

**SCHEDULE “I”**  
**ELIGIBLE INVESTOR STATUS**  
**ALL MONETARY REFERENCES ARE IN CANADIAN DOLLARS**

The Subscriber represents, warrants and certifies that it, he or she, or its disclosed or undisclosed purchaser is, and will at the time of acceptance of the subscription be **[initial in the box to the right of the applicable item]**:

**PLEASE CHECK THE BOX OF THE APPLICABLE CATEGORY:**

	<b>Initials</b>
(a) an individual whose <b>[check applicable box below]</b> : <input type="checkbox"/> net assets, alone or with a spouse, exceeds \$400,000; <input type="checkbox"/> net income before taxes exceeded \$75,000 in each of the 2 most recent calendar years and who reasonably expects to exceed that income level in the current calendar year; or <input type="checkbox"/> net income before taxes, alone or with a spouse, in the case of an individual, exceeded \$125,000 in each of the 2 most recent calendar years and who reasonably expects to exceed that income level in the current calendar year;	
(b) a person of which a majority of the voting securities are beneficially owned by eligible investors or a majority of the directors are eligible investors;	
(c) a general partnership of which all of the partners are eligible investors;	
(d) a limited partnership of which the majority of the general partners are eligible investors;	
(e) a trust or estate in which all of the beneficiaries or a majority of the trustees or executors are eligible investors;	
(f) an accredited investor;	
(g) a person described in section 2.5 of National Instrument 45-106 [ <i>Family, friends and business associates</i> ]; or	
(h) in Manitoba, Northwest Territories, Nunavut, Prince Edward Island and Yukon, a person that has obtained advice regarding the suitability of the investment and, if the person is resident in a jurisdiction of Canada, that advice has been obtained from an eligibility adviser.	

As used in this Certificate, the following terms have the following meanings:

“**eligibility adviser**” means (a) a person that is registered as an investment dealer or in an equivalent category of registration under the securities legislation of the jurisdiction of a purchaser and authorized to give advice with respect to the type of security being distributed, and (b) in Manitoba, also means a lawyer who is a practicing member in good standing with a law society of a jurisdiction of Canada or a public accountant who is a member in good standing of an institute or association of chartered accountants, certified general accountants or certified management accountants in a jurisdiction of Canada provided that the lawyer or public accountant must not (i) have a professional, business or personal relationship with the issuer, or any of its directors, executive officers, founders or control persons, and (ii) have acted for or been retained personally or otherwise as an employee, executive officer, director, associate or partner of a person that has acted for or been retained by the issuer or any of its directors, executive officers, founders or control persons within the previous 12 months.

“**individual**” means a natural person. The definition specifically excludes partnerships, unincorporated associations, unincorporated syndicates, unincorporated organizations and trusts. It also specifically excludes a natural person acting in the capacity of trustee, executor, administrator or personal or other legal representative.

“**net assets**” means all of the Subscriber’s total assets minus all of the Subscriber’s total liabilities. Accordingly, for the purposes of the net assets test, the calculation of total assets would include the value of a Subscriber’s personal residence and the calculation of total liabilities would include the amount of any liability (such as a mortgage) in respect of the Subscriber’s personal residence.

“**person**” includes (a) an individual, (b) a corporation, (c) a partnership, trust, fund and an association, syndicate, organization or other organized group of persons, whether incorporated or not, and (d) an individual or other person in that person’s capacity as a trustee, executor, administrator or personal or other legal representative.

“**spouse**” means, an individual who (a) is married to another individual and is not living separate or apart, within the meaning of the *Divorce Act* (Canada), from the other individual, (b) is living with another individual in a marriage-like relationship, including marriage-like relationship between individuals of the same gender, or (c) in Alberta, is an individual referred to in (a) or (b) above, or is an adult interdependent partner within the meaning of the *Adult Interdependent Relationship Act* (Alberta).

Dated: \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Print name of Subscriber

By: \_\_\_\_\_  
Signature

\_\_\_\_\_  
Print name of Signatory (if different from Subscriber)

\_\_\_\_\_  
Title