

# **ANNUAL INFORMATION FORM**

**For the year ended December 31, 2010**



## **RESINCO CAPITAL PARTNERS INC.**

**Dated as at March 31, 2011**

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## **2.1 Preliminary Notes**

This Annual Information Form is prepared in the form prescribed by National Instrument 51-102F2 of the Canadian Securities Administrators and is hereby filed with the British Columbia, Alberta and Ontario Securities Commissions and the Toronto Stock Exchange.

### **Documents Incorporated by Reference**

Incorporated by reference into this Annual Information Form (“AIF”) are:

- (a) the audited financial statements of Resinco Capital Partners Inc. (the “Company”) together with the Auditors’ Report thereon and Management Discussion and Analysis for the financial years ended December 31, 2010 and December 31, 2009;
- (b) the unaudited interim financial statements of the Company, together with the Management Discussion and Analysis for the three, six and nine month periods ended March 31, 2010, June 30, 2010 and September 30, 2010;
- (c) the most recent Management Information Circular of the Company dated May 26, 2010; and
- (d) all material change reports as filed with the British Columbia, Alberta and Ontario Securities commissions in accordance with the requirements of the applicable securities legislation of those jurisdictions;

all of which were filed via SEDAR with the British Columbia, Alberta and Ontario Securities Commissions and the Toronto Stock Exchange and are accessible for review at [www.sedar.com](http://www.sedar.com). Copies may also be obtained from the Company upon request. See “Item 18: Additional Information” in this AIF.

### **Date of Information**

All information in this AIF is as of March 31, 2011 unless otherwise indicated. Certain financial information is current as of December 31, 2010, being the date of the Company’s most recently completed financial year.

### **Forward Looking Statements**

Statements in this AIF other than purely historical information, including statements relating to the Company’s future plans and objectives or expected results, constitute forward-looking statements. Forward-looking statements are based on the beliefs of management, as well as numerous assumptions made by and the information currently available to the Company, and are subject to all of the risks and uncertainties inherent in the Company’s business. As a result, actual results may vary materially from those described in the forward-looking statements. Important factors are identified in this AIF under the heading “Item 5.2 - Risk Factors”. The Company does not assume the obligation to update any forward-looking statement.

### **Currency**

All sums of money which are referred to herein are expressed in lawful money of Canada, unless otherwise specified.

## **ITEM 3: CORPORATE STRUCTURE**

### **3.1 Names, Address and Incorporation**

The Company was incorporated under the *Business Corporations Act* (British Columbia), on May 25, 2004 as *Brownstar Ventures Inc.*. Pursuant to a Qualifying Transaction (as that term is defined in the policies of the TSX Venture Exchange), on August 18, 2005, the Company changed its name to *Longview Strategies Incorporated* following the passing of an ordinary shareholders' resolution on June 28, 2005. On October 25, 2006, the Company changed its name to *Longview Capital Partners Incorporated* pursuant to a directors' resolution dated September 6, 2006 and on November 24, 2009, the Company changed its name to *Resinco Capital Partners Inc.* pursuant to a directors' resolution dated October 16, 2009.

The head office and principal address of the Company is located at Suite 1430, 800 West Pender Street, Vancouver, B.C., V6C 2V6. The registered and records office is located at Suite 2080, 777 Hornby Street, Vancouver, British Columbia V6Z 1S4. The Company is a reporting issuer in British Columbia, Alberta and Ontario.

### **3.2 Intercorporate Relationships**

As at the Company's most recent financial year-end, ended December 31, 2010, the Company has no subsidiaries which individually or in the aggregate held assets or generated revenues constituting over 10% of the Company's consolidated assets or revenue.

See "Item 4: General Development of the Business" below for details as to the Company's projects.

## **ITEM 4: GENERAL DEVELOPMENT OF THE BUSINESS**

### **4.1 Three Year History**

Resinco Capital Partners Inc. formerly Longview Capital Partners Incorporated ("Longview") is a global investment company which specializes in providing early stage financing to private and public exploration and mining companies in the hard rock minerals, precious metals, rare-earth minerals, oil, gas, water and renewable energy markets.

On September 21, 2007 Longview ceased trading on the TSX Venture Exchange and commenced trading on the Toronto Stock Exchange on September 24, 2007 under the symbol "LV".

On November 24, 2009, Longview changed its name to Resinco Capital Partners Inc. and commenced trading on the Toronto Stock Exchange on November 30, 2009 under the symbol "RIN".

The new trademarked name reflects the subtle change applied to the Company's investment mandate and emphasizes the fact that it will be evaluating and executing investments across a broader range of natural resource categories leveraging its historical strength in hard metal minerals and increasing its scope in the areas of rare-earth minerals, oil, gas, water and renewable energy.

In December, 2009, the Company formed a technical advisory board (the "TAB") which provides the Company with advice, counsel and education related to the technical aspects of potential and current investments. The TAB also provides reviews of on-going operation plans of investee companies.

The following individuals are the current members of the TAB:

**John Kerr**, P. Eng. Geologist. Mr. Kerr graduated from the University of British Columbia in with a Bachelor of Applied Science (B.A.Sc) degree in Geological Engineering. He has participated in the mining industry continuously since graduation as an exploration geologist. His expertise is epithermal and sedex-hosted precious metal deposits in the southwest United States, strata controlled gold deposits and porphyry copper/gold/molybdenum deposits of the western Cordillera and VMS deposits in all areas of North America. Successful ventures include recognition and discovery of the Santa Fe gold mine, identification of the Calvada gold mine and discovery of the Mindora gold/silver deposit, all located in Nevada. He is also credited with early identification of two VMS deposits at the Rambler Mine in Newfoundland and recognition of the Frasergold strata controlled gold deposit in British Columbia. Mr. Kerr has sat on the boards of numerous public companies. He currently runs a geological consulting practice out of Vancouver, B.C., with projects located in all areas of North America.

**Murray McClaren**, P. Geo. Mr. McClaren is a professional Geologist and has a B.Sc in geology from the University of British Columbia. Mr. McClaren's career has spanned over 30 years during which time he has been involved in the exploration and discovery of numerous mining properties. Significant accomplishments include El Condor which acquired the Kemiss deposit, Mr. McClaren was responsible for the rediscovery of the Boleo Copper Cobalt deposit he sold his interest to International Curator. Mr. McClaren has been responsible for the discovery and commercial development of several deposits in British Columbia. He is also credited with the early identification and exploration of 450km belt of IOCG deposits, northern Mexico.

**Dr. Martin Keeley**. Dr. Keeley brings 27 years of experience in international oil and gas exploration and development with focused expertise on fund raising, project management and opportunity generation. Dr. Keeley received his PhD in Geology from Trinity College Dublin, The University of Dublin, followed by receiving Executive Management Diplomas in Effective Management and Finance and Accounting. During his career Dr. Keeley is credited with discovering the Jurassic oil field in western Egypt, to be extended into NE Libya, guiding Samsung towards the Issaouane farm-in discovery wells in southern Algeria, overseeing Plan Argentina, resulting in more than \$100 million new investment and developing major exploration plays in Colombia, Peru and Argentina.

**Dr. Rainer Lehne**. Dr. Rainer Lehne received his doctorate degree in Natural Resources from the University of Heidelberg. He specializes in project evaluation and development, feasibility studies, gold exploration (BLEG), applied mineralogy and ore processing. His career in geology and mineralogy has taken him around the world, including positions throughout South America and in Europe. Dr. Lehne participated in the feasibility study of BHP Billiton's world-class Antamina copper project in Peru and was the Technical and Environmental Auditor (World Bank) in Romania. He was also General Manager, Minera Inmet Peru S.A. (Inmet Mining Corporation, Canada). Since 2002 Dr. Lehne has been a guest lecturer for applied mineralogy and mineral beneficiation at the University of Geneva, Switzerland.

**Christopher Healey**. Mr. Healey is a licensed professional geologist in Saskatchewan and Wyoming with over 40 years experience in the natural resources industry, specializing in uranium exploration and extraction. He is currently Chief Operating Officer for Titan Uranium Inc. He has held senior positions with Cameco Corporation, the world's largest uranium producer, where he managed its US operations and was responsible for the acquisition of several major uranium properties that had potential deposits in excess of 50 million pounds of resources. He was involved in the discovery and development of the world's two largest high grade deposits: Cigar Lake and McArthur River. Mr. Healey has both broad and deep experience in all aspects of

resource mining, especially in the uranium sector. He has also worked on uranium projects around the world, including Canada, the United States, Paraguay, Kazakhstan, Mongolia, Australia and Malawi.

Mr. Healey has a Bachelor of Science degree in Geology from the University of Wales, Swansea. He also served as the national president of the Geological Society of Canadian Institute of Mining, Metallurgy and Petroleum. In addition to belonging to several key industry associations, he has also published several scientific papers on resource and reserve evaluations. He is a Director of Cue Resources Inc, Monster Uranium Corp and Ansell Capital Corp.

**Dr. Michael Smith.** Dr. Michael Smith received his B.Sc. (First Class Honours) in Geology from the University of Durham in 1965 and his Ph.D. from the University of Strathclyde in 1974. He is a Fellow of the Institution of Materials Mining and Metallurgy; a Member of the Irish Association of Economic Geologists; a Member of the Gemmological Association; a Member of the Association of Mining Analysts; a Chartered Engineer (CEI) (1973); a Euro - Engineer (FEANI) (1995) and a Chartered Scientist (Science Council) (2005).

Dr. Smith has worked extensively throughout the world for the past 40 years with diverse experience in all natural resources, with over 30 years as an independent consultant reporting to investors, financial institutions and governments.

#### *Recent Financings*

In the year ended December 31, 2010, there were no financings.

#### **4.2 Significant Acquisitions**

The Company completed the following acquisitions during its most recently completed financial year:

- 100,000 shares of Altus Agritech Inc. a bio mass project in Columbia at a deemed price of \$1.00 per share as part of a debt conversion;
- 1,595,400 shares of Cue Resources Ltd. in April, 2010 are part of a debt conversion; 500,000 bonus shares at a deemed price of \$0.10 per share as per a loan agreement entered into in May 2010 and in November, it acquired 4,285,715 units at \$0.07 per unit, each unit consisting of one common shares and one share purchase warrant at an exercise price of \$0.12 per warrant, exercisable until November 3, 2012;
- 1,233,333 shares of Salmon River Resources Ltd. through two non-brokered private placements;
- 1,143,000 units of Source Exploration Corp. at a price of \$0.175 per unit. Each unit consists of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to purchase a further common share for a period of twenty-four months from the date of closing at a price of \$0.30 per common share;
- 4,000,000 units of Galena Capital Corp. at a price of \$0.05 per unit. Each unit consists of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to purchase a further common share for a period of two years from the date of closing at a price of \$0.15 per common share subject to the Company's right to accelerate the term of the warrant if the volume-weighted average trading price of

the Company's common shares on the Exchange exceeds \$0.30 for ten consecutive trading days at any time after September 21, 2010;

- 312,500 units of Lions Gate Metals Inc. at a price of \$0.80 per unit. Each unit consists of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to purchase an additional common share for a period of five years from the date of closing at a price of \$1.00 per common share;
- 1,000,000 units of Teslin River Resources Corp. at a price of \$0.05 per unit. Each unit consists of one common share and one half of one share purchase warrant, with each such whole share purchase warrant entitling the holder the acquire an additional common share of company at a price of \$0.10 per share for a period of one year;
- 1,666,667 units of Terreno Resources Corp. at a price of \$0.15 per unit. Each unit consists of one common share and one share purchase warrant, with each share purchase warrant entitling the holder to acquire an additional common share of the company at a price of \$0.20 per share for a two year period;
- 1,500,000 units of Pacific Coast Nickel Corp. at a price of \$0.07 per unit. Each unit consists of one common share of the company and one share purchase warrant. Each warrant entitles the holder to purchase one additional common share of the company at a price of \$0.10 per share for a 2 year period;

## **ITEM 5: DESCRIPTION OF THE BUSINESS**

### **5.1 General**

The Company is resources-based investment company trading on the Toronto Stock Exchange under the symbol “RIN”. The Company’s business objective is to give its shareholders the opportunity to indirectly invest in a diversified series of early stage natural resource investments, which, commonly, would not otherwise be available to them. The Company takes advantage of the favourable investment opportunities that arise between the private and public phases of a given investment in the natural resources sector, though appropriate investments in other industry sectors may be the subject of investments, in the discretion of the investment committee (“Investment Committee”).

#### *Investment Objectives*

The principal investment objectives of the Company are as follows:

- to seek high return investment opportunities by investing directly in equity securities of public and private companies and assisting in early stage projects by providing logistical and financial support;
- to identify early stage opportunities in the hard rock minerals, precious metals, rare-earth minerals, oil, gas, water and renewable energy markets with attractive risk/reward ratios through industry contacts of the Board and the investment committee;
- to preserve its capital and limit the downside risk of its capital;
- to achieve a reasonable rate of capital appreciation;
- to minimize the risk associated with investments in securities; and
- to seek liquidity in its investments.

The Company's investment objectives, investment strategy and investment restrictions may be amended from time to time on the recommendation of senior management and approval by the board of directors (the "Board"). The Company does not anticipate the declaration of dividends to shareholders at this time and plans to re-invest the profits of its investments to further the growth and development of the Company's investment portfolio.

### *Investment Strategy*

In pursuit of superior returns and to achieve the investment objectives as stated above, while mitigating risk, the Company, when appropriate, shall employ the following disciplines:

- Investments shall focus on natural resources industries in the hard rock minerals, precious metals, rare-earth minerals, oil, gas, water and renewable energy markets, concentrating on early stage exploration and development companies, but also intermediate and senior companies where appropriate.
- The Company will obtain detailed knowledge of the relevant business in which the investment will be made, as well as the investee company. The Company will work closely with the investee company's management and board, and in some cases assist in sourcing experienced and qualified persons to add to the board and/or management of the investee companies.
- The Company will maintain a flexible position with respect to the form of investment taken and may employ a wide range of investment instruments, including equity, bridge loans, secured loans, unsecured loans, convertible debentures, warrants and options, royalties, net profit interests and other hybrid instruments.
- Investments will be made in either private or public companies or for the Company's own account directly into project title.
- Investments may include:
  - a. acquisition, short term development and resale of resource property interests with an eye to retaining a carried interest, either through royalties, a carried joint venture percentage or equity holdings in the purchaser of such resource property interests;
  - b. capital investment in private resource companies, and assistance in moving them to the public stage through initial public offering, reverse takeover, or as the Qualifying Transaction for a CPC;
  - c. early stage equity investments in public resource companies believed to have favourable management and projects;
  - d. use of the Exchange's CPC Program, as permitted by the Exchange, to form special purpose public shells; and assist in sourcing and combining resource projects for their Qualifying Transaction, together with experienced resource professionals to operate the new company;
  - e. where appropriate, acting as a third party finder of opportunities in target or other companies, in exchange for a fee;
- The Company will have flexibility on the return sought, while seeking to recapture its capital within eighteen months of the initial investment.
- A limit of 25% of the investment capital base (at the time of the investment) in any one transaction has been set.
- The Company will seek to maintain the ability to actively review and revisit all of its investments on an ongoing basis. From time to time, the Company may insist on board or management representation on target companies.
- The Company will watch for liquidity of its investments and seek to realize value from same in a prudent and orderly fashion.



- The Company will take holdings in companies within the framework of the above guidelines, and which from time to time may result in the Company holding a control position in a target company.
- The Company will utilize the services of both independent geotechnical organizations and securities dealers to gain additional information on target investments where appropriate.

Notwithstanding the foregoing, from time to time, the Board may authorize such investments outside of these disciplines as it sees fit for the benefit of the Company and its shareholders.

#### *Composition of Investment Portfolio*

The nature and timing of the Company's investments will depend, in part, on available capital at any particular time and the investment opportunities identified and available to the Company.

As noted above, subject to the availability of capital, the Company intends to create a diversified portfolio of investments. The composition of its investment portfolio will vary over time depending on its assessment of a number of factors including the performance of financial markets and credit risk.

#### *Investment Committee*

The Company has established an Investment Committee consisting of three members of its Board to monitor its investment portfolio on an ongoing basis and to review the status of each investment on an as needed basis. Nominees for the Investment Committee shall be recommended by the Board.

The members of the Investment Committee shall be appointed annually by the Board at the first board meeting subsequent to the annual meeting of shareholders or on such other date as the Board shall determine. Members of the Investment Committee may be removed or replaced by the Board. Officers of the Company may be members of the Investment Committee. Each member of the Investment Committee shall be financially literate.

#### *Conflicts of Interest*

Prior to making any investment commitment, all members of the Board and Investment Committee shall be obligated to disclose any interest in the potential investment. In the event a conflict is detected, the target company shall be notified of the potential conflict in writing. The members of the Board and its advisors shall be responsible for detecting a potential conflict.

Where a conflict is determined to exist either within the Board, the Investment Committee, the Investment Management Committee or with the CEO, the person having a disclosable interest, shall abstain from making further decisions or recommendations concerning such acquisition or disposition. In the event of a conflict within the Investment Committee, the member of the Investment Committee affected shall be temporarily replaced with an alternate member for the purpose of evaluating the potential acquisition or disposition.

The Company and its affiliates, directors, officers, members of the Investment Committee (collectively the "Parties") are or may be involved in other financial, investment and professional activities which may on occasion cause a conflict of interest with their duties to the Company. These include serving as directors, officers, promoters, advisers or agents of other public and private companies, including companies in which the Company may invest. The Parties may also engage in transactions with the Company where any one or more of the Parties is acting in their capacity as financial advisor, broker, intermediary, principal, or counterparty, provided that such transactions are carried out on terms similar to those which would apply in a like transaction

between parties not connected with the Parties or any one of them and such transactions are carried out on normal commercial terms as if negotiated at arm's length.

The following is a list of the Company's holdings as at December 31, 2010:

**Public companies:**

<b>Investee</b>	<b>Shares</b>	<b>Warrant s</b>	<b>Options</b>	<b>Cost</b>	<b>Fair Value</b>
	<b>#</b>	<b>#</b>	<b>#</b>	<b>\$</b>	<b>\$</b>
Woulfe Mining Corp. <sup>(2)</sup>	25,792,353	1,250,000	-	5,751,991	7,460,609
Terreno Resources Corp. <sup>(1)(2)</sup>	7,288,267	1,666,667	120,000	1,142,246	5,175,707
Cue Resources Ltd. <sup>(2)</sup>	18,901,850	8,860,715	-	5,055,047	3,991,506
Lions Gate Metals Inc.	3,167,437	1,255,387	-	4,104,052	3,034,289
Pacific Coast Nickel Corp. <sup>(1)(2)</sup>	12,268,500	-	-	1,034,054	2,146,988
Salmon River Resources Ltd.	3,370,338	-	-	385,761	1,449,245
Tanzania Minerals Corp. <sup>(2)</sup>	1,248,000	-	-	69,192	911,040
Macarthur Minerals Ltd.	-	500,000	-	-	910,000
Shoal Point Energy	2,470,000	625,000	-	247,000	904,359
Teslin River Resources Ltd. <sup>(1)(2)</sup>	10,216,420	1,000,000	-	908,081	725,149
Mesa Uranium Corp.	575,000	187,500	-	125,000	672,500
Source Exploration Corp.	-	594,360	-	-	216,027
Galena Capital Corp.	6,000,000	2,000,000	-	300,000	216,000
Finavera Renewables Inc.	2,070,522	-	-	112,981	175,994
Hansa Resources Ltd.	1,509,500	-	-	213,542	120,760
Ansell Capital Corp.	300,000	-	-	120,880	117,000
Candente Gold Corp.	-	187,500	-	-	66,750
Central Iron Ore Ltd.	100,000	-	-	-	19,000
Eldore Mining Corp.	700,000	-	-	93,986	7,000
Sheen Resources Ltd. <sup>(1)</sup>	818,266	-	-	2,100,443	-
<b>Total public company investments with fair value over \$450K</b>				<b>18,822,423</b>	<b>27,381,392</b>
<b>Total of other public company investments</b>				<b>2,941,833</b>	<b>938,531</b>
<b>Total value of public company investments</b>				<b>21,764,256</b>	<b>28,319,923</b>

Investments in shares of public companies which are traded on a recognized securities exchange are recorded at the closing prices on the last day the security traded at, or prior to, the consolidated balance sheet date.

**Private companies:**

<b>Investee</b>	<b>Shares</b>	<b>Warrants</b>	<b>Options</b>	<b>Cost</b>	<b>Fair Value</b>
	<b>#</b>	<b>#</b>	<b>#</b>	<b>\$</b>	<b>\$</b>
Altus Agritech Inc.	100,000	-	-	100,000	32,317
Tarim Resources Company Ltd. <sup>(1)</sup>	2,500,000	-	-	625,000	54,313
Other private companies	-	-	-	6,535,846	21,364
<b>Total private company investments with fair value over \$450K</b>				<b>-</b>	<b>-</b>
<b>Total of other private company investments</b>				<b>7,260,846</b>	<b>107,994</b>
<b>Total value of private company investments</b>				<b>7,260,846</b>	<b>\$107,994</b>
<b>Total Value of Investments</b>				<b>29,025,102</b>	<b>28,427,917</b>

Investments in privately-held companies are recorded at cost unless an upward adjustment is considered appropriate and supported by pervasive, objective and observable evidence such as a significant subsequent equity financing by an unrelated professional investor at a transaction price higher than the Company's carrying value. Downward adjustments to carrying values are made when there is pervasive, objective and observable evidence of other than a temporary decline in value as indicated by the assessment of the financial condition of the investment based on operational results, forecasts, and other developments since acquisition.

- (1) The Company holds a more than 20% interest in this investment.
- (2) The Company has a director or officer of the investee company and that person is also a director, officer or management of the Company and the Company holds an interest which is more than 10% but less than 20% of the investee.

## **5.2 Risk Factors**

An investment in the common shares of the Company involves a significant degree of risk and ought to be considered a speculative investment. An investment in the common shares of the Company is suitable only for investors able to sustain a total loss of their investment. Shareholders should not rely upon realizing significant returns from the common shares and should be aware that the value of the Company's common shares could fluctuate.

The following is brief discussion of those factors which may have a material impact on, or constitute risk factors in respect of the Company's future financial performance:

### *Marketability of Investments*

There is no assurance that the investment objectives of the Company will actually be achieved. The value of the shares of the Company will increase or decrease with the value of its investment portfolio and general economic conditions beyond the control of the Company's management, including the level of interest rates, corporate earnings, economic activity, the value of the Canadian dollar and other factors.

### *Lack of Liquidity*

Due to market conditions beyond its control, including investor demand, resale restrictions, general market trends and regulatory restrictions, the Company may not be able to liquidate investments, including its investments in private issuer investee companies without a listed market for their securities, when it would otherwise desire to do so in order to operate in accordance with its investment policy and strategy. Such lack of liquidity could have a material adverse effect on the value of the Company's investments and, consequently, the value of the shares of the Company.

### *Fluctuation in Investments*

The Company's investments in securities of public companies are subject to volatility in the share prices of the companies. There can be no assurance that an active trading market for any of the subject shares is sustainable. The trading prices of the subject shares could be subject to wide fluctuations in response to various factors beyond the Company's control, including, quarterly variations in the subject companies' results of operations, changes in earnings (if any), estimates by analysts, conditions in the industry of the subject companies and general market or economic conditions. In recent years equity markets have experienced extreme price and volume fluctuations. These fluctuations have had a substantial effect on market prices, often unrelated to the operating performance of the specific companies. Such market fluctuations could adversely affect the market price of our investments.

### *Limited Number of Investments*

The Company intends to participate in a limited number of investments and, as a consequence, the aggregate returns realized by the Company may be substantially and adversely affected by the unfavourable performance of even a single investment. Accordingly, there can be no assurance that the Company will be able to reduce its investment risk by diversifying its portfolio. The resulting lack of diversification may adversely impact the ability of the Company to achieve its desired investment returns. Completion of one or more investments may result in a highly concentrated investment in a particular company. As the Company is particularly focused on natural resources, the Company's portfolio is heavily concentrated in one sector of the economy, further reducing the diversification of its portfolio.

### *Reliance on the Board*

Shareholders will be required to rely on the business judgment, expertise and integrity of the directors and officers of the Company. The Company must rely substantially upon the knowledge and expertise of its directors and officers in entering into any investment agreement or investment arrangements, in determining the composition of the Company's investment portfolio, and in determining when and whether to dispose of securities owned by the Company. The death or disability of any of the Company's directors and officers could adversely affect the ability of the Company to achieve its objectives. The success of the Company will be dependent upon Management, the Board and the Investment Committee of the Company successfully identifying and managing the Company's investments.

### *Trading Price of Common Shares Relative to Net Asset Value*

The Company is neither a mutual fund nor an investment fund and due to the nature of its business and investment strategy and the composition of its investment portfolio, the market price of its common shares, at any time, may vary significantly from the Company's net asset value per share. This risk is separate and distinct from the risk that the market price of the common shares may decrease.

### *Ability to Raise Investment Capital*

If the Company is unable to raise additional investment capital either through investment returns or new financing through securities offerings, then it will be limited in its ability to fulfill its investment objectives. This may adversely affect its long-term viability. The Company will require additional capital to continue its business and to raise additional capital the Company may have to issue additional shares which may dilute the interests of existing shareholders.

### *Competitive Risks*

The Company faces competition from other capital providers, all of which compete for investment opportunities. These competitors may limit the Company's opportunities to acquire interests in investments that are attractive to the Company. The Company may be required to invest otherwise than in accordance with its investment policy and strategy in order to meet its investment objectives. If the Company is required to invest other than in accordance with its investment policy and strategy, its ability to achieve its desired rates of return on its investments may be adversely affected.

### *Conflicts of Interest*

The directors and officers of the Company will not be devoting all of their time to the affairs of the Company, but will be devoting such time as may be required to effectively manage the Company. Certain of the directors and officers of the Company are engaged and will continue to be engaged in the search for investments for themselves and on behalf of others, including other private and public corporations. Accordingly, conflicts of interest may arise from time to time. Any conflicts will be subject to the procedures and remedies under the British Columbia Business Corporations Act.

### *Foreign Exchange Risks*

The value of the Company's investments and, consequently, its shares, will be subject to foreign currency and foreign exchange rate risks. Some of the Company's investments will be made in U.S. dollars and the Company may also invest in securities denominated or quoted in other foreign currencies. Therefore, changes in currency exchange rates as well as associated transaction costs could adversely affect the value of the Company's shares during any period. In addition, the Company could also make investments in jurisdictions which may place restrictions on the repatriation of funds.

### *Minority Shareholder Risk*

Insiders of the Company own approximately 33.86% of the Company's outstanding shares. Accordingly, insiders of the Company will likely be able to exercise effective control over all matters requiring the approval of the shareholders, including the election of directors and significant corporate transactions.

## **ITEM 6: DIVIDENDS**

The Company has not paid dividends on its common shares since incorporation. The Company has no present intention of paying dividends on its common shares as it anticipates that all available funds, including the profits of its investments will be re-invested to further the growth and development of the Company's investment portfolio.

Subject to the requirements of the *Business Corporations Act* (British Columbia), there are no restrictions which could prevent the Company from paying dividends.

## **ITEM 7: DESCRIPTION OF CAPITAL STRUCTURE**

### **7.1 General Description of Capital Structure**

The Company has an authorized capital of an unlimited number of common shares without par value, of which 121,260,885 common shares were issued and outstanding as of the date of this AIF. A further 16,805,000 common shares have been reserved and allotted for issuance upon the due and proper exercise of certain incentive options and share purchase warrants outstanding as at the date hereof.

All of the common shares of the Company rank equally as to dividends, voting powers and participation in assets and in all other respects. Each common share carries one vote per share at meetings of the shareholders of the Company. There are no indentures or agreements limiting the

payment of dividends and there are no conversion rights, special liquidation rights, pre-emptive rights or subscription rights attached to the common shares. The common shares presently issued are not subject to any calls or assessments.

Under its Stock Option Plan, the Company may grant options to purchase up to 10% of the Company's issued and outstanding common shares at the time of grant to directors, officers, employees and consultants. As of the date of this AIF, the Company has granted options to purchase 10,555,000 common shares at exercise prices from \$0.055 to \$0.155 per share and expiry dates ranging from April 19, 2011 to March 15, 2016.

## 7.2 Constraints

There are no known constraints on the ownership of securities of the Company to ensure that the Company has a required level of Canadian ownership.

## 7.3 Ratings

There are no known ratings, including provisional ratings, by rating organizations for securities of the Company which are outstanding.

## ITEM 8: MARKET FOR SECURITIES

### 8.1 Trading Price and Volume

The common shares of the Company are traded in Canada on the Toronto Stock Exchange under the symbol "RIN".

The following table provides the high and low prices and average volume for the Company's shares for the periods indicated as traded on the Toronto Stock Exchange (stated in Canadian dollars):

<b>Month</b>	<b>High</b>	<b>Low</b>	<b>Volume</b>
December 2010	\$0.17	\$0.125	3,153,993
November 2010	\$0.18	\$0.08	7,108,876
October 2010	\$0.085	\$0.065	1,748,232
September 2010	\$0.075	\$0.055	1,853,072
August 2010	\$0.075	\$0.055	1,245,333
July 2010	\$0.07	\$0.055	1,128,447
June 2010	\$0.09	\$0.07	1,204,940
May 2010	\$0.115	\$0.085	1,089,360
April 2010	\$0.14	\$0.11	1,726,544
March 2010	\$0.145	\$0.09	2,213,061
February 2010	\$0.155	\$0.09	682,863
January 2010	\$0.15	\$0.10	3,424,091

## 8.2 Prior Sales

During the financial year ended December 31, 2010, the Company issued the following securities:

Date	Type of Transaction	Number and Type of Securities	Price	Proceeds
January 5, 2010	Grant of Options	700,000 Stock Options	\$0.11	N/A
January 18, 2010	Exercise of Options	1,000,000 Stock Options	\$0.055	\$55,000
		280,000 Stock Options	\$0.06	\$16,800
		240,000 Stock Options	\$0.11	\$26,400
February 1, 2010	Grant of Options	250,000 Stock Options	\$0.10	N/A
March 1, 2010	Grant of Options	200,000 Stock Options	\$0.09	N/A
May 31, 2010	Exercise of Options	140,000 Common Shares	\$0.06	\$8,400
		240,000 Common Shares	\$0.11	\$26,400
June 1, 2010	Grant of Options	100,000 Common Shares	\$0.09	N/A
December 18, 2010	Grant of Options	460,000 Stock Options	\$0.135	N/A

## ITEM 9: ESCROWED SECURITIES

As of the date of this AIF, no securities of the Company are held in escrow.

## ITEM 10: DIRECTORS & OFFICERS

### 10.1 Name, Occupation and Security Holding

The following table sets out the names of the directors and officers, all offices in the Company each now holds, each person's principal occupation, business or employment, the period of time during which each has been a director of the Company and the number of shares of the Company beneficially owned by each, directly and indirectly, or over which each exercised control or direction as at the date of this AIF.

Name, Province and Country of Residence and position <sup>(1)</sup>	Principal Occupation for Past Five Years <sup>(1)</sup>	Director/ Officer Since	Shares Beneficially Owned (Number & %) <sup>(2)</sup>
<b>Hein Poulus</b> <sup>(4)(5)(6)</sup> <i>Chairman, Director</i> <i>British Columbia</i> <i>Canada</i>	Lawyer, Partner with Stikeman Elliott LLP.	August 2005	19,345,518 (15.95%)
<b>John Icke</b> <sup>(3)(5)(6)</sup> <i>President &amp; CEO</i> <i>British Columbia</i> <i>Canada</i>	President of Resinco Capital Partners Inc. since January 2008 and CEO since June 2009; President of JRI Strategy Consultants Inc. from March 2005 to present.	June 2009	7,000,000 (5.77%)
<b>Ronald Shorr</b> <sup>(3)(4)(6)</sup> <i>Director</i> <i>New York, USA</i>	Mining Consultant from 1990 to present, CEO of Maudore Minerals Ltd. from August 2004 to present.	August 2005	3,001,852 (2.48%)

Name , Province and Country of Residence and position <sup>(1)</sup>	Principal Occupation for Past Five Years <sup>(1)</sup>	Director/ Officer Since	Shares Beneficially Owned (Number & %) <sup>(2)</sup>
<b>Alexander Poulus</b> <sup>(3)(4)(5)</sup> <i>Director</i> <i>British Columbia</i> <i>Canada</i>	Retired Banking Executive with TD Canada Trust until September 2006.	June 2009	210,000 (0.17%)

- (1) The information as to province and country and of residence and principal occupation of each nominee has been individually furnished by the respective nominee.
- (2) The approximate number of shares of the Company carrying the right to vote in all circumstances beneficially owned directly or indirectly, or over which control or direction is exercised is based upon information furnished to the Company by each director/officer as at the date hereof
- (3) Member of Audit Committee.
- (4) Member of Compensation Committee.
- (5) Member of Corporate Governance and Nominating Committee.
- (6) Member of Investment Committee.

The term of office of each of the directors expires at the next general meeting of shareholders.

As of the date hereof, all of the directors and officers of the Company, as a group, beneficially own, directly or indirectly, or exercise control over 29,557,370 common shares representing 24.37% of the Company's 121,260,885 common shares issued and outstanding.

## 10.2 Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Except as disclosed below, as at the date of this AIF and within the ten years before the date of this AIF, no director, executive officer or a shareholder holding sufficient number of securities of the Company to materially affect control of the Company,

- (a) is or has been a director or executive officer of any company (including the Company), that while that person was acting in that capacity:
  - i. was the subject of a cease trade order or similar order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days;
  - ii. was subject to an event that resulted, after the director or executive officer ceased to be a director or executive officer, in the company being the subject of a cease trade or similar order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days;
  - iii. or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or
- (b) has within 10 years before the date of the AIF became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold the assets of the directors, officers or shareholders.



No director, officer or promoter of the Company or a shareholder holding a sufficient number of securities of the Company to affect materially the control of the Company, has, within the ten years prior to the date of this AIF, been subject to:

- (a) any penalties or sanctions imposed by a court or securities regulatory authority relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or
- (b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

Hein Poulus was a director of Tournigan Gold Corporation (then called Tournigan Ventures Corporation) (“Tournigan”) on January 21, 2002, when the British Columbia Securities Commission and Alberta Securities Commission issued a cease trade order against Tournigan for failure to file its audited financial statements and supporting documentation within the time provided. The audited financial statements were filed and the cease trade order was lifted by the British Columbia Securities Commission on April 23, 2002 and by the Alberta Securities Commission on May 10, 2002. Tournigan’s shares were suspended from trading on the Exchange on the issuance of the first cease trade order and were reinstated for trading on May 21, 2002.

In November 2000, John Icke was an officer and director of ShopLink.com, a Delaware registered company based in Westwood, Massachusetts, USA. A Chapter 7 Corporate bankruptcy filing was processed in respect of this company, and no personal liability or other legal proceeding resulted from this action.

Hein Poulus, John Icke and Alexander Poulus were directors of Sheen Resources Ltd. (“Sheen”) on April 29, 2010 when trading in the shares of Sheen were suspended by the TSX Venture Exchange (“Exchange”), Sheen having failed to maintain the services of a transfer agent in accordance with Exchange Policy 3.1. The trading suspension remains in effect as at the date of this AIF.

### **10.3 Conflicts of Interest**

Certain directors and officers of the Company are also directors, officers or shareholders of other companies that are similarly engaged in the business of acquiring and exploiting natural resources properties. These associations to other public companies in the resource sector may give rise to conflicts of interest from time to time.

Under the laws of the Province of British Columbia, the directors and senior officers of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company. In the event that such a conflict of interest arises at a meeting of the Company’s directors, a director who has such a conflict will disclose such interest in a contract or transaction and will abstain from voting on any resolution in respect of such contract or transaction. See also Item 5.2 “Risk Factors”.

### **ITEM 11: AUDIT COMMITTEE**

The audit committee has various responsibilities as set forth in National Instrument 52-110 (“NI 52-110”).

## **Audit Committee Charter and Composition of the Audit Committee**

The audit committee's charter is set out below:

### **1.0 Purpose of the Committee**

1.1 The Audit Committee represents the Board in discharging its responsibility relating to the accounting, reporting and financial practices of the Company and its subsidiaries, and has general responsibility for oversight of internal controls, accounting and auditing activities and legal compliance of the Company and its subsidiaries.

### **2.0 Members of the Committee**

2.1 The Audit Committee shall consist of no less than three Directors, all of whom shall be "independent" as defined under Multilateral Instrument 52-110. The members of the Committee shall be selected annually by the Board and shall serve at the pleasure of the Board.

2.2 At least one Member of the Audit Committee must be "financially literate" as defined under Multilateral Instrument 52-110, having sufficient accounting or related financial management expertise to read and understand a set of financial statements, including the related notes, that present a breadth and level of complexity of the accounting issues that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the Company's financial statements.

### **3.0 Meeting Requirements**

3.1 The Committee will, where possible, meet on a regular basis at least once every quarter, and will hold special meetings as it deems necessary or appropriate in its judgment. Meetings may be held in person or telephonically, and shall be at such times and places as the Committee determines. Without meeting, the Committee may act by unanimous written consent of all members which shall constitute a meeting for the purposes of this charter.

3.2 A majority of the members of the Committee shall constitute a quorum.

### **4.0 Duties and Responsibilities**

The Audit Committee's function is one of oversight only and shall not relieve the Company's management of its responsibilities for preparing financial statements which accurately and fairly present the Company's financial results and conditions or the responsibilities of the external auditors relating to the audit or review of financial statements. Specifically, the Audit Committee will:

- (a) have the authority with respect to the appointment, retention or discharge of the independent public accountants as auditors of the Company (the "auditors") who perform the annual audit in accordance with applicable securities laws, and who shall be ultimately accountable to the Board through the Audit Committee;
- (b) review with the auditors the scope of the audit and the results of the annual audit examination by the auditors, including any reports of the auditors prepared in connection with the annual audit;
- (c) review information, including written statements from the auditors, concerning any relationships between the auditors and the Company or any other relationships that may adversely affect the independence of the auditors and assess the independence of the auditors;
- (d) review and discuss with management and the auditors the Company's audited financial statements and accompanying Management's Discussion and Analysis of Financial Conditions ("MD&A"), including a discussion with the auditors of their judgments as to the quality of the Company's accounting principles and report on them to the Board;
- (e) review and discuss with management the Company's interim financial statements and interim MD&A and report on them to the Board;
- (f) pre-approve all auditing services and non-audit services provided to the Company by the auditors to the extent and in the manner required by applicable law or regulation. In no circumstances shall the auditors provide any non-audit services to the Company that are prohibited by applicable law or regulation;
- (g) evaluate the external auditor's performance for the preceding fiscal year, reviewing their fees and making recommendations to the Board;

- (h) periodically review the adequacy of the Company's internal controls and ensure that such internal controls are effective;
- (i) review changes in the accounting policies of the Company and accounting and financial reporting proposals that are provided by the auditors that may have a significant impact on the Company's financial reports, and report on them to the Board;
- (j) oversee and annually review the Company's Code of Business Conduct and Ethics;
- (k) approve material contracts where the Board of Directors determines that it has a conflict;
- (l) establish procedures for the receipt, retention and treatment of complaints received by the Company regarding the audit or other accounting matters;
- (m) where unanimously considered necessary by the Audit Committee, engage independent counsel and/or other advisors at the Company's expense to advise on material issues affecting the Company which the Audit Committee considers are not appropriate for the full Board;
- (n) satisfy itself that management has put into place procedures that facilitate compliance with the provisions of applicable securities laws and regulation relating to insider trading, continuous disclosure and financial reporting;
- (o) review and monitor the adequacy and effectiveness of the Company's whistleblower policy and approve any changes to made thereto;
- (p) review and monitor all related party transactions which may be entered into by the Company; and
- (q) periodically review the adequacy of its charter and recommending any changes thereto to the Board.

## **5.0 Miscellaneous**

5.1 Nothing contained in this Charter is intended to extend applicable standards of liability under statutory or regulatory requirements for the directors of the Company or members of the Committee. The purposes and responsibilities outlined in this Charter are meant to serve as guidelines rather than as inflexible rules and the Committee is encouraged to adopt such additional procedures and standards as it deems necessary from time to time to fulfill its responsibilities.

### *Composition of the Audit Committee*

The members of the audit committee are Ronald Shorr (Chairman), Alexander Poulus and John Icke. Two members are considered to be independent at this time, and the Company is in the process of searching for a third independent director to sit on the audit committee. All members are considered to be financially literate.

A member of the audit committee is *independent* if the member has no direct or indirect material relationship with the Company. A material relationship means a relationship which could, in the view of the Company's board of directors, reasonably interfere with the exercise of a member's independent judgment.

A member of the audit committee is considered *financially literate* if he or she has the ability to read and understand a set of financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the Company.

### *Relevant Education and Experience*

Ronald Shorr, CFA, holds a B.A. from the University of Michigan and an M.B.A. in Finance from Harvard Business School. He was a senior securities analyst for most of his career with such firms as Morgan Stanley Dean Witter, E. F. Hutton, NatWest and Bear Stearns. Mr. Shorr is

currently Chairman of the Board, CEO and CFO of Maudore Minerals Ltd., listed on the TSX Venture Exchange. He serves on the Audit Committee of Tournigan Gold.

Alexander Poulus holds a B.A. in Economics from the University of British Columbia and is a Certified Financial Planner. He has completed the Canadian Securities Course in addition to holding Mutual Fund Sales and Compliance licences. Mr. Poulus is a Fellow of the Institute of Canadian Bankers and spent his career in Commercial and Retail Banking as well as Finance. He retired from TD Canada Trust in September, 2006.

John Icke is a senior executive with more than 25 years' global management experience, 14 in the role of president, general manager or chief executive officer, in both the private and public sectors. His previous positions include: President of Accenture Business Services for Utilities, the largest business process outsourcing practice of its kind worldwide; President and Chief Executive Officer of Lily Cups Inc; founding Director and Chairman of Canadian Polystyrene Recycling Association (C.P.R.A.); Corporate Vice President and General Manager of Indigo N.V.'s worldwide packaging business; Chief Operating Officer and Executive Vice President of Sweetheart Cup, a subsidiary of Fort Howard and President of JRI Strategy Consultants Inc., a business consultancy providing strategic counselling and leadership to senior executives of retailers, technology, mining, investment management and consumer goods manufacturing businesses. Mr. Icke has significant experience with private equity financing transactions, in addition to public debt and equity financing.

#### *Audit Committee Oversight*

Since the commencement of the Company's recently completed financial year, there has not been a recommendation of the Audit Committee to nominate or compensate an external auditor which was not adopted by the board of directors.

#### *Reliance on Certain Exemptions in NI 52-110*

Since the commencement of the Company's most recently completed financial year, the Company has not relied on the exemption in section 2.4 (De Minimis Non-audit Services) of National Instrument 52-110 (which exempts all non-audit services provided by the Company's auditor from the requirement to be preapproved by the Audit Committee if such services are less than 5% of the auditor's annual fees charged to the Company, are not recognized as non-audit services at the time of the engagement of the auditor to perform them and are subsequently approved by the Audit Committee prior to the completion of that year's audit) or an exemption from National Instrument 52-110, in whole or in part, granted by a securities regulator under Part 8 (Exemptions) of National Instrument 52-110.

#### *Pre-Approval Policies on Certain Exemptions*

The audit committee has, within the charter of the audit committee, adopted specific policies and procedures for the engagement of non-audit services.

#### *External Auditor Services Fees*

The audit committee has reviewed the nature and amount of the services provided by PricewaterhouseCoopers LLP, to the Company to ensure auditor independence. Third party fees incurred for audit services in the last two fiscal years are outlined below:

Nature of Services	Fees Paid to Auditor in Year Ended December 31, 2010	Fees Paid to Auditor in Year Ended December 31, 2009
Audit Fees <sup>(1)</sup>	\$99,771	\$102,000
Audit Related Fees	-	-
Tax Fees <sup>(2)</sup>	\$21,002	\$8,715
All other Fees <sup>(3)</sup>	-	-
Total	\$120,773	\$110,715

(1) "Audit Fees" include fees necessary to perform the annual audit and quarterly reviews of the Company's consolidated financial statements. Audit Fees include fees for review of tax provisions and for accounting consultations on matters reflected in the financial statements. Audit Fees also include audit or other attest services required by legislation or regulation, such as comfort letters, consents, reviews of securities filings and statutory audits.

(2) "Tax Fees" include fees for all tax services other than those included in "Audit Fees" and "Audit-Related Fees". This category includes fees for tax compliance, tax planning and tax advice. Tax planning and tax advice includes assistance with tax audits and appeals, tax advice related to mergers and acquisitions, and requests for rulings or technical advice from tax authorities.

(3) "All Other Fees" includes all other non-audit services".

## ITEM 12: PROMOTERS

Other than John Icke, the President and Chief Executive Officer, management is not aware of any other person who could be characterized as a promoter of the Corporation. As consideration for his services as President and Chief Executive Officer, Mr. Icke receives an annual salary of \$279,996, subject to review by the Board. As at the date of this AIF, Mr. Icke owns, directly or indirectly, or exercises control or direction over 7,000,000 common shares of the Corporation.

Name and Principal Position	Period Ended Dec 31	Annual Compensation			Long Term Compensation			
		Salary	Bonus	Other Annual Compensation	Awards	Payouts		
					Number of Shares Under Options granted#	Number of Bonus Shares Subject to Resale Restrictions	LTIP Payouts	All other Compensation
John Icke President and Chief Executive Officer <sup>(1)</sup>	2010	\$279,996	\$964,407.96	Nil	Nil	Nil	Nil	Nil
	2009	\$289,000	Nil	Nil	700,000 <sup>(2)</sup> 1,200,000 <sup>(3)</sup>	Nil	Nil	Nil
	2008	\$363,334	Nil	Nil	Nil	Nil	Nil	Nil

(1) Mr. Icke was elected as a director on June 9, 2009;

(2) Stock options granted on February 9, 2009 exercisable until February 8, 2014 at \$0.06 per share. Mr. Icke exercised 280,000 of these options on January 18, 2010;

(3) Stock options granted on November 25, 2009 exercisable until November 25, 2014 at \$0.11 per share. Mr. Icke exercised 240,000 of these options on January 18, 2010;

## ITEM 13: LEGAL PROCEEDINGS

The Company is not aware of any actual or pending material legal proceedings to which the Company is or is likely to be party or of which any of its business or property is or likely to be subject.

## **ITEM 14: INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS**

The interest of management of the Company and others in material transactions and transactions involving remuneration for services is disclosed under the heading “Related Party Transactions” in the Company’s Management’s Discussion and Analysis dated December 31, 2010 and December 31, 2009 and under the sections titled “Interests of Insiders in Material Transactions” and “Statement of Executive Compensation” in the Company’s Management Information Circular dated May 26, 2010. See Item 18 “Additional Information”.

## **ITEM 15: TRANSFER AGENTS AND REGISTRARS**

The Company’s transfer agent and registrar is Computershare Investor Services Inc. of 510 Burrard Street, 3rd Floor, Vancouver, British Columbia, V6C 3B9.

## **ITEM 16: MATERIAL CONTRACTS**

Except as disclosed below, there are no other contracts, other than those disclosed in this AIF and other than those entered into in the ordinary course of the Company’s business, that are material to the Company and which were entered into in the most recently completed financial year ended December 31, 2010 or before the most recently completed financial year but are still in effect as of the date of this AIF.

Please see Item 4 “General Description of the Business” for a discussion of the particulars of the Company’s material contracts relating to acquisitions.

## **ITEM 17: INTERESTS OF EXPERTS**

### **17.1 Names of Experts**

PricewaterhouseCoopers LLP are the Auditors for the Company and prepared the Auditor’s Report for the Company’s financial statements for the year ended December 31, 2010. As of the date hereof PricewaterhouseCoopers LLP have advised the Company that they are independent with respect to the Company within the meaning of the Rules of Professional Conduct of the Institute of Chartered Accountants of British Columbia.

### **17.2 Interests of Experts**

None of the experts named in the “Names of Experts” section, when or after they prepared the statement, report or valuation, has received any registered or beneficial interest, direct or indirect, in any securities or other property of the Company or of one of the Company’s associates or affiliates and is not or is not expected to be elected, appointed or employed as a director, officer or employee of the Company or of any associate or affiliate of the Company. The information above has been provided to the Company by the individual expert.

## **ITEM 18: ADDITIONAL INFORMATION**

Additional information on the Company may be found on the Company’s website at [www.resincoep.com](http://www.resincoep.com) or on SEDAR at [www.sedar.com](http://www.sedar.com).

Additional information, including directors’ and officers’ remuneration and indebtedness, principal holders of the Company’s securities and securities authorized for issuance under equity

compensation plans, if applicable, is contained in the Company's information circular for its most recent annual meeting of security holders that involved the election of directors.

Additional information is provided in the Company's financial statements and the management discussion and analysis for its most recently completed financial year.