

**Start-up Crowdfunding Registration and Prospectus Exemptions**  
Form 5 - Start-up Crowdfunding – Report of Exempt Distribution

**GENERAL INSTRUCTIONS:**

(1) **Filing Instructions**

*An issuer relying on the start-up crowdfunding prospectus exemption is required to file a report of exempt distribution no later than the 30th day after the closing of the distribution as follows:*

- **In all participating jurisdictions (except British Columbia) – file this form through the System for Electronic Document Analysis and Retrieval (SEDAR) in accordance with National Instrument 13-101 System for Electronic Document Analysis and Retrieval (SEDAR). Schedule 1 to Form 5 must be filed in the format of an Excel spreadsheet in a form acceptable to the securities regulatory authority or regulator.**
- **In British Columbia – use Form 45-106F1 Report of Exempt of Distribution and file through BCSC eServices at <http://www.bcsc.bc.ca>.**

*The report of exempt distribution must be filed where the issuer has made a start-up crowdfunding distribution, as well as in the participating jurisdiction where the issuer's head office is located.*

(2) References to a purchaser in this report are to the beneficial owner of the securities.

(3) This form must be completed and certified by an authorized individual on behalf of the issuer.

(4) For issuer information and for information relating to the filing of this form, please refer to the Start-up Crowdfunding Guide for Businesses available on the website of the securities regulatory authority or regulator of the participating jurisdictions.

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Deleted: jurisdiction at the address(es) provided on the last page of this form no later than the 30th day after the closing of the distribution. Issuers must also file the offering document no later than the 30th day after the closing of the distribution.

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**ISSUER INFORMATION**

1. Full legal name: \_\_\_\_\_  
 Former legal name (if the name has changed since last report): \_\_\_\_\_  
 Head office address: \_\_\_\_\_  
 Telephone: \_\_\_\_\_ Fax: \_\_\_\_\_  
 Website URL: \_\_\_\_\_

2. Full legal name of contact person: \_\_\_\_\_  
 Business address: \_\_\_\_\_  
 Telephone: \_\_\_\_\_ Fax: \_\_\_\_\_  
 E-mail: \_\_\_\_\_  
 Position with issuer: \_\_\_\_\_

3. Indicate the industry of the issuer by checking the appropriate box:
- |  |                                     |                                      |
|--|-------------------------------------|--------------------------------------|
| <input type="checkbox"/> Bio-tech                | <input type="checkbox"/> Hi-tech    | <input type="checkbox"/> Oil and gas |
| <input type="checkbox"/> Financial Services      | <input type="checkbox"/> Industrial | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Forestry                | <input type="checkbox"/> Mining     | <input type="checkbox"/> Utilities   |
| <input type="checkbox"/> Other (describe): _____ |                                     |                                      |

**START-UP CROWDFUNDING DISTRIBUTION**

4. Date the offering document was first made available to purchasers through the funding portal: \_\_\_\_\_  
 Date of the closing of the distribution: \_\_\_\_\_

5. Type of eligible securities offered: \_\_\_\_\_

6. If the eligible securities offered are convertible, describe the type of underlying security, the terms of conversion and any expiry date:  
 \_\_\_\_\_  
 \_\_\_\_\_

7. Total number of eligible securities distributed: \_\_\_\_\_ Price per eligible security (\$): \_\_\_\_\_

8. Aggregate funds raised through this start-up distribution (Canadian \$): \_\_\_\_\_

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8.1 Have funds been raised through concurrent distributions using other prospectus exemptions that are unconditionally available to the issuer to satisfy the minimum amount disclosed in the start-up offering document? Yes  No

If yes indicate amount raised (Canadian\$): \_\_\_\_\_

9. Total commission, fee and any other amount paid to the funding portal for this distribution (\$): \_\_\_\_\_



## **NOTICE - COLLECTION AND USE OF PERSONAL INFORMATION**

The personal information required under this report is collected on behalf of and used by the securities regulatory authorities or, where applicable, the regulators of the participating jurisdictions 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, where applicable, the regulator in each of the participating jurisdictions where the report is filed, at the address(es) listed at the end of this report.

## **SCHEDULE 1 to FORM 5 - START-UP CROWDFUNDING – PURCHASER INFORMATION**

Schedule 1 to Form 5 must be filed in the format of an Excel spreadsheet in a form acceptable to the securities regulatory authority or regulator.

Provide the information for each purchaser who purchased eligible securities through the start-up crowdfunding distribution. Do not include any purchaser information where any other prospectus exemption was relied on.

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This information will not be placed on the public file of the securities regulatory authority or regulator of the participating jurisdictions. However, freedom of information legislation may require a securities regulatory authority or regulator of a participating jurisdiction to make this information available if requested.

### **a) General information**

1. Full Name of the Issuer
2. Date of certificate of report

Provide the following information for each purchaser that participated in the start-up distribution. For each purchaser, create separate entries.

### **b) Individual (Y or N)**

### **c) Legal name of purchaser**

1. Last Name (or Legal Entity Name)
2. First name
3. Middle name

### **d) Contact information of purchaser**

1. Address Line 1 (Residential street address)
2. Address Line 2 (if needed)
3. Municipality
4. Province
5. Postal Code
6. Telephone Number
7. E-mail address

### **e) Details of eligible securities purchased**

1. Number of Eligible Securities Purchased
2. Total Purchase Price (Canadian \$)

**Questions:**

Refer any questions to the following participating jurisdictions:

Saskatchewan      Financial and Consumer Affairs  
Authority of Saskatchewan  
Securities Division  
Suite 601 – 1919  
Saskatchewan Drive  
Regina, Saskatchewan S4P  
4H2  
Telephone: 306-787-5645  
Fax: 306-787-5842  
E-mail: exemptions@gov.sk.ca  
www.fcaa.gov.sk.ca

Manitoba      The Manitoba Securities  
Commission  
500 – 400 St Mary Avenue  
Winnipeg, Manitoba R3C  
4K5  
Telephone: 204-945-2548  
Toll free in Manitoba: 1-  
800-655-2548  
Fax: 204-945-0330  
E-mail:  
exemptions.msc@gov.mb.  
ca  
www.mbsecurities.ca

Québec      Autorité des marchés  
financiers  
Direction du financement  
des sociétés  
800, rue du Square-  
Victoria, 22nd floor  
P.O. Box 246, Tour de la  
Bourse  
Montréal, Québec H4Z 1G3  
Telephone: 514-395-0337  
Toll free in Québec: 1-  
877-525-0337  
Fax: 514 873-3090  
E-mail: financement-  
participatif@lautorite.qc.ca  
www.lautorite.qc.ca

New Brunswick      Financial and Consumer  
Services Commission  
85 Charlotte Street, Suite  
300  
Saint John, New Brunswick

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Nova Scotia

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Toll free: 1-866-933-2222  
Fax: 506-658-3059  
E-mail: [emf-md@fcnb.ca](mailto:emf-md@fcnb.ca)  
[www.fcnb.ca](http://www.fcnb.ca)

Nova Scotia Securities  
Commission  
Suite 400, 5251 Duke  
Street  
Halifax, Nova Scotia B3J  
1P3  
Telephone: 902-424-7768  
Toll free in Nova Scotia: 1-  
855-424-2499  
Fax: 902-424-4625  
E-mail:  
[nssc.crowdfunding@novascotia.ca](mailto:nssc.crowdfunding@novascotia.ca)  
[nssc.novascotia.ca](http://nssc.novascotia.ca)