# Form 45-106F1 - Report of Exempt Distribution

Except in British Columbia, this is the form required under section 6.1 of NI 45-106 for a report of exempt distribution. In British Columbia, the required form is Form 45-106F6.

### Issuer / underwriter information

Item 1:		
Full name of issu	uer:	
	(If the issuer is an investment fund, state the name of the fund.)	1
Former name of		
	(If the issuer's name has changed since the last report, state the	former name.)
Is the issuer an i	investment fund?	No 🗆 Yes
If no, provide hea	ad office address and phone number of the issuer.	
If yes, provide fu	Ill name, head office address and phone number of the invest	stment fund manager.
If applicable, pro	ovide full name of investment fund manager:	
Head office addr	ress and phone number of the issuer or, if applicable, the inv	estment fund manager.
Suite / Apt #:		· ·
Street address:		
City / Town:		
Province:		
Phone number:	123 456-7890 Extension Foreign Phone Number	Postal code:
Has this form be	en completed by an underwriter?	No 🗆 Yes
If yes, provide fu	Ill name, head office address and phone number of the unde	rwriter.
Full name of the	underwriter:	
Head office addr	ress and phone number of the underwriter.	
Suite / Apt #:		
Street address:		
City / Town:		
Province:		
Dhana numkar	Country	Postal code:
Phone number:	123 456-7890 Extension Foreign Phone Number	

Item 2: □ No □ Yes Is the issuer a reporting issuer? If yes, indicate all jurisdictions in which the issuer is reporting: **British Columbia** Alberta Saskatchewan Manitoba Ontario Quebec Prince Edward Island Nova Scotia Newfoundland and Labrador New Brunswick Northwest Territories Nunavut Yukon Item 3: Indicate the industry of the issuer from the following list: Bio-tech Forestry Hi-tech Industrial Oil and gas Real estate Utilities **Financial Services** Mining Investment companies and funds Exploration / development Mortgage investment companies Production Securitized products issuers Other Describe

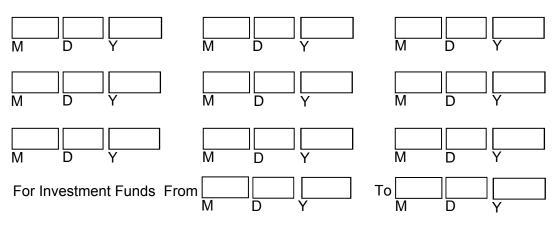
### **Details of distribution**

Item 4:

Complete Schedule 1 in a separate ".xlsx" file. Schedule 1 is designed to assist in completing the remainder of this report.

### Item 5:

State all distribution dates:



Item 6: Provide the following information for each security distributed.

	Type of security	Number of securities distributed	Convertible or exchangeable (Yes / No)	Type of underlying security If a convertible or exchangeable security
1				
	Type of security	#	Y/N	Type of underlying security
	Exemption(s) relied on			
2				
	Type of security	#	Y/N	Type of underlying security
	Exemption(s) relied on			
3				
	Type of security	#	Y/N	Type of underlying security
	Exemption(s) relied on			
4				
	Type of security	#	Y/N	Type of underlying security
	Exemption(s) relied on			
5				
	Type of security	#	Y/N	Type of underlying security
	Exemption(s) relied on			

If applicable, describe the terms of exercise or conversion and any expiry date for each convertible or exchangeable security listed above.

#### Item 7:

Provide the following information for each jurisdiction where purchasers reside. Do not include securities issued as payment for commissions or finder's fees disclosed under Item 8 below.

Each jurisdiction where purchasers reside	Number of purchasers			Dollar value raised from purchasers in the
purchasers reside	purchasers	Lowest	Highest	jurisdiction
				(Canadian \$)
Total number of purchasers		>	$\geq$	
Total dollar value of distribution in a	all jurisdictions (	Canadian \$)		

Optional: If the distribution was not made in Canadian dollars, you may provide additional information, such as the foreign currency, the amount of distribution(s) in foreign currency, or the exchange rate(s) used.

<sup>&</sup>lt;sup>1</sup> If securities are issued at different prices, list the lowest and highest prices that the securities sold for. If securities are issued at the same price, list that price in the "Highest" column.

### **Item 8: Commissions and Finder's Fees**

Provide the following information for each person who has received or will receive compensation in connection with the distribution(s). Do not include the exercise price of any convertible security in the total dollar value of compensation unless the securities have been converted.

Compensation includes commissions, discounts or other fees or payments of a similar nature.

Do not include payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

		Compensation paid or to be paid (cash and / or securities)									Total dollar
		<u>Cash</u>	Number of securities	securities per of				value of compensation			
-		(Canadian \$)	issued		issued	security distribution				(Canadian \$)	
1	Compensation	Cash	#		Type of securities		Price	М	D	Y	Total
	Full name – individual <sup>2</sup>	Firs	st Name	Ν	liddle Name			Li	ast Nam	ne	
	Full name – other <sup>3</sup>			Name	of Entity (i.e. Corpo	oration, Partn	ership, Trust	)			
	Full address	Suite / Apt				Street Add	ress				
			City / Town		Provi	nce		Cour	ntry		Postal Code
	Exemption(s) relied on										
2	Compensation	Cash	#		Type of securities		Price	M	D	Y	Total
	Full name – individual <sup>2</sup>		st Name			Last Name					
	Full name – other <sup>3</sup>	First Name   Middle Name   Last Name     Name of Entity (i.e. Corporation, Partnership, Trust)									
				Numo				/			
	Full address	Suite / Apt				Street Add	ress				
			City / Town		Provi	nce		Cour	ntry		Postal Code
	Exemption(s) relied on										

 $<sup>^2</sup>$  This row is not applicable if the person receiving the compensation is not an individual.  $^3$  This row is not applicable if the person receiving the compensation is an individual.

3	Compensation												
		Cash	#		Type of securities		Price	М	D	Y	Total		
	Full name – individual <sup>2</sup>	Fir	st Name	N	/liddle Name			1.0	ast Nam				
	3		SUNAILE	I N				Lo	151 11011				
	Full name – other <sup>3</sup>			Name	of Entity (i.e. Corp	oration, Partn	ership, Trust	)					
					¥ \I			/					
	Full address	Suite / Apt				Street Addr	ess						
			<u></u>										
	Exemption(s) relied on		City / Town		Provi	nce		Coun	try		Postal Code		
				L.					r	r			
4	Compensation								_				
	-	Cash	#		Type of securities		Price	М	D	Y	Total		
	Full name – individual <sup>2</sup>	Fir	st Name	Ν	/liddle Name			2	ast Nam	10			
	<b>–</b> 11 – 3												
	Full name – other <sup>3</sup>	Name of Entity (i.e. Corporation, Partnership, Trust)											
	Full address	Suite / Apt			l	ress	;						
			Oit. ( T		Dravi	Country				De stal Os da			
	Exemption(s) relied on		City / Town		Provi			Postal Code					
										1			
5	Compensation	Orah	#		<b>T</b>		Duine	М	D	Y	T . (		
		Cash	Ħ.		Type of securities		Price	IVI	U	ř	Total		
	Full name – individual <sup>2</sup>	Fir	st Name	Ν	/liddle Name			La	ast Nam	ne.			
	Full name – other <sup>3</sup>												
	Full name – other			Name	of Entity (i.e. Corp	oration, Partne	ership, Trust	)					
	Full address	Suite / Apt			l	Street Addr	ess						
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	Exemption(s) relied on		City / Town		Provi	nce		Coun	uy		Postal Code		

6	Compensation													
		Cash	#		Type of securities		Price	М	D	Y	Total			
	Full name – individual <sup>2</sup>		st Name	N	/iddle Name				ot Nom					
	2	E II:	stiname		Là	ast Nam	le							
	Full name – other <sup>3</sup>		Name of Entity (i.e. Corporation, Partnership, Trust)											
	Full address	Suite / Apt				Street Add	ress							
			<u>0: (T</u>											
	Exemption(s) relied on		City / Town		Provi	nce		Coun	try		Postal Code			
7	_													
<i>'</i>	Compensation	Cash	#		Type of securities		Price	М	D	Y	Total			
	Full name – individual <sup>2</sup>		•											
		First Name N			liddle Name			La	ast Nam	e				
	Full name – other <sup>3</sup>		Name of Entity (i.e. Corporation, Partnership, Trust)											
		Suite / Apt	Suite / Apt Street Address						 3S					
	Full address		•											
			City / Town		Country				Postal Code					
	Exemption(s) relied on													
											I			
8	Compensation													
		Cash	#		Type of securities		Price	М	D	Y	Total			
	Full name – individual <sup>2</sup>	Fir	st Name	N	/liddle Name			14	ast Nam					
	3	1 11.	stiname					Lc	151 11011					
	Full name – other <sup>3</sup>			Name	of Entity (i.e. Corp	oration, Partn	ership, Trust	)						
							•							
	Full address	Suite / Apt				Street Add	ress							
			Oite / Taura		Dravi			0	A.m. i		De stal Os da			
	Exemption(s) relied on		City / Town		Provi	nce		Coun	try		Postal Code			

9	Compensation										
	Compensation	Cash	#	Ту	pe of securities		Price	Μ	D	Y	Total
	Full name – individual <sup>2</sup>										
		Fire	st Name	Name Middle Name Last Name						e	
	Full name – other <sup>3</sup>										
			1	Name of	Entity (i.e. Corpora	ation, Partne	ership, Trust	)			
	Full address	Suite / Apt				Street Addr	ess				
			City / Town		Provinc	ce		Coun	try		Postal Code
	Exemption(s) relied on										
10											
10	Compensation	Cash	#	 	vpe of securities		Price	M	D	Y	Total
10		Cash	#	Ту	ype of securities		Price	М	D	Y	Total
10	Compensation Full name – individual <sup>2</sup>						Price			I	Total
10	Full name – individual <sup>2</sup>		# st Name		ype of securities		Price		D ist Nam	I	Total
10				Mid	ddle Name	ration, Partne		La		I	Total
10	Full name – individual <sup>2</sup>			Mid		ration, Partne		La		I	Total
10	Full name – individual <sup>2</sup> Full name – other <sup>3</sup>			Mid	ddle Name	ration, Partne	ership, Trust	La		I	Total
10	Full name – individual <sup>2</sup>	Fir:		Mid	ddle Name		ership, Trust	La		I	Total
10	Full name – individual <sup>2</sup> Full name – other <sup>3</sup>	Fir:		Mid	ddle Name	Street Addr	ership, Trust	La	st Nam	I	Total Postal Code
10	Full name – individual <sup>2</sup> Full name – other <sup>3</sup> Full address	Fir:	st Name	Mid	ddle Name	Street Addr	ership, Trust	La )	st Nam	I	
10	Full name – individual <sup>2</sup> Full name – other <sup>3</sup>	Fir:	st Name	Mid	ddle Name	Street Addr	ership, Trust	La )	st Nam	I	

If the securities being issued as compensation are or include convertible securities, such as warrants or options, describe the terms of the convertible securities, including the term and exercise price.

Item 9:

If a distribution is made in Ontario, you will need to also attach the Notice – Collection and use of personal information and the Authorization of Indirect Collection of Personal Information for Distributions in Ontario. (see next page)

Date: M D Y				
Name of person signing				
Title of person signing				
Telephone number				
	123	456-7890	Extension	Foreign Phone Number
Signature (Typed)				

### **Certificate**

Item 10:

Provide the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

Name of contact person							
Title of contact person							
Telephone number							
	123	2	456-7890	E	Extension	Foreign Phone Number	

## IT IS AN OFFENSE TO MAKE A MISREPRESENTATION IN THIS REPORT.

Item 11:

### Notice - Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities or, where applicable, the regulators under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or, where applicable, the regulator in the jurisdiction(s) where the form is filed, at the address(es) listed at the end of this report.

### Authorization of Indirect Collection of Personal Information for Distributions in Ontario

The attached Schedule I contains personal information of purchasers and details of the distribution(s). The issuer/underwriter hereby confirms that each purchaser listed in Schedule I of this report who is resident in Ontario

- (a) has been notified by the issuer/underwriter
  - (i) of the delivery to the Ontario Securities Commission of the information pertaining to the person as set out in Schedule I,
  - (ii) that this information is being collected indirectly by the Ontario Securities Commission under the authority granted to it in securities legislation,
  - (iii) that this information is being collected for the purposes of the administration and enforcement of the securities legislation of Ontario, and
  - (iv) of the title, business address and business telephone number of the public official in Ontario, as set out in this report, who can answer questions about the Ontario Securities Commission's indirect collection of the information, and
- (b) has authorized the indirect collection of the information by the Ontario Securities Commission

#### Securities Regulatory Authorities and Regulators

Alberta Securities Commission Suite 600, 250 – 5th Street SW Calgary, AB T2P 0R4 Telephone: (403) 297-6454 Facsimile: (403) 297-6156

Financial and Consumer Affairs Authority of Saskatchewan Suite 601 - 1919 Saskatchewan Drive Regina, Saskatchewan S4P 4H2 Telephone: (306) 787-5879 Facsimile: (306) 787-5899

The Manitoba Securities Commission 500 – 400 St Mary Avenue Winnipeg, Manitoba R3C 4K5 Telephone: (204) 945-2548 Toll free in Manitoba 1-800-655-5244 Facsimile: (204) 945-0330

Ontario Securities Commission Suite 1903, Box 55 20 Queen Street West Toronto, Ontario M5H 3S8 Telephone: (416) 593- 8314 Toll free in Canada: 1-877-785-1555 Facsimile: (416) 593-8122

Public official contact regarding indirect collection of information: Administrative Support Clerk Telephone: (416) 593-3684

Autorité des marchés financiers 800, Square Victoria, 22e étage C.P. 246, Tour de la Bourse Montréal, Québec H4Z 1G3 Telephone: (514) 395-0337 Or 1-877-525-0337 Facsimile: (514) 873-6155 (For filing purposes only) Facsimile: (514) 864-6381 (For privacy requests only)

Financial and Consumer Services Commission (New Brunswick) 85 Charlotte Street, Suite 300 Saint John, New Brunswick E2L 2J2 Telephone: (506) 658-3060 Toll Free in New Brunswick 1-866-933-2222 Facsimile: (506) 658-3059

Nova Scotia Securities Commission Suite 400, 5251 Duke Street Halifax, Nova Scotia B3J 1P3 Telephone: (902) 424-7768 Facsimile: (902) 424-4625 Prince Edward Island Securities Office 95 Rochford Street, 4th Floor Shaw Building P.O. Box 2000 Charlottetown, Prince Edward Island C1A 7N8 Telephone: (902) 368-4569 Facsimile: (902) 368-5283

Government of Newfoundland and Labrador Financial Services Regulation Division P.O. Box 8700 Confederation Building 2nd Floor, West Block Prince Philip Drive St. John's, NFLD A1B 4J6 Attention: Director of Securities Telephone: (709) 729-4189 Facsimile: (709) 729-6187

Government of Yukon Office of the Yukon Superintendent of Securities Government of Yukon Department of Community Services 307 Black Street, 1st Floor PO Box 2703 (C-6) Whitehorse, Yukon Y1A 2C6 Telephone: (867) 667-5466 Facsimile: (867) 393-6251

Government of Northwest Territories Department of Justice Securities Registry 1st Floor, Stuart M. Hodgson Building 5009 – 49th Street Yellowknife, Northwest Territories X1A 2L9 Telephone: (867) 920-3318 Facsimile: (867) 873-0243

Government of Nunavut Department of Justice Legal Registries Division P.O. Box 1000, Station 570 1st Floor, Brown Building Iqaluit, Nunavut X0A 0H0 Telephone: (867) 975-6590 Facsimile: (867) 975-6594