



The share certificates listed above are hereby surrendered in connection with the Amalgamation.

**The instructions accompanying this Letter of Transmittal should be read carefully before this Letter of Transmittal is completed. In order to receive the Lakeside Shares and Lakeside Warrants, Shareholders must duly complete, execute and deliver to Fogler, Rubinoff LLP this Letter of Transmittal together with the share certificate(s) representing Unite Shares and such other additional documents as are set out in the instructions, if any.**

**BLOCK A**

ISSUE CERTIFICATES  
IN THE NAME OF:  
(please print)

\_\_\_\_\_

(Name)

\_\_\_\_\_

(Street Address and Number)

\_\_\_\_\_

(City and Province or State)

\_\_\_\_\_

(Country and Postal (Zip) Code)

\_\_\_\_\_

(Telephone – Business Hours)

\_\_\_\_\_

(Social Insurance or Social Security Number)

**BLOCK B**

SEND CERTIFICATES  
(unless Block "C" is checked) TO:

\_\_\_\_\_

(Name)

\_\_\_\_\_

(Street Address and Number)

\_\_\_\_\_

(City and Province or State)

\_\_\_\_\_

(Country and Postal (Zip) Code)

**BLOCK C**

**HOLD CERTIFICATES FOR PICK-UP**

Signature guaranteed by  
(if required under instruction 3.):

Dated: \_\_\_\_\_, 20\_\_.

\_\_\_\_\_  
Authorized Signature

\_\_\_\_\_  
Signature of Shareholder or Authorized Representative

\_\_\_\_\_  
Name of Guarantor (please print or type)

\_\_\_\_\_  
Name of Shareholder (please print or type)

\_\_\_\_\_  
Address (please print or type)

\_\_\_\_\_  
Name of Authorized Representative, if applicable  
(please print or type)

\_\_\_\_\_  
Daytime telephone number of Shareholder  
or Authorized Representative

**INSTRUCTIONS AND RULES  
FOR COMPLETING LETTER OF TRANSMITTAL**

**1. Use of Letter of Transmittal**

This Letter of Transmittal, properly completed and duly executed, together with accompanying certificate(s) representing Unite Shares and all other documents required by Lakeside and Fogler, Rubinoff LLP. (the "**Depository**") must be received by the Depository at the offices of the Depository specified on this Letter of Transmittal in order to obtain the Lakeside Shares and Lakeside Warrants.

The method used to deliver this Letter of Transmittal and any accompanying certificate(s) representing Unite Shares and all other requisite documents is at the option and sole risk of the person delivering same, and delivery will be deemed to be effective only when such documents are actually received by the Depository. It is recommended that the necessary documentation be hand-delivered to the office of the Depository specified in this Letter of Transmittal. A return receipt is recommended, if sent by mail or registered mail. **Shareholders whose Unite Shares are registered in the name of a broker, investment dealer, bank, trust company or other nominee must contact their nominee holder to arrange for the surrender of those Unite Shares.**

**2. Signing this Letter of Transmittal**

- (a) This Letter of Transmittal must be duly completed and signed by the Shareholder or by the Shareholder's duly authorized representative. If signed by the registered Shareholder, the signature must correspond in every respect with the name of the registered Shareholder appearing on the face of the certificate(s) representing Unite Shares, without any change whatsoever. Unite Share certificate(s) registered in the name of the person by whom (or on whose behalf) this Letter of Transmittal is signed need not be endorsed or accompanied by any form of transfer other than this Letter of Transmittal itself executed in accordance with this Instruction 2.
- (b) If this Letter of Transmittal is signed by a person other than the registered owner(s) of the accompanying Unite Share certificate(s), or if the certificates representing the Lakeside Shares and Lakeside Warrants are to be made payable to, a person other than the registered owner(s) of the accompanying Unite Share certificate(s):
  - (i) such accompanying Unite Share certificate(s) must be endorsed or be accompanied by appropriate share transfer power(s) of attorney properly completed by the registered owner(s); and
  - (ii) the signature(s) on such endorsement or power(s) of attorney must correspond exactly to the name(s) of the registered owner(s) as registered or as appearing on the accompanying Unite Share certificate(s) and must be guaranteed as noted in Instruction 3.
- (c) If the Unite Shares transmitted hereby are held of record by two or more joint owners, both or all such joint owners must sign this Letter of Transmittal. If any Unite Shares are registered in different names (e.g. "John Doe" and "J. Doe"), it will be necessary to complete, sign and submit as many separate Letters of Transmittal as there are different registrations.
- (d) Where this Letter of Transmittal is executed on behalf of a corporation, partnership or association, by an agent, executor, administrator, trustee, guardian or by any other person acting in a representative capacity, this Letter of Transmittal must be accompanied by satisfactory evidence of authority to act. Either the Purchaser or the Depository, in their sole discretion, may require additional evidence of authority or additional documentation.

**3. Guarantee of Signatures**

- (a) A signature guarantee on this Letter of Transmittal is ***not*** required if: (i) this Letter of Transmittal is signed by the registered holder of the Unite Shares transmitted by this Letter of Transmittal and certificates representing the Lakeside securities are being issued in the same name of and sent to the same registered holder; or (ii) the Unite Shares are transmitted by an Eligible Institution (as defined below). In all other cases, all signatures on this Letter of Transmittal must be guaranteed by an Eligible Institution (a signature guarantee or a medallion guarantee is required).

- (b) If this Letter of Transmittal is signed by a person other than the registered owner(s) of the Unite Shares, such signature must be guaranteed by an Eligible Institution (as defined below), or in some other manner satisfactory to the Depository (except that no guarantee is required if the signature is that of an Eligible Institution).
- (c) An "**Eligible Institution**" means a Canadian Schedule I chartered bank, a member of the Securities Transfer Agents Medallion Program (STAMP), a member of the Stock Exchange Medallion Program (SEMP), or a member of the New York Stock Exchange Inc. Medallion Signature Program (MSP), members of these programs usually being members of a recognized stock exchange in Canada or the United States, members of the Investment Industry Regulatory Organization of Canada, members of the Financial Industry Regulatory Authority Inc. and/or banks and trust companies in the United States.

#### **4. Delivery of Letter of Transmittal and Share Certificates**

Certificate(s) representing all Unite Shares submitted, as well as a properly completed and duly executed Letter of Transmittal in the appropriate form and all other required documents, must be received by the Depository at the address set forth on the back page of this Letter of Transmittal in order to obtain certificates representing the Lakeside Shares and Lakeside Warrants. Shareholders who do not forward to the Depository a properly completed and executed Letter of Transmittal, together with their Unite Share certificates where applicable, will not receive the consideration.

#### **5. Lost Certificate**

If the certificate representing your Unite Shares has been lost or destroyed, this Letter of Transmittal should be completed as fully as possible and sent along with a letter describing the loss, to the Depository, who will respond with the replacement requirements and assist in making the necessary arrangements to establish proper entitlement (which may include an affidavit and a bonding requirement).

#### **6. Miscellaneous**

- (a) No alternative, conditional or contingent surrender of Unite Shares will be accepted. All surrendering Shareholders waive any right to receive any notice of acceptance of Unite Shares by executing this Letter of Transmittal.
- (b) Lakeside reserves the right, if it so elects, in its absolute discretion, to instruct the Depository to waive any defect or irregularity contained in any Letter of Transmittal received by them.
- (c) All questions as to the amount of Unite Shares to be accepted, the form of documentation and the validity, eligibility (including time of receipt), acceptance of any deposit of Unite Shares will be determined by Lakeside, in its sole discretion, which determination shall be final and binding on all parties. No deposit of Unite Shares will be deemed to be properly made until all defects and irregularities have been cured or waived. None of Unite, Lakeside, the Depository or any other person is or will be under any duty to give notification of any defect or irregularity in deposits, nor will any of them incur any liability for failure to give any such notice. The interpretation of the terms and conditions by Lakeside will be final and binding on all parties.

*The Depositary is:*

**Fogler, Rubinoff LLP**

**By Mail, Registered Mail, Hand or by Courier**

77 King Street West  
Suite 3000  
Toronto, ON M5K 1G8

Attention: Karen A. Murray

Toll Free: 416.365.3711  
E-mail: [kmurray@foglers.com](mailto:kmurray@foglers.com)