile élu, y compris la rue et le numéro, le numéro de la R.R. ou le nom de la municipalité et le code postal</i>	Resident Canadian State Yes or No <i>Résident Canadien Oui/Non</i>
Robert D. Cudney	1177 Yonge Street, Suite 606, Toronto ON M4T 2Y4	Yes
Franklin L. Davis	33 Edgevalley Drive, Etobicoke ON M9A 4N8	Yes
J. Duncan Gibson	48 Daneswood Road, Toronto ON M4N 3J9	Yes
Daniel Innes	4986 Edendale Court, West Vancouver BC V7W 3H7	Yes
John Lydall	30 Second Street, Oakville ON L6J 3T2	Yes
A. Terrance MacGibbon	27 First Street, Oakville ON L6J 3R4	Yes
Donald M. Ross	198 Glenview Avenue, Toronto ON M4R 1R3	Yes
James Wallace	145 King Street West, Suite 1500, Toronto ON M5H 1J8	Yes

5. Method of amalgamation, check A or B
Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.
Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.

or
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.
Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la Loi sur les sociétés par actions à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

FNX Mining Company Inc.

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations <i>Dénomination sociale des sociétés qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la société en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i>		
		Year <i>année</i>	Month <i>mois</i>	Day <i>jour</i>
FNX Mining Company Inc.	590527	2008	12	03
Aurora Platinum Corp.	1684087	2008	12	16

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

Not Applicable.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

Not Applicable.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

None.


11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la Loi sur les sociétés par actions constituent l'annexe A.

12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

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

Name and **original signature** of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). **Only a director or authorized signing officer can sign on behalf of the corporation.** / *Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.*

FNX MINING COMPANY INC.

Names of Corporations / <i>Dénomination sociale des sociétés</i>		
By / Par		
	Ron Gagel	Chief Financial Officer
Signature / <i>Signature</i>	Print name of signatory / <i>Nom du signataire en lettres moulées</i>	Description of Office / <i>Fonction</i>

AURORA PLATINUM CORP.

Names of Corporations / <i>Dénomination sociale des sociétés</i>		
By / Par		
	Ron Gagel	Chief Financial Officer
Signature / <i>Signature</i>	Print name of signatory / <i>Nom du signataire en lettres moulées</i>	Description of Office / <i>Fonction</i>

Names of Corporations / <i>Dénomination sociale des sociétés</i>		
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Signature / <i>Signature</i>	Print name of signatory / <i>Nom du signataire en lettres moulées</i>	Description of Office / <i>Fonction</i>

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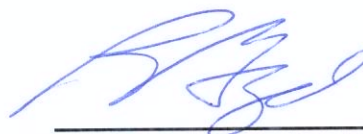
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STATEMENT OF DIRECTOR OR OFFICER
PURSUANT TO SUBSECTION 178(2) OF
THE BUSINESS CORPORATIONS ACT

I, Ron Gagel, of the City of Mississauga, in the Province of Ontario, hereby certify and state, in my capacity as a director and officer and not in my personal capacity, as follows:

1. This Statement is made pursuant to subsection 178(2) of the Business Corporations Act (the "Act").
2. I am an officer and/or director of each of FNX Mining Company Inc. and Aurora Platinum Corp. (the "Amalgamating Corporations") and as such have knowledge of their affairs.
3. I have conducted such examinations of the books and records of each of the Amalgamating Corporations as are necessary to enable me to make the statements hereinafter set forth.
4. There are reasonable grounds for believing that:
 - (i) each of the Amalgamating Corporations is, and the corporation to be formed by their amalgamation will be, able to pay its liabilities as they become due, and
 - (ii) the realizable value of such amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
5. There are reasonable grounds for believing that no creditor of any of the Amalgamating Corporations will be prejudiced by the amalgamation.

This Statement is made this 17th day of December, 2008.



Ron Gagel,
Chief Financial Officer

**CERTIFIED COPY OF A RESOLUTION
OF THE BOARD OF DIRECTORS OF
FNX MINING COMPANY INC.**


**"AMALGAMATION OF FNX MINING COMPANY INC.
AND AURORA PLATINUM CORP."**

RESOLVED THAT:

1. the Corporation be and is hereby authorized to amalgamate with Aurora, which amalgamation shall be effective as of January 1, 2009;
2. the name of the amalgamated corporation shall be FNX Mining Company Inc.;
3. the shares of Aurora shall be cancelled without any repayment of capital in respect thereof;
4. the by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation;
5. the articles of amalgamation shall be the same as the articles of incorporation of the Corporation, and
6. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation."

CERTIFIED to be a true copy of a resolution duly passed at a meeting of the board of directors of FNX Mining Company Inc. on the 3rd day of December, 2008 as required by law and that such resolution is in full force and effect and unamended as of the date hereof.

DATED as of the 17th day of December, 2008.



Ron Gagel,
Chief Financial Officer

**CERTIFIED COPY OF A RESOLUTION
OF THE BOARD OF DIRECTORS OF
AURORA PLATINUM CORP.**

**"AMALGAMATION OF AURORA PLATINUM CORP.
AND FNX MINING COMPANY INC."**

WHEREAS the Corporation wishes to amalgamate with FNX Mining Company Inc. ("**FNX**");

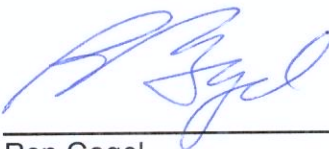
AND WHEREAS all of the issued shares of the Corporation are held by FNX;

NOW THEREFORE BE IT RESOLVED THAT:

1. the Corporation be and is hereby authorized to amalgamate with FNX, which amalgamation shall be effective as of January 1, 2008;
2. the name of the amalgamated corporation shall be FNX Mining Company Inc.;
3. the shares of the Corporation shall be cancelled without any repayment of capital in respect thereof;
4. the by-laws of the amalgamated corporation shall be the same as the by-laws of FNX;
5. the articles of amalgamation shall be the same as the articles of incorporation of FNX; and
6. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation."

CERTIFIED to be a true copy of a resolution duly passed of the board of directors of Aurora Platinum Corp. on the 16th day of December, 2008 as required by law and that such resolution is in full force and effect and unamended as of the date hereof.

DATED as of the 17th day of December, 2008.



Ron Gagel,
Chief Financial Officer