**Full Legal Name of the Fund**: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

|  |  |
| --- | --- |
| **1. Investment Fund Manager Information** | |
| **(a) Full Legal Name** |  |
| **(b) Most recent previous legal name**[[1]](#footnote-2) |  |
| **(c) NRD number, if applicable** |  |
| **(d) Head office contact information, if no NRD number** | Street Address:  Municipality:  Province/State:  Postal Code/Zip Code:  Country:  Telephone Number:  Website (if applicable): |
| **2. Investment Fund Information** | |
| **(a) Fund Type** | Select Only One:  🞎 Money Market 🞎 Equity 🞎 Fixed Income 🞎 Balanced 🞎 Alternative strategies  🞎 Cryptoasset 🞎 Other (describe):  Select all of the following that apply:   🞎 invests primarily in other investment funds  🞎 the Fund Is an Undertaking for the Collective Investment  of Transferable Securities funds (UCITs Fund) |
| **(b) Date of formation**[[2]](#footnote-3) |  |
| **2. Investment Fund Information** | |
| **(c) Financial year end** |  |
| **(d) Is the fund a reporting issuer in any Canadian jurisdiction?[[3]](#footnote-4)** | 🞎 Yes 🞎 No  If Yes, select all applicable jurisdictions:  🞎 All 🞎 AB 🞎BC 🞎MB 🞎NB 🞎NL 🞎NWT 🞎 NS 🞎NU 🞎ON 🞎PEI 🞎QC 🞎SK 🞎YT |
| **(e) CUSIP Number, if applicable** | 🞎 CUSIP Number:  🞎 Not applicable |
| **(f) Exchanges where publicly listed[[4]](#footnote-5)** | Select all that apply:  🞎 Not applicable 🞎 Toronto Stock Exchange 🞎 TSX Venture Exchange 🞎 Canadian Securities Exchange 🞎 Aequitas Neo Exchange 🞎 Australian Securities Exchange 🞎 Deutsche BoerseEuronext 🞎 London Stock Exchange 🞎 Nasdaq 🞎 New York Stock Exchange 🞎 Shanghai Stock Exchange 🞎 Shenzhen Stock Exchange 🞎 Stock Exchange of Hong Kong 🞎 Tokyo Stock Exchange 🞎 Other: |
| **3. Distribution Information** | |
| **(a) Currency** | 🞎 Canadian dollar (CAD)  🞎 U.S. dollar  🞎 Euro  🞎 Other: |
| **3. Distribution Information** | |
| **(b) Distribution period**[[5]](#footnote-6) | Start Date (year/month/day):  End Date (year/month/day): |
| **(c) Detailed Purchaser Information** | Complete Schedule 1 on accompanying Excel spreadsheet. For categories of accredited investor required in column R of Schedule 1, see Appendix A of this document. |
| **(d) Type of securities distributed** | CUSIP Number, if applicable:  Description of Security:  🞎 UNT - Units *(exclude units of bundled securities, include trust units and mutual fund units)*  🞎 LPU - Limited partnership units and limited partnership interests *(including capital commitments)*  🞎 Other securities *(provide details)*:  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  Number of Securities:  Single or Lowest Price (CAD):  Highest Price (CAD):  Total Amount (CAD): |
| **(e) Details of convertible/exchangeable securities** | Exercise Price (CAD) lowest:  Exercise Price (CAD) highest:  Expiry Date (year/month/day):  Conversion Ratio: |
| **(f) Distribution Summary by jurisdiction and exemption** | Complete Sheet 2 on accompanying Excel spreadsheet. |
| **(g) Net proceeds by jurisdiction** | Complete Sheet 2 on accompanying Excel spreadsheet. Subscription and redemption information is required to determine net proceeds for the distribution. |
| **3. Distribution Information** | |
| **(h) Net Asset Value (NAV) of the investment fund** | Date of most recent NAV calculation:  NAV Range:🞎 $0 to under $5M 🞎 $5M to under $25M🞎 $25M to under $100M 🞎 $100M to under $500M 🞎 $500M to under $1B 🞎 $1B or over |
| **4. Compensation Information[[6]](#footnote-7)** | |
| **(a) Registration** | Is the person compensated a registrant?  🞎 Yes 🞎 No |
| **(b) If the person compensated is an individual** | Family Name:  First Given Name:  Secondary Given Name: |
| **(c) If the person compensated is not an individual** | Full legal name of non-individual:  Firm NRD number (if applicable):  Was the distribution facilitated through a funding portal or internet-based portal?  🞎 No 🞎 Yes |
| **(d) Business contact information, if no NRD number** | Street Address:  Municipality:  Province/State:  Postal/ZIP Code:  Country:  Telephone Number:  Email Address: |
| **4. Compensation Information** | |
| **(e) Person’s relationship with the fund or investment fund manager** | Select all that apply:  🞎 Connected[[7]](#footnote-8) with the issuer or investment fund manager 🞎 Employee of 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 🞎 None of the above |
| **(f) Provide details of Compensation** | Cash commission paid:  Type of securities distributed as compensation:  Value of securities distributed as compensation:  Terms of warrants, options or other rights distributed:  Other compensation:  Deferred compensation: |
| **5. Certification** | |
| **(a) Details of authorized signer of the Manager who is signing the Report** | Full legal name - Family name:  First given name:  Secondary given names:  Title:  Telephone number:  Email address: |

Listed below are all of the subparagraphs of the accredited investor definition. To complete column R of Schedule 1, please choose the subparagraph under which the applicable investor qualifies. Note that while Schedule 1 generally only allows one subparagraph to be identified, if the applicable investor qualifies under (i) subparagraph (a) and/or subparagraph (p), or (ii) subparagraph (d) and/or subparagraph (q), then the option “a and/or p” or “d and/or q” should be chosen, as applicable. Note that if the purchaser is a permitted client that is not an individual, “NIPC” can be selected in column R of Schedule 1, instead of the paragraph number.

* 1. either:
     1. a Canadian financial institution, which means
        1. an association governed by the Cooperative Credit Associations Act (Canada) or a central cooperative credit society for which an order has been made under section 473(1) of that Act; or
        2. a bank, loan corporation, trust company, trust corporation, insurance company, treasury branch, credit union, caisse populaire, financial services cooperative, or league that, in each case, is authorized by an enactment of Canada or a jurisdiction of Canada to carry on business in Canada or a jurisdiction in Canada;
     2. or a Schedule III bank, meaning an authorized foreign bank named in Schedule III of the Bank Act (Canada);
  2. the Business Development Bank of Canada incorporated under the Business Development Bank of Canada Act (Canada);
  3. a subsidiary of any person referred to in paragraphs (a) or (b), if the person owns all of the voting securities of the subsidiary, except the voting securities required by law to be owned by directors of that subsidiary;
  4. a person registered under the securities legislation of a jurisdiction of Canada as an adviser or dealer;
  5. an individual registered under the securities legislation of a jurisdiction of Canada as a representative of a person referred to in paragraph (d);

(e.1) an individual formerly registered under the securities legislation of a jurisdiction of Canada, other than an individual formerly registered solely as a representative of a limited market dealer under one or both of the Securities Act (Ontario) or the Securities Act (Newfoundland and Labrador);

* 1. the Government of Canada or a jurisdiction of Canada, or any crown corporation, agency or wholly owned entity of the Government of Canada or a jurisdiction of Canada;
  2. a municipality, public board or commission in Canada and a metropolitan community, school board, the Comité de gestion de la taxe scolaire de l’île de Montréal or an intermunicipal management board in Québec;
  3. any national, federal, state, provincial, territorial or municipal government of or in any foreign jurisdiction, or any agency of that government;
  4. a pension fund that is regulated by the Office of the Superintendent of Financial Institutions (Canada), a pension commission or similar regulatory authority of a jurisdiction of Canada;
  5. an individual who, either alone or with a spouse, beneficially owns financial assets having an aggregate realizable value that, before taxes but net of any related liabilities, exceeds Cdn. $1,000,000;

(j.1) an individual who beneficially owns financial assets having an aggregate realizable value that, before taxes but net of any related liabilities, exceeds Cdn. $5,000,000;

* 1. an individual whose net income before taxes exceeded Cdn. 200,000 in each of the 2 most recent calendar years or whose net income before taxes combined with that of a spouse exceeded Cdn. 300,000 in each of the 2 most recent calendar years and who, in either case, reasonably expects to exceed that net income level in the current calendar year;
  2. an individual who, either alone or with a spouse, has net assets of at least Cdn. $5,000,000;
  3. a person, other than an individual or investment fund, that has net assets of at least Cdn. $5,000,000 as shown on its most recently prepared financial statements, but not a person that is created or used solely to purchase or hold securities as an accredited investor;
  4. an investment fund that distributes or has distributed its securities only to
     1. a person that is or was an accredited investor at the time of the distribution;
     2. a person that acquires or acquired securities in the circumstances referred to in sections 2.10 [Minimum amount investment], or 2.19 [Additional investment in investment funds]; or
     3. a person described in paragraph (i) or (ii) that acquires or acquired securities under section 2.18 [Investment fund reinvestment];
  5. an investment fund that distributes or has distributed securities under a prospectus in a jurisdiction of Canada for which the regulator or, in Québec, the securities regulatory authority, has issued a receipt;
  6. a trust company or trust corporation registered or authorized to carry on business under the Trust and Loan Companies Act (Canada) or under comparable legislation in a jurisdiction of Canada or a foreign jurisdiction, acting on behalf of a fully managed account managed by the trust company or trust corporation, as the case may be;
  7. a person acting on behalf of a fully managed account managed by that person, if that person is registered or authorized to carry on business as an adviser or the equivalent under the securities legislation of a jurisdiction of Canada or a foreign jurisdiction;
  8. a registered charity under the Income Tax Act (Canada) that, in regard to the trade, has obtained advice from an eligibility adviser or an adviser registered under the securities legislation of the jurisdiction of the registered charity to give advice on the securities being traded;
  9. an entity organized in a foreign jurisdiction that is analogous to any of the entities referred to in paragraphs (a) to (d) or paragraph (i) in form and function;
  10. a person in respect of which all of the owners of interests, direct, indirect or beneficial, except the voting securities required by law to be owned by directors, are persons that are accredited investors;
  11. an investment fund that is advised by a person registered as an adviser or a person that is exempt from registration as an adviser;
  12. a person that is recognized or designated by the securities regulatory authority or, except in Ontario and Québec, the regulator as an accredited investor; or
  13. a trust established by an accredited investor for the benefit of the accredited investor’s family members of which a majority of the trustees are accredited investors and all of the beneficiaries are the accredited investor’s spouse, a former spouse of the accredited investor or a parent, grandparent, brother, sister, child or grandchild of that accredited investor, of that accredited investor’s spouse or of that accredited investor’s former spouse.

1. If issuer’s name changed in preceding 12 months. [↑](#footnote-ref-2)
2. If the fund resulted from an amalgamation, arrangement, merger or reorganization, the date of formation is the date of the most recent amalgamation, arrangement, merger or reorganization. [↑](#footnote-ref-3)
3. Generally, a “reporting issuer” is an issuer, the securities of which are qualified by prospectus for distribution to the public, or is otherwise subject to public disclosure requirements under the securities laws in one or more Canadian jurisdictions. [↑](#footnote-ref-4)
4. Excludes automated trading systems. [↑](#footnote-ref-5)
5. For reports covering a single transaction or distribution date, use the same start and end date. [↑](#footnote-ref-6)
6. Compensation is paid by the Fund to a person (i.e. a dealer, underwriter, placement agent or similar person) in connection with the distribution, and does not include management fees payable to the fund manager. [↑](#footnote-ref-7)
7. A person is connected with an issuer or an investment fund manager if either (a) one of them is controlled by the other, or (b) each of them is controlled by the same person. In this context, a person (first person) is considered to “control” another person (second person) if:

   (a) the first person beneficially owns or directly or indirectly exercises control or direction over securities of the second person carrying votes which, if exercised, would entitle the first person to elect a majority of the directors of the second person, unless that first person holds the voting securities only to secure an obligation,

   (b) the second person is a partnership, other than a limited partnership, and the first person holds more than 50% of the interests of the partnership, or

   (c) the second person is a limited partnership and the general partner of the limited partnership is the first person. [↑](#footnote-ref-8)