

2024 Risk Assessment Questionnaire

Exempt Market Dealers and Restricted Dealers Section

QUESTIONS FOR EXEMPT MARKET DEALERS AND RESTRICTED DEALERS

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| Final feedback | |
| * Indicates required field | |
| CERTIFICATION | |
| This certification must be completed by your ultimate designated person. * | |
| Where my firm has completed this RAQ section in 2022, I acknowledge that some questions in the "Exempt Market Dealers and Restrict Dealers" section of the 2024 Risk Assessment Questionnaire were pre-populated with the firm's 2022 responses. I certify that I have reviewed and updated where necessary all pre-populated fields. Where my firm did not complete the previous RAQ, I acknowledge that have received a blank RAQ section with no pre-populated fields. | |
| I certify that I have reviewed our responses to the "Exempt Market Dealers and Restricted Dealers" section of the 2024 Risk Assessme Questionnaire completed by our firm. To the best of my knowledge, the responses are complete, accurate, free from any misstatements and not misleading in any respect. | |
| | |
| Name: * | |
| Phone number: * | |
| Date (YYYY-MM-DD): QUESTION E1 – BUSINESS MODEL | |
| (A) Which of the following business models best describe your dealer activities during the two-year period ending December 31, 2023? Check at that apply. * | all |
| a) Service oriented – Mergers and acquisitions: provide assistance in mergers and acquisitions and disposition of securities of corporations; find potential buyers/investors for acquisitions or divestitures | |
| b) Service oriented – Debt/equity financing: provide advice on capital structuring to raise capital for financing and/or distribute products under private placements; find potential lenders/investors to invest in debt/equity securities | |
| c) Service oriented – Relationship facilitator: facilitate relationships between investors and registrants, or investors and third parties; do not distribute products | |
| d) Product distribution – Distribute prospectus-exempt products | |
| e) Facilitate secondary market trading of prospectus-exempt products | |
| f) Other business activities conducted by the firm for which the firm is compensated – provide details in the comment box below | |
| g) Have not commenced any business activities. State in the comment box below when you intend to begin business activities and why you are currently registered as a dealer | |
| Describe other business model if f) is selected | |
| | |
| Describe when you intend to begin business activities and why you are currently registered as a dealer if g) is selected | |
| | |
| Prospectus-exempt products: Investment products sold under National Instrument 45-106 (NI 45-106) Prospectus Exemptions on the OSC website at https://www.osc.ca/en/securities-law/instruments-rules-policies/4/45-106 | |
| (B) Does your firm currently, or plan to, trade or facilitate trading/sale of investment products in any of the following ways? Check all that apply. | * |

| a) Via an online portal or platform – crowdfunding platform under Multilateral Instrument 45-108 <i>Crowdfunding</i> (MI 45-108) b) Via an online portal or platform – to sell/distribute/trade a security in reliance on a prospectus exemption under NI 45-106 c) Via an online portal or platform to facilitate peer-to-peer lending or any other form of matching of borrowers to lenders d) None of the above | | | | | |
|--|--------------------------------------|--------------------------------|-----------------------------|--|--|
| For information on crowdfunding , refer to OSC website for | or MI 45-108 <u>https://www.osc.</u> | ca/en/securities-law/instrumer | nts-rules-policies/4/45-108 | | |
| Additional comments, if necessary | | | | | |
| QUESTION E2 – INVESTOR CLIENTS AND PIFILID TO THE PIPE | oital raised during the two-yea | r period ending December 31, | , 2023 in each of the | | |
| | Number of investor clients | Capital raised 🚺 | | | |
| a) Section 2.3 of NI 45-106 – accredited investor exemption | | Y | | | |
| i) Clients that meet the permitted client definition * | | | | | |
| ii) Clients that meet the accredited investor definition but are not permitted clients * | MCF | | | | |
| b) Section 2.10 of NI 45-106 - minimum investment of \$150,000 * | | | | | |
| c) Section 2.4 of NI 45-106 – private issuer exemption * | | | | | |
| d) Section 2.5 of NI 45-106 – family, friends and business associates exemption * | | | | | |
| e) Section 2.9 of NI 45-106 – offering memorandum exemption: | | | | | |
| i) Non-eligible investor * | | | | | |
| ii) Eligible investor – did not receive advice * | | | | | |
| iii) Eligible investor – received advice from a registered portfolio manager, investment dealer or exempt market dealer * | | | | | |
| f) MI 45-108 – Crowdfunding * | | | | | |
| g) NI 45-110 – Start-up Crowdfunding Registration and Prospectus Exemptions * | | | | | |
| h) Other clients and exemptions, including any exemptions granted by the Commission * | | | | | |
| Total | 0 | \$0.00 | | | |

Permitted client: For a definition of permitted client, see section 1.1 of NI 31-103 on the OSC website at: https://www.osc.ca/en/securities-law/instruments-rules-policies/3/31-103

Accredited investor and eligible investor: For a definition of accredited investor and eligible investor, see section 1.1 of National Instrument NI 45-106. For further information on key capital raising prospectus exemptions in Ontario see the OSC website at: https://www.osc.ca/en/securities-law/instruments-rules-policies/4/45-106

For further information on key capital raising prospectus exemptions in Ontario see the OSC website at: http://www.osc.gov.on.ca/en/SecuritiesLaw ni 20160128 45-106 key-capital-prospectus-exemptions.htm

Please note that prospectus exemptions may be changed since the publication of this document. Please review the latest version of NI 45-106 for the most current list of available prospectus exemptions.

| Additional comments, if necessary | | |
|-----------------------------------|--|--|
| | | |

QUESTION E3 - INVESTOR CLIENT RESIDENCY

Provide the residency of the firm's investor clients, and capital raised from those clients, over the two years ending December 31, 2023 in the table below:

Enter zero in the rows that are not applicable to you.

| | Number of investor clients 1 | Capital raised from investors | |
|---|------------------------------|-------------------------------|--|
| a) Ontario * | | 0/4 | |
| b) In Canada but outside Ontario | NCE | | |
| Alberta * | RE | | |
| British Columbia * | | | |
| Quebec * | | | |
| Other provinces or territories * | | | |
| c) United States * | | | |
| d) Europe – list countries of residence below * | | | |
| e) Asia – list countries of residence below * | | | |
| f) Other – list countries of residence below * | | | |
| Total | 0 | \$0.00 | |
| d) Countries in Europe | | | |
| e) Countries in Asia | | | |
| | | | |
| f) Other countries | | | |
| | | | |

QUESTION E4 - HOLDING OF OR ACCESS TO DEALER INVESTOR CLIENT ASSETS

Check all of the boxes below that apply to your firm's dealer investor client assets. In your response, consider any registered or permitted individuals with access to the assets. * a) You hold clients' securities certificates for any period of time (e.g. physical possession of share certificates on your premises or at your lawyer's premises) b) You receive and hold clients' cash for any period of time (e.g. cash pending investments in a trust account or a cheque made payable to you) c) You accept clients' cash from a custodian (e.g. client's money is deposited in a trust account prior to issuing a cheque to the client) d) You have, in any capacity, legal ownership of clients' cash or securities e) You have, in any capacity, the authority to withdraw funds or securities from client accounts (e.g. under a power of attorney) f) You act in the capacity of a trustee or executor for clients g) You hold client assets in your firm's name in an omnibus account at a custodian h) You have, in any capacity, signing authority on bank accounts for issuers whose securities are distributed by your firm i) You use a custodian that is not independent from you and allows you to access client assets j) You have access in any other ways not described above - provide details in comment box below k) Not applicable - none of the above apply to our firm Describe your access to investor client assets in ways other than described above QUESTION E5 - ROLE OF THE CHIEF COMPLIANCE OFFICER Does your chief compliance officer also act as a dealing representative for your firm? * a) Yes b) No Additional comments, if necessary

QUESTION E6 - SIZE OF DEALER ACTIVITIES - REVENUE

Provide the following information in the table below. *

In the table below, do NOT include revenue earned from business that is not directly related to your dealer operations. For example, if you are registered as a portfolio manager or investment fund manager, do not include management fees earned as a portfolio manager or as an investment fund manager on assets under management and do not include performance fees earned as a portfolio manager for surpassing a high-water mark.

0

Include only revenues for the business activities of your dealer operations during the period. For example, include sales commissions or trailer fees for investment products sold/traded/distributed, success fees for an M&A transaction, the value of warrants/options for an equity financing transaction, fees for soliciting investors to purchase an investment product, and fees for facilitating a secondary market transaction.

Enter zero in the rows below where there was no revenue earned during the period.

Amount in financial (fiscal) year 2023 (in CAD)

Amount in financial (fiscal) year 2022 (in CAD)

| a) Service oriented – Mergers and acquisitions: provide assistance in mergers and acquisitions and disposition of securities of corporations; find potential buyers/investors for acquisitions or divestitures * | | | |
|--|--|---|--------------------------------------|
| b) Service oriented – Debt/equity financing: provide advice on capital structuring to raise capital for financing and/or distribute products under private placements; find potential lenders/investors to invest in debt/equity securities * | | | |
| c) Service oriented – Relationship facilitator: facilitate relationships between investors and registrants, or investors and third parties; do not distribute securities or products * | | | |
| d) Distributor of prospectus-exempt products * | | | |
| e) Facilitating secondary market trading of prospectus-exempt products * | | | |
| f) Other dealer revenue – provide details below * | | | |
| Total dealer revenue for the fiscal year ended: | \$0 | 00 | \$0.00 |
| Firm's net income (loss) for the fiscal year ended: | | | |
| Other revenue – describe the nature of these revenues | CE | | |
| QUESTION E7 – INVESTMENT PRODUCTS Select the types of investment products you have sold/ are those of your related/connected issuers. * a) Not applicable – do not sell/distribute/trade in b) Sell/distribute/trade investment products – prod | distributed/traded in the tw | o years ending December | 31, 2023, and whether these products |
| Type of investment products | (A) Do you sell/distribute/ trade the following types of products? | (B) Are these products of your related / connected issuers? | |
| Asset backed securities * | • | • | |
| Blind pools/capital pool companies * | • | • | |
| Common or preferred shares * | • | • | |
| Contracts for difference * | • | • | |
| Debt securities (e.g. promissory notes, bonds, debentures, etc.) * | • | • | |
| Foreign exchange contracts (forex or FX) * | _ | | |

| Guaranteed debts * | • | • | |
|--|---|---|-----------------|
| Life settlements * | • | • | |
| Limited partnerships * | • | * | |
| Mortgage investment entities * | • | • | |
| Investment funds (mutual funds or non-redeemable | _ | _ | |
| investment funds) (e.g. pooled funds, hedge funds, etc.) * | · | | |
| Other derivatives * | • | • | |
| Principal protected notes/principal at risk notes * | • | * | |
| Private equity/venture capital funds * | • | • | |
| Structured products * | • | . • | |
| | | | |
| Tax sheltered products/charity/not-for-profit * | • | | |
| Listed securities traded on or off the exchange or other marketplace (e.g. an ATS) * | , NCK | • | |
| Debt securities traded on or off an exchange or other marketplace (e.g. an ATS) * | • | • | |
| Trusts * | ▼ | • | |
| Other – describe in comment box below * | • | * | |
| Other – describe the types of investment products | | | |
| Other – describe the types of investment products | | | |
| | | | |
| QUESTION E8 – INVESTMENT PRODUCTS | S – TYPES OF BUSIN | ESS OR INDUSTRY | OF PRODUCTS (1) |
| Select the types of business/industry of the investment whether these products are those of your related/conneselect the products' main businesses/industries. * | | | |
| a) Not applicable – do not sell/distribute/trade in | nvestment products | | |
| b) Sell/distribute/trade investment products – p | rovide information in the ta | ole below: | |
| | (A) Do you sell/distribute/ | (B) | |
| Type of business/industry of the investment products | trade products of the following types of business / industry? | Are these products of your related / connected issuers? | |
| Financials * | ▼ | ~ | |

| Energy * | • |
|---|---|
| Materials * | ▼ |
| Industrials * | • |
| Communication services * | ▼ |
| Information technology * | • |
| Utilities * | → |
| Consumer discretionary * | ▼ |
| Consumer staples * | • |
| Real estate * | → |
| Health care * | - 11 |
| Other – describe in comment box below * | |
| Other – describe the business/industry of investment p | products |
| | |
| | |
| QUESTION E9 – INVESTMENT PRODUCTS | S – TYPES OF ISSUERS |
| If you sell/distribute/trade investment products, which t | type of issuer products do you sell/distribute/trade? Choose one of the following: * |
| a) Not applicable – do not sell/distribute/trade | investment products |
| b) Sell/distribute/trade products of related/cor | nnected issuers only (i.e. do not sell/distribute/trade products of third-party issuers) |
| c) Sell/distribute/trade products of third-party is | ssuers only (i.e. do not sell/distribute/trade products of related/connected issuers) |
| d) Sell/distribute/trade products of both related | d/connected issuers and third-party issuers |
| Related issuer: A person or company is a "related issuent. 1. the person or company is an influential security. 2. the other person or company is an influential security. 3. each of them is a related issuer of the same third. | yholder of the other person or company curityholder of the person or company |
| Influential securityholder: This term is defined in securitys://www.osc.ca/en/securities-law/instruments-rules | tion 1.1 of NI 33-105 <i>Underwriting Conflicts</i> (NI 33-105), please refer to the OSC website: -policies/3/33-105 |
| | ect relationship between the issuer and your firm or an entity related to your firm (or a reasonable investor to question the independence of your firm's/registered individuals' |

Connected issuer is defined in section 1.1 of NI 33-105, please refer to the OSC website: https://www.osc.ca/en/securities-law/instruments-rules-

policies/3/33-105

activities in connection with a distribution of that issuer.

QUESTION E10 - INVESTMENT PRODUCTS - TOP 10 THIRD PARTY ISSUER PRODUCTS (1)

This question is not applicable given the response to question E9

For the third party issuer products that you have sold/distributed/traded, provide details in the table below about the top 10 products for which you raised the most capital and the corresponding revenue in the two years ending December 31, 2023: *

| lo. Product name of third-party issuer | Amount of capital raised | Amount of revenue earned | Type of product (select one type from the list below) | Type of business/industry (select one type from the list below) |
|--|---|--|---|---|
| 1 | | | | |
| Total capital raised | \$0.00 | | | |
| Total revenue earned | \$0.00 | | | |
| Other types of product – provide t | he names and describe the | nature of the investment pro | oducts in comment box belo | W |
| Other business / industry – provic | le the names and describe t | he nature of business / indu | stry | |
| QUESTION E11 – INVEST This question is not applicable giv For the related/connected issuer is which you raised the most capital | ven the response to question products that you have sold/ in the two years ending Dec | n E9 /distributed/traded, provide o | details in the table below about | out the top 10 products for Type of business/industry |
| related/connected issuer | Amount of capital raised | earned | one type from the list below) | (select one type from the list below) |
| Total capital raised | \$0.00 | | | |
| | | | | |
| Total revenue e <mark>ar</mark> ned Other types of product – provide t | \$0.00 he names and describe the | nature of the investment pr | oducts | |
| 21 1 1 | | <u> </u> | | |
| Other business / industry – provid | e the names and describe t | he nature of business / indu | stry | |
| | | | | |
| | | | | |
| QUESTION E12 – DISTRIE | BUTION OF RELATED | AND CONNECTED IS | SUERS | |
| This question is not applicable giv A) Do any third-party dealers sell/ | · | | issuers? * | |
| a) Yes b) No | | | | |
| (B) What percentage of your reverelated/connected issuers? * | nue (generated using your [| Dealer registration) is derive | d from selling/distributing/tra | ading products of |
| a) Less than 25% | | | | |
| b) 25% but less than 50% | | | | |
| c) 50% or more | | | | |

| | Not applicable – no commission or other form of compensation is earned on the sale/distribution/trade of products of elated/connected issuers |
|-------------------|---|
| Additional | comments, if necessary |
| | ION E13 – DELIVERY OF AUDITED FINANCIAL STATEMENTS /distribute/trade investment products, are issuers' audited financial statements provided to each investor client? Check all that apply. * |
| b) c) d) e) | Not applicable – do not sell/distribute/trade investment products No – do not provide audited financial statements of issuers to clients Yes – provide audited financial statements of third-party issuers at time of sale Yes – provide audited financial statements of third-party issuers annually to each investor client Yes – provide audited financial statements of related/connected issuers at time of sale Yes – provide audited financial statements of related/connected issuers annually to each investor client |
| QUEST | comments, if necessary ION E14 – LOANS OR ADVANCES FROM ISSUERS /distribute/trade investment products, have you, your registered individuals or permitted individuals received loans or advances from the r affiliates, of these products? Check all that apply. * |
| | Not applicable – do not sell/distribute/trade investment products Yes – received loans or advances from related/connected issuers. Provide names of the related/connected issuers in comment box elow Yes – received loans or advances from third-party issuers or their affiliates. Provide names of the issuers and their affiliates, if oplicable, in comment box below No – have not received loans or advances from related/connected issuers, third-party issuers or their affiliates |
| | loans or advances from the following related/connected issuers |
| Received | loans or advances from the following third-party issuers |
| | ION E15 – RETURNS OF INVESTMENT PRODUCTS SOLD ell/distribute/trade investment products that offer a fixed return (e.g. bonds or notes)? Check all that apply. * |
| | Yes – return offered is 12% or more (list names of products in comment box below) Yes – return offered is at least 8% but less than 12% (list names of products in comment box below) Yes – return offered is at least 4% but less than 8% Yes – return offered is less than 4% Not applicable – do not sell/distribute/trade investment products that offer a fixed return |
| ist of pro | ducts that offer a return of 12% or more |

| List of products that offer a return of at | least 8% but less than 12% | | |
|---|--|--|----------------------------|
| | | | |
| | | | |
| QUESTION E16 - SALES COM | MISSIONS (1) | | |
| What is the range of sales commission | s that you receive on investment produc | cts sold/distributed/traded? Check all th | at apply. * |
| a) None – do not receive a sale | es commission | | |
| b) Less than 3% | | | |
| c) 3% but less than 6% | | | |
| d) 6% but less than 11% | | | |
| e) 11% or more – list names of | issuers in comment box below | | |
| f) Receive other forms of comp | ensation for investment products sold/d | listributed/traded – describe below | |
| g) Not applicable – do not sell/ | distribute/trade investment products | | |
| List of issuers that paid sales commiss | ons of 11% or more | | |
| para saras sarininos | | | |
| Other forms of compensation received approximate dollar value | for sale of investment products (e.g. su | ccess fee, flat fee per subscription, sha | ares/options/warrants) and |
| | | <u>U'</u> | |
| QUESTION E17 – TRAILING C What is the range of trailing commissio a) None – do not receive a trai b) Less than 2% | ns that you receive on the investment p | roducts sold/distributed/traded? Check | all that apply. * |
| c) 2% but less than 5% | | | |
| d) 5% or more | distribute/trade investment products | | |
| e) Not applicable – do not sell/ | nstribute/trade investment products | | |
| Additional comments, if necessary | | | |
| | | | |
| QUESTION E18 – PROCESS F | OR COLLECTING AND DOCUM | MENTING KNOW YOUR CLIEN | T (KYC) INFORMATION |
| How do you collect and document KYC | information? Check all that apply. * | | |
| a) Collect KYC information in fa | ace-to-face meetings with clients and do | ocument KYC information in writing | |
| b) Collect KYC information via | other means (e.g. e-mail, telephone, vio | deo call) and document KYC informatio | n in writing |
| c) Collect KYC information on dealing with a dealing represer | online platform (e.g. website, portal) for stative | clients to enter and/or upload KYC info | ormation without directly |
| | other than a dealing representative, ou | tside of your firm (e.g. financial planner | -) |
| e) KYC collected by someone, | other than a dealing representative, wit | hin your firm (e.g. administrative staff) | |
| f) KYC information is collected | but is not documented in writing | | |
| g) No formal process for collect | ting and documenting KYC information | | |

| | h) Not applicable – no clients since firm obtained registration |
|---------|--|
| Additio | onal comments, if necessary |
| | , , , , , , , , , , , , , , , , , , , |
| | |
| JI IEG | STION E19 – QUALIFICATION FOR PROSPECTUS EXEMPTION |
| | |
| low do | o you determine whether an investor client qualifies for a prospectus exemption under NI 45-106? Check all that apply. * |
| | a) Self-certification – clients confirm their qualification for a prospectus exemption by checking a box or initialling in a subscription agreement or other document, which also identifies applicable category of the selected exemption |
| | b) Your firm makes its own written assessment of your client's qualification for a prospectus exemption |
| | c) There is no process in place to ascertain your client's qualification for a prospectus exemption |
| | d) Not applicable – do not sell/distribute/trade investment products |
| | e) Not applicable – sell/distribute/trade securities in reliance on exemptions other than the NI 45-106 prospectus exemptions |
| . , | |
| | ther information on key capital raising prospectus exemptions in Ontario see the OSC website at: https://www.osc.ca/en/securities-struments-rules-policies/4/45-106 |
| dditio | onal comments, if necessary |
| | |
| | STION E20 – KNOW YOUR PRODUCT (KYP) (i) are the components of your KYP process? Check all that apply. * |
| | a) Not applicable – do not have an investment review process |
| | b) Do not have an investment review process because we distribute related issuers |
| | c) Rely on due diligence conducted by, or analyst report or assessment prepared by, another registered firm |
| | d) Rely on due diligence conducted by, or analyst report or assessment prepared by, the issuer or unregistered third party |
| | e) Use a list of criteria to accept or reject an investment |
| | f) Analyze investment products recommended to investor clients (e.g. financial information, risk factors, investment objectives, investment structure and features) |
| | g) Have professional staff (e.g. CFA, CPA, CA, etc.) with appropriate skills and experience to properly analyze investments for investor clients |
| | h) Meet with management of the issuer to review corporate structure, corporate strategy, management reputation, experience and business plans |
| | i) Conduct an on-site visit with management of the issuer |
| | j) Review and assess any applicable laws or regulations that may apply to the issuer |
| | k) Review and assess the completeness and adequacy of the documents provided to investors and marketing materials relating to the investment |
| | I) Assess the existence of any conflicts of interest arising from factors such as the compensation structure and consider how to deal with these issues |
| | m) Compliance staff review and approve the investment |
| | n) Perform background check of issuers and their principals (e.g. internet search, cease trade order check, disciplined person check, etc.) |
| | o) Perform a criminal record check of issuers principals |
| | p) Analyze issuer's past and expected use of investor proceeds |
| | q) Assess quality of issuer's underlying operations and risks of the issuer |
| | r) Analyze issuer's financial statements to understand the issuer's current and expected financial condition, profitability, liquidity, operating cash flow and debt covenants |

| s) Understand the fees and costs paid to your firm, issuer and other parties (e.g. commissions, sales charges, trailer fees, | | | | |
|--|--|--|--|--|
| management fees, incentive fees, referral fees, embedded fees, executive compensation) | | | | |
| statements) and progress of the products | t) In addition to conducting the initial product due diligence, continue to monitor the financial condition (i.e. ongoing review of financial statements) and progress of the products | | | |
| u) Have a training program for employees who recommend investments to investor clients | | | | |
| Additional comments, if necessary | | | | |
| | | | | |
| | | | | |
| QUESTION E21 – TYPES OF DOCUMENTS PROVIDED TO INVESTOR CLIENTS | | | | |
| What type of disclosure do you provide to your investor clients about the investment products you sell/distribute/trade and/or the sprovide? Check all that apply. * 1 | ervices you | | | |
| a) Offering memoranda | | | | |
| b) Term sheets | | | | |
| C) Subscription agreements | | | | |
| d) Client agreements | | | | |
| e) Relationship disclosure information/documents i | | | | |
| f) Completed copy of a Risk Acknowledgement Form (i.e. Form 45-106F4, Form 45-106F9 or Form 45-106F12) | | | | |
| g) Other written material | | | | |
| h) None of the above but verbal disclosure | | | | |
| Additional comments, if necessary | | | | |
| | | | | |
| | | | | |
| QUESTION E22 – AGE OF INVESTOR CLIENTS | | | | |
| | | | | |
| For the two years ending December 31, 2023, provide the percentage of individual investor clients that were 60 years or older to we sold/distributed/traded investment products, or to whom you provided services. * | /hom you | | | |
| % | | | | |
| Additional comments, if necessary | | | | |
| · • | | | | |
| | | | | |
| | | | | |
| | | | | |
| FINAL FEEDBACK | | | | |
| | | | | |
| | 0 / 3,000 | | | |
| | | | | |

REFERENCE