Form 45-106F1 Report of Exempt Distribution

ITEM 1 – REPORT TYPE

New report

Amended report

If amended, provide filing date of report that is being amended. 2024 11 12 (YYYY-MM-DD)

ITEM 2 – PARTY CERTIFYING THE REPORT

Indicate the party certifying the report (select only one). For guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National Instrument 81-106 Investment Fund Continuous Disclosure and the companion policy to NI 81-106 (in Québec, Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement Fund Continuous Disclosure).

Investment fund issuer

✓ Issuer (other than an investment fund)

Underwriter

ITEM 3 - ISSUER NAME AND OTHER IDENTIFIERS

Provide the following information about the issuer, or if the issuer is an investment fund, about the fund.

Full legal name	Heritage Mining Ltd. / Heritage Minir	ng Ltd.
Previous full legal name		
If the issuer's name changed in	the last 12 months, provide most recent	previous legal name.
Website	www.heritagemining.ca	(if applicable)
If the issuer has a legal entity identifier, p	rovide below. Refer to Part B of the Instr	ructions for the definition of "legal entity identifier".
Legal entity identifier	5493001KJTIIGC8Y1R12]
lf two or more issuers distributed a single above.	e security, provide the full legal name(s) (of the co-issuer(s) other than the issuer named
Full legal name(s) of co-issuer(s)		(if applicable)

ITEM 4 – UNDERWRITER INFORMATION If an underwriter is completing the report, provide the underwriter's full legal name, firm NRD number, and SEDAR+ profile number. Full legal name Firm NRD number Firm NRD number SEDAR+ profile number

ITEM 5 – ISSUER INFORMATION

TIEW 5 - ISSUER INFORMATION
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 212220
If the issuer is in the mining industry , indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations.
Exploration Development Production Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.
🗌 Mortgages 🔄 Real estate 📄 Commercial/business debt 📄 Consumer debt 📄 Private companies
Cryptoassets
b) Number of employees
Number of employees: 🗹 0 - 49 🗌 50 - 99 🗌 100 - 499 🗌 500 or more
c) SEDAR+ profile number
Provide the issuer's SEDAR+ profile number
000050892

ITEM 6 – INVESTMENT FUND ISSUER INFORMATION								
If the issuer is an investment fund, provide the following information.								
a) Investment fund m	anager informatior	1						
Full legal name]				
Firm NRD number		(if app	licable)					
SEDAR+ profile number								
b) Type of investment	t fund							
Type of investment fund that mo	ost accurately identifies	the issuer (select only or	e).					
🗌 Money market	Equity	E Fixed incom	e 🗌 Balanced					
Alternative strategies	Cryptoasset	🗌 Other (descr	ibe)					

Indicate whether one or b	ooth of the following apply to the investm	nent fund.			
lnvest primarily in o	ther investment fund issuers				
Is a UCITs Fund ¹					
	e Investment of Transferable Securities funds (UC t schemes to operate throughout the EU on a pa				Union (EU) directives
				inder state.	
c) Net asset valu	e (NAV) of the investment fund				
Select the NAV range of th	ne investment fund as of the date of the r	most recent NAV calcı	lation (Canadia	an \$).	
Under \$5M	S5M to under \$25M	🗌 \$25M to unde	r \$100M	Date of NAV	calculation:
s100M to under \$50	00M	S1B or over	Ľ	YYYY	MM DD
ITEM 7 – INFORMA	ATION ABOUT THE DISTRIBU	UTION			
If an issuer located outsic	le of Canada completes a distribution in	a jurisdiction of Can	ida include in l	Item 7 and Sch	nedule 1
information about purch	asers resident in that jurisdiction of Can	ada only. Do not inclu	de in Item 7 se	curities issued	as payment of
	ees, in connection with the distribution, v h the information provided in Schedule 1		ed in Item 8. Th	ne information	provided in
a) Currency					
Select the currency or cur dollars.	rencies in which the distribution was mo	ade. All dollar amount	s provided in th	ne report musi	t be in Canadian
🖌 Canadian dollar	US dollar Euro Other (describe)			
b) Distribution c	latas				
D) DISTRIBUTION C	lates				
	t and end dates. If the report is being file				
	oth the start and end dates. If the report dates for the distribution period covered		irities distribue	a on a contini	IOUS DASIS,
			2024	11 00	
Start date	2024 11 08	End date	2024	11 08	
	YYYY MM DD		YYYY	MM DD	
c) Detailed purc	haser information				
Complete Schedule 1 of	this form for each purchaser and att	ach the schedule to	the completed	l report.	
d) Types of secu	irities distributed				
Provide the following info	ormation for all distributions reported on	a ner security hasis	Refer to Part A	(12) of the Inst	ructions for how
	ode. If providing the CUSIP number, indic				
distributed.		r			
				Canadian \$	
Security CUSIP		Number of	Single or	Highest	T
code number (if applicable)	Description of security	securities	lowest price	price	Total amount
	Units	940,000.0000	0.050	0	47,000.0000
· · · · · · · · · · · · · · · · · · ·					·

FTS	FT Shares	5,500,000.0000	0.0500	275,000.0000
CMS	Common Shares	664,240.0000	0.0500	33,212.0000

e) Details of rights and convertible/exchangeable securities

If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.

Convertible / exchangeable	Underlying security code	Exercise price (Canadian \$)		Expiry date (YYYY-MM- DD)	Conversion ratio	Describe other terms (if applicable)
security code	security code	Lowest	Highest			applicable)
WNT	CMS	0.1000		2027-11-08	1:1	Convertible upon the terms and conditions set out in th e Warrant

f) Summary of the distribution by jurisdiction and exemption

State the total dollar amount of securities distributed and the number of purchasers for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides and for each exemption relied on in Canada for that distribution. However, if an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include distributions to purchasers resident in that jurisdiction of Canada only.

This table requires a separate line item for: (i) each jurisdiction where a purchaser resides, (ii) each exemption relied on in the jurisdiction where a purchaser resides, if a purchaser resides in a jurisdiction of Canada, and (iii) each exemption relied on in Canada, if a purchaser resides in a foreign jurisdiction.

For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Exemption relied on	Number of unique purchasers ^{2a}	Total amount (Canadian \$)
British Columbia	NI 45-106 2.3 [Accredited investor]	3	50,000.0000
Ontario	NI 45-106 2.3 [Accredited investor]	2	45,000.0000
Ontario	NI 45-106 2.14 [Securities for debt]	1	20,000.0000
Québec	NI 45-106 2.3 [Accredited investor]	19	220,000.0000
Germany	NI 45-106 2.3 [Accredited investor]	1	7,000.0000
United States of America	NI 45-106 2.14 [Securities for debt]	1	13,212.0000
	\$355,212.0000		
	Total number of unique purchasers ^{2b}	27	

^{2a} In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

^{2b}In calculating the total number of unique purchasers to which the issuer distributed securities, count each purchaser only once, regardless of whether the issuer distributed multiple types of securities to, and relied on multiple exemptions for, that purchaser.

g) Net proceeds to the investment fund by jurisdiction

*If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides.*³*If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.*

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

³"Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

Provide information for each person (as defined in NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions)) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. Complete additional copies of this page if more than one person was, or will be, compensated.						
Indicate whether any compe		<i>paid, in connection with t</i> per of persons compensa				
a) Name of person	n compensated and reg	gistration status				
Indicate whether the person	compensated is a registrant	t.				
🗌 No 🗹 Yes						
If the person compensated is	s an individual, provide the ı	name of the individual.				
Full legal name of indiv	vidual					
If the person compensated is	Family name s not an individual, provide t		ziven name Secondary given names			
Full legal name of nor	n-individual VENTUM FINA	ANCIAL CORP.				
Firm NF	RD number 5290		(if applicable)			
Indicate whether the person	compensated facilitated the	e distribution through a fu	inding portal or an internet-based portal			
✓ No □ Yes						
b) Business contac	t information					
	provided in Item 8(a), provic	de the business contact inf	formation of the person being compensated.			
Street address		_				
Municipality		Province	e/State			
Country		Postal code/Zip	p code			
Email address] Telephone nu	umber			
c) Relationship to i	issuer or investment fu	ind manager				
'connected' in Part B(2) of the respecting Prospectus Exemp ☐ Connected with the iss	e Instructions and the mean	ing of 'control' in section 1 ompleting this section. anager	lect all that apply). Refer to the meaning of 1.4 of NI 45-106 (in Québec, Regulation 45-106			
Director or officer of the investment fund or investment fund manager						
	r or investment fund mana	iger				
✓ None of the above						
d) Compensation o	details					

Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.

Cash commissions paid	\$1,500.0000		
Value of all securities distributed as compensation ⁴			
Security codes	Security code 1	Security code 2	Security code 3
	WNT		
Describe terms of warrants, options or other rights	30,000 Compensa	ation Warrants	
Other compensation ⁵			
Describe			
	r		-
Total compensation paid	\$1,500.0000		
Check box if the person will or may receive any def	erred compensation	on (describe the te	erms below)
⁴ Provide the aggregate value of all securities distributed as compensative securities of the issuer. Indicate the security codes for all securities dist acquire additional securities of the issuer.		-	
⁵ Do not include deferred compensation.			

Provide information for each person (as defined in NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions)) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. Complete additional copies of this page if more than one person was, or will be, compensated.					
Indicate whether any compensation was		<i>baid, in connection wit</i> er of persons comper			
a) Name of person compen	sated and regi	istration status			
Indicate whether the person compensat	ed is a registrant.				
🗌 No 🗹 Yes					
If the person compensated is an individ	ual, provide the n	ame of the individual.			
Full legal name of individual					
If the person compensated is not an ind	Family name ividual, provide th		st given name O n.	Secondary given	names
Full legal name of non-individual		PITAL CORPORATION	/ CORPORATIO	N RECHERCHE	
Firm NRD number	3070		(if applicable)	
Indicate whether the person compensat	ed facilitated the	distribution through a	 funding portal o	r an internet-based por	tal
b) Business contact informa	ition				
<i>If a firm NRD number is not provided in</i> Street address	Item 8(a), provide	e the business contact	information of tl	ne person being comper	nsated.
Municipality		Provin	ce/State		<u>'</u>
Country		Postal code/2	Zip code		\exists
Email address		Telephone			\exists
		·			
c) Relationship to issuer or i	nvestment fur	nd manager			
Indicate the person's relationship with th 'connected' in Part B(2) of the Instruction respecting Prospectus Exemptions) for th	ns and the meani	ing of 'control' in sectio			0,
Connected with the issuer or inve	stment fund ma	inager			
🗌 Insider of the issuer (other than a	n investment fur	nd)			
Director or officer of the investme	ent fund or inves	stment fund manager			
Employee of the issuer or investn	nent fund manag	ger			
✓ None of the above					

d) Compensation details

Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.

Cash commissions paid	\$1,500.0000			
Value of all securities distributed as compensation ⁴				
Security codes	Security code 1	Security code 2	Security code 3]
	WNT			
Describe terms of warrants, options or other rights	30,000 Compense	ation Warrants]
Other compensation ⁵				
Describe				
Total compensation paid	\$1,500.0000			
Check box if the person will or may receive any def	erred compensation	on (describe the te	erms below)	
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities dis acquire additional securities of the issuer.				
⁵ Do not include deferred compensation.				

whom the issuer directly	each person (as defined in / provides, or will provide, o nore than one person wa	ny compensatio	on in connection with t		- ·	
Indicate whether any co □ No ☑ Yes	mpensation was paid, or พ lf yes, indicate	-	. Г	ribution. 4		
a) Name of per	son compensated and	l registration	i status			
Indicate whether the pe	rson compensated is a regi	trant.				
🗹 No 🗌 Yes						
If the person compensa	ted is an individual, provide	the name of th	e individual.			
Full legal name of	individual					
If the person compensa	Famil ted is not an individual, pro	name vide the followi	First given nam ng information.	ie	Secondary given	names
Full legal name of	f non-individual Small Ca	p Invest GmbH	1			
Firr	m NRD number		(if app	licable)		
Indicate whether the pe	rson compensated facilitat	d the distributi	on through a funding p	oortal or a	n internet-based po	rtal
☑ No 🗌 Yes						
h) Business co	ntact information					
lf a firm NRD number is	not provided in Item 8(a),	rovide the busi	ness contact informati	ion of the _l	person being compe	nsated. ר
Street address	Niddastrasse 84, 60329					
Municipality	Frankfurt		Province/State			
Country	Germany	F	Postal code/Zip code			
Email address	info@small-cap-invest.co	m	Telephone number	49 (069)	241-82950	
c) Relationshin	to issuer or investme	t fund man	ager			
			agei			
'connected' in Part B(2)	ationship with the issuer of of the Instructions and the xemptions) for the purpose	neaning of 'con	trol' in section 1.4 of N		•	
Connected with th	e issuer or investment fu	d manager				
🗌 Insider of the issue	er (other than an investm	nt fund)				
Director or officer	of the investment fund o	investment fu	nd manager			
Employee of the is	suer or investment fund	nanager				
✓ None of the above						
d) Compensati	on details					

Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.

Cash commissions paid	\$420.0000			
Value of all securities distributed as compensation ⁴				
Security codes	Security code 1	Security code 2	Security code 3	
	WNT			
Describe terms of warrants, options or other rights	8,400 Compensat	ion Warrants		
Other compensation ⁵				
Describe				
	[-	
Total compensation paid	\$420.0000			
Check box if the person will or may receive any def	erred compensation	on (describe the te	erms below)	
⁴ Provide the aggregate value of all securities distributed as compensatives of the issuer. Indicate the security codes for all securities distacquire additional securities of the issuer.		-		
⁵ Do not include deferred compensation.				

Provide information for each person (as defined in NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions)) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. Complete additional copies of this page if more than one person was, or will be, compensated.	
Indicate whether any compensation was paid, or will be paid, in connection with the distribution.	
a) Name of person compensated and registration status	
Indicate whether the person compensated is a registrant. □ No ☑ Yes If the person compensated is an individual, provide the name of the individual.	
Full legal name of individual	
Family name First given name Secondary given names If the person compensated is not an individual, provide the following information. Secondary given names	-
Full legal name of non-individual EMD FINANCIAL INC. / LA FINANCIÈRE EMD INC.	
Firm NRD number 36480 (if applicable)	
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal	
✓ No Yes	
b) Business contact information	
If a firm NRD number is not provided in Item 8(a), provide the business contact information of the person being compensated.	
Street address	
Municipality Province/State	
Country Postal code/Zip code	
Email address Telephone number	
c) Relationship to issuer or investment fund manager	
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of 'connected' in Part B(2) of the Instructions and the meaning of 'control' in section 1.4 of NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions) for the purposes of completing this section.	
 Connected with the issuer or investment fund manager Insider of the issuer (other than an investment fund) 	
Director or officer of the investment fund or investment fund manager	
Employee of the issuer or investment fund manager	
✓ None of the above	
d) Compensation details	

Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.

Cash commissions paid	\$18,200.0000		
Value of all securities distributed as compensation ⁴			
Security codes	Security code 1	Security code 2	Security code 3
Security codes	WNT		
Describe terms of warrants, options or other rights	264,000 Compens	sation Warrants	
Other compensation ⁵			
Describe			
Total compensation paid	\$18,200.0000		7
Check box if the person will or may receive any def	ferred compensation	on (describe the te	erms below)
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities dis acquire additional securities of the issuer.		-	
⁵ Do not include deferred compensation.			
ITEM 9 – DIRECTORS, EXECUTIVE OFFICE	RS AND PROM	NOTERS OF T	HE ISSUER
If the issuer is an investment fund, do not complete It	em 9. Proceed to It	tem 10.	
Indicate whether the issuer is any of the following (select t	he one that applies	– if more than one	applies, select only
✓ Reporting issuer in a jurisdiction of Canada			
Foreign public issuer			

Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada ⁶

Provide name of reporting issuer

Wholly owned subsidiary of a foreign public issuer ⁶

Provide name of foreign public issuer

Issuer distributing only eligible foreign securities and the distribution is to permitted clients only ⁷.

If the issuer is at least one of the above, do not complete Item 9(a) – (c). Proceed to Item 10.

⁶ An issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the issuer's outstanding voting securities, other than securities that are required by law to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively.

⁷ Check this box if it applies to the current distribution even if the issuer made previous distributions of other types of securities to

non-permitted clients. Refer to the definitions of "eligible foreign security" and "permitted client" in Part B(1) of the Instructions.

□ If the issuer is none of the above, check this box and complete Item 9(a) – (c).

a) Directors, executive officers and promoters of the issuer

Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or territory, otherwise state the country. For "Relationship to issuer", "D" – Director, "O" – Executive Officer, "P" – Promoter.

Organization or company name	Family name	First given	secondary individual (select all tha		•		
		name		Province or country	D	0	Р

b) Promoter information

If the promoter listed above is not an individual, provide the following information for each director and executive officer of the promoter. For locations within Canada, state the province or territory, otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive Officer.

Organization or	Family	First given	,,,	Residential jurisdiction of individual	Relationship to one or both i	-
company name	name	name	names	Province or country	D	0

c) Residential address of each individual

Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.

ITEM 10 – CERTIFICATION

Provide the following certification and business contact information of an officer, director or agent of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer or underwriter to prepare and certify the report on behalf of the issuer or underwriter. If the report is being certified by an agent on behalf of the issuer or underwriter, provide the applicable information for the agent in the boxes below.

If the individual completing and filing the report is different from the individual certifying the report, provide the name and contact details for the individual completing and filing the report in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer or underwriter that makes a distribution of securities under certain prospectus exemptions to file a completed report of exempt distribution.

securities regulatory aut exercised reasonable dil	nation below, I certify, on beha hority or regulator, as applical igence, the information provic	ble, that I have r	eviewed this	report and	to my knowledge, hav	ving
Name of lssuer/ investment fund	Heritage Mining Ltd.					
manager/agent						
Full legal name	SULLIVAN	Pat	rick			
	Family name	First give	en name	Secor	ndary given names	
Title	Corporate Secretary					
Telephone number	+1 (604) 692-2790	Email address	psullivan@o	sler.com]
Signature	(signed) "Patrick Sullivan"	Date	2024 YYYY	11 28 MM DD		

ITEM 11 – CONTACT PERSON

Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.

Same as individual certifying the report

Full legal name	LADEUR	Nicole	
	Family name	First given name	Secondary given names
Title	Securities Paralegal		
Name of company	OSLER, HOSKIN & HARCOURT	LLP / OSLER, HOSKIN & HARC	OURT S.E.N.C.R.L./S.R.L.
Telephone number		Email address nlade	eur@osler.com

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 authority or regulator 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 regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information pertaining to the individual as set out in Schedule 1 or 2, that this information is being collected by the securities regulatory authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the security regulatory authority's or regulator's indirect collection of the information, and

b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.