

Olympia Trust Company (“**Olympia**”) is pleased to offer the ability to hold exempt market securities within self-directed accounts.

Account Eligibility

- The eligibility of shares or other securities of private entities as “qualified investments” in registered plans and TFSAs is subject to various requirements of the Canadian Income Tax Act (the “**Act**”).
- Because of the complexity of the Act, such determinations are most often made by qualified tax professionals. Olympia is not able to make such determinations and does not provide any opinions on this matter.

Required Documents for Initial Review

The review process can take up to two weeks from the receipt of all required documents. All documents must be final versions; drafts are **not** accepted. **Additional documents may also be requested during the review.**

Document	Requirements
Tax Opinion Letter	<ul style="list-style-type: none"> • Not required if the security will only be held by non-registered accounts. • Must be addressed to and written for Olympia Trust Company. • Must be completed and submitted by an independent Chartered Professional Accountant (CPA) or tax lawyer. • Must state the eligibility of the securities as qualified investments for registered plans and TFSAs and reference the applicable subsection of Section 4900 of the <i>Income Tax Regulations</i> (Canada).
Officer’s Certificate or Trustee’s Certificate	<ul style="list-style-type: none"> • Required if referenced in the tax opinion letter.
Offering Memorandum	<ul style="list-style-type: none"> • Required if the securities are being distributed using the offering memorandum exemption. • Must be in a format approved by the appropriate securities commission(s).
Subscription Agreement and all other applicable subscription-related documents	<ul style="list-style-type: none"> • For example, risk acknowledgement, eligible investor form, etc.
Form - Valuation & Issuer Information (Olympia form)	
Term sheet and management-prepared financial statements	<ul style="list-style-type: none"> • Not required if the securities are being distributed using the offering memorandum exemption. • Financial statements must be Notice-to-Reader at minimum.
Current Corporate Profile Report	<ul style="list-style-type: none"> • Not required if the securities are being distributed using the offering memorandum exemption and are sold by an EMD. • Must be dated within 30 days of the review. • Must include director information.
Marketing materials or business plans used by the issuer to promote the investment	
Proof of ownership of the securities	<ul style="list-style-type: none"> • Must be in the form of either a physical certificate or a Direct Registration System (DRS) statement (if issued by a transfer agent). • If issuing physical certificates, a specimen certificate is required. • Certificates cannot include any verbiage regarding liens.

Upon the completion of the review, if approved, the security will be available for investors to purchase through the Olympia Portal.

A valuation of the securities must be provided annually, or at any time the price of the securities changes. Olympia reserves the right to request updated issuer and security information. Olympia, at its sole discretion, reserves the right to refuse any exempt market security or issuer.

For a list and detailed information on the documents required prior to funding, please refer to *Exempt Market Securities - Required Documents for Funding*.

- For USD subscriptions paid in USD currency, the VOID cheque must be for a USD account held at a Canadian financial institution.

Review Fees

Please note that a fee will be charged prior to reviewing the file. The review will not begin until the fee has been paid **and** all required documents have been submitted.

The review fee is **\$500 + applicable taxes** if issuer distribution is using the *NI 45-106 (sec 2.9)* offering memorandum exemption, or **\$1,000 + applicable taxes** if the issuer distribution is done using any other security exemption.

For Small Business Investment Limited Partnerships (SBILP):

- Due to the complexity in the types of investments that can be held within SBILPs, if Olympia moves forward with the review, it will be subject to an hourly rate determined at the time of approval.

Olympia reserves the right to complete annual reviews of all funds. If additional review is required, files may be subject to an additional review fee.

Funding

Each calendar month the Issuer may complete one offering of Securities held, entirely or in part, by Olympia without any additional fees. Additional offerings of Securities made by the Issuer in the same calendar month may be subject to additional fees payable by the Issuer to Olympia in its sole discretion.