

**Form 45-110F3**  
***Funding Portal Information***

**GENERAL INSTRUCTION:**

*If the funding portal is relying on the start-up crowdfunding registration exemption (section 3 of the Instrument), the funding portal must complete and deliver this form with any attachments and all corresponding Forms 45-110F4 Portal Individual Information to the securities regulatory authority or regulator if the funding portal facilitates or intends to facilitate a crowdfunding distribution.*

**FUNDING PORTAL INFORMATION**

1. Provide the following information regarding the funding portal:

- (a) full legal name of the funding portal as it appears on the funding portal's organizing documents;
- (b) name that the funding portal will be operating under;
- (c) website URL;
- (d) telephone;
- (e) email address;
- (f) head office address;
- (g) jurisdiction where the head office is located (check).

- |   |   |   |
|---|---|---|
| <input type="checkbox"/> Alberta          | <input type="checkbox"/> Newfoundland and<br>Labrador | <input type="checkbox"/> Ontario              |
| <input type="checkbox"/> British Columbia | <input type="checkbox"/> Northwest Territories        | <input type="checkbox"/> Prince Edward Island |
| <input type="checkbox"/> Manitoba         | <input type="checkbox"/> Nova Scotia                  | <input type="checkbox"/> Québec               |
| <input type="checkbox"/> New Brunswick    | <input type="checkbox"/> Nunavut                      | <input type="checkbox"/> Saskatchewan         |
|   |   | <input type="checkbox"/> Yukon                |

2. Provide the following information regarding the contact person for the funding portal:

- (a) full legal name (first name, middle name and last name);
- (b) business address;

- (c) business Telephone;
- (d) email address.

3. Provide the following information regarding each founder, director, officer and control person of the funding portal. If necessary, use an attachment signed and dated by the authorized individual certifying this form.

- (a) full legal name (first name, middle name and last name);
- (b) position(s) held.

4. Indicate each jurisdiction where the funding portal is delivering this form. The funding portal must deliver this form in the local jurisdiction if it facilitates or intends to facilitate a crowdfunding distribution in that jurisdiction.

- |   |  |   |
|---|--|---|
| <input type="checkbox"/> Alberta          | <input type="checkbox"/> Newfoundland and Labrador | <input type="checkbox"/> Ontario              |
| <input type="checkbox"/> British Columbia | <input type="checkbox"/> Northwest Territories     | <input type="checkbox"/> Prince Edward Island |
| <input type="checkbox"/> Manitoba         | <input type="checkbox"/> Nova Scotia               | <input type="checkbox"/> Québec               |
| <input type="checkbox"/> New Brunswick    | <input type="checkbox"/> Nunavut                   | <input type="checkbox"/> Saskatchewan         |
|   |  | <input type="checkbox"/> Yukon                |

5. Provide the date the funding portal expects to begin to facilitate crowdfunding distributions in the jurisdictions indicated under item 4.

6. If the funding portal is relying on National Instrument 45-110 *Start-up Crowdfunding Registration and Prospectus Exemptions* in any jurisdiction, provide the name(s) of the jurisdiction(s) and the date this Funding Portal Information form was delivered to the securities regulatory authority or regulator.

## LEGAL STRUCTURE AND CONSTATING DOCUMENTS

7. Indicate the legal structure of the funding portal.

- Sole proprietorship
- Partnership
- Limited partnership (provide the name of the general partner)
- Corporation

Other (specify)

8. Attach the funding portal's organizing documents: for example, the funding portal's articles and certificate of incorporation, any articles of amendments, partnership agreement or declaration of trust. If the funding portal is a sole proprietorship, provide a copy of the registration of the trade name. The attachment must be signed and dated by the authorized individual certifying this form.
9. Attach a chart showing the funding portal's structure and ownership. Include disclosure for all parents, affiliates and subsidiaries. Include the name of each person or company, and the class, type, amount and voting percentage of ownership of the funding portal's securities. The attachment must be signed and dated by the authorized individual certifying this form.

## **BUSINESS ACTIVITIES**

10. Provide a description of following:
  - (a) the proposed business activities of the funding portal;
  - (b) the marketing strategy of the funding portal;
  - (c) the target issuers, including their sectors;
  - (d) the key risks you identify in operating your funding portal.

## **CRIMINAL DISCLOSURE**

11. Has the funding portal ever been found guilty, pleaded no contest to, or been granted an absolute or conditional discharge from
  - (a) a summary conviction or indictable offence under the *Criminal Code*,
  - (b) a quasi-criminal offence in any jurisdiction of Canada or a foreign jurisdiction,
  - (c) a misdemeanor or felony under the criminal legislation of the United States of America, or any state or territory therein, or
  - (d) an offence under the criminal legislation of any other foreign jurisdiction?

Yes  No

If yes, provide all relevant details in an attachment signed and dated by the authorized individual certifying this form that includes the circumstances, relevant dates, names of the parties involved and the final disposition, if a final disposition has been made.

*Instruction: A quasi-criminal offence includes an offence under the Income Tax Act (Canada), the Immigration and Refugee Protection Act (Canada) or the tax, immigration, drugs, firearms, money laundering or securities legislation of any province or territory of Canada or foreign jurisdiction.*

12. Are there any outstanding or stayed charges against the funding portal alleging a criminal offence that was committed?

Yes  No

If yes, provide all relevant details in an attachment signed and dated by the authorized individual certifying this form that includes the circumstances, relevant dates, names of the parties involved and final disposition, if a final disposition has been made.

## **CIVIL DISCLOSURE**

13. Has the funding portal been the subject of an order (cease trade or otherwise), judgment, decree, sanction, or administrative penalty imposed by, or entered into a settlement agreement with, a government agency, administrative agency, self-regulatory organization, civil court, or administrative court of Canada or a foreign jurisdiction in the last 10 years related to a claim based in whole or in part on fraud, theft, deceit, misrepresentation, conspiracy, breach of trust, breach of fiduciary duty, insider trading, unregistered trading, illegal distributions, failure to disclose material facts or changes, or allegations of similar conduct in Canada or a foreign jurisdiction related to its involvement in any type of securities, derivatives, insurance or banking activity.

Yes  No

If yes, provide all relevant details in an attachment signed and dated by the authorized individual certifying this form that includes the circumstances, relevant dates, names of the parties involved and final disposition, if a final disposition has been made.

14. Are there currently any outstanding civil actions alleging fraud, theft, deceit, misrepresentation or similar misconduct against the funding portal?

Yes            No     

If yes, provide all relevant details in an attachment signed and dated by the authorized individual certifying this form that includes the circumstances, relevant dates, names of the parties involved and final disposition, if a final disposition has been made.

## **PROCESS AND PROCEDURE FOR HANDLING OF FUNDS**

15. Provide all relevant details in an attachment that is signed and dated by the authorized individual certifying this form of the relevant documents on the process and procedure for handling all funds in relation to the crowdfunding distribution in a designated trust account at a Canadian financial institution, including the following:

- (a) the name of the Canadian financial institution the funding portal will use with the designated trust account number;
- (b) the names of the signatories on this account and their role with the funding portal;
- (c) details of how the funds held in this account will be separate and apart from the funding portal's own property;
- (d) a copy of the trust agreement, or details surrounding the establishment of this account. If the funding portal does not have a trust agreement or an account, please explain;
- (e) details regarding how funds will flow
  - (i) from purchasers to the funding portal's account,
  - (ii) from the funding portal's account to the issuer in the event that the crowdfunding distribution closes, and
  - (iii) from the funding portal's account back to the purchasers in the event that the crowdfunding distribution does not close or the purchaser has exercised their right of withdrawal.

## **COLLECTION AND USE OF INFORMATION**

The information required under this form is collected, used and disclosed by the securities regulatory authority or, where applicable, the regulator of the jurisdiction under the authority granted under securities legislation for the purposes of the administration and enforcement of the securities legislation.

By submitting this form, the funding portal

- acknowledges that the securities regulatory authority or regulator may collect personal information about the individuals referred to in this form or information about the funding portal,
- confirms that the individuals referred to in this form have been notified that their personal information is disclosed on this form, the legal reason for doing so, how it will be used and who to contact for more information, and
- consents to the posting on the website of the securities regulatory authority or regulator of:
  - (i) the name that the funding portal will be operating under;
  - (ii) the website address for the funding portal; and
  - (iii) the funding portal's reliance on a dealer registration exemption.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or regulator in any jurisdiction in which this form is submitted. Contact information is listed at the end of this form.

## **CERTIFICATION**

By signing this form, the funding portal

- undertakes to comply with all of the applicable conditions set out in National Instrument 45-110 *Start-up Crowdfunding Registration and Prospectus Exemptions*,
- certifies that its platform is complete, ready for viewing in a test environment and designed to comply with National Instrument 45-110 *Start-up Crowdfunding Registration and Prospectus Exemptions*,
- certifies that it has, or reasonably expects to have, sufficient financial resources to continue its operations for at least the next 6 months, and
- acknowledges that the securities regulatory authority or regulator of a jurisdiction in which this form is submitted may access the books and records relating to the carrying on of its activities and may conduct a compliance review.

On behalf of the funding portal, I certify that the statements made in this form, including any attachments, are true and complete.

Full legal name of  
funding portal:

\_\_\_\_\_

Signature of  
authorized individual:

\_\_\_\_\_

Date:

\_\_\_\_\_

Print name of  
authorized individual:

\_\_\_\_\_

Position held:

\_\_\_\_\_

Telephone number:

\_\_\_\_\_

Email:

\_\_\_\_\_

**IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS FORM**

**Contact information:**

<p><b>Alberta</b>  The Alberta Securities Commission  Suite 600, 250 – 5th Street SW  Calgary, Alberta T2P 0R4  Telephone: 403-297-6454  Email: registration@asc.ca  www.asc.ca</p>	<p><b>Nova Scotia</b>  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  Email: nssc.crowdfunding@novascotia.ca  nssc.novascotia.ca</p>
<p><b>British Columbia</b>  British Columbia Securities Commission  P.O. Box 10142, Pacific Centre  701 West Georgia Street  Vancouver, British Columbia V7Y 1L2  Telephone: 604-899-6854  Toll free in Canada: 1-800-373-6393  Email: portal@bcsc.bc.ca  www.bcsc.bc.ca</p>	<p><b>Ontario</b>  Ontario Securities Commission  20 Queen Street West, 22nd Floor  Toronto, Ontario M5H 3S8  Toll free: 1-877-785-1555  Email: inquiries@osc.gov.on.ca  www.osc.ca  OSC Electronic Filing Portal  <a href="https://eforms1.osc.gov.on.ca/e-filings/generic/form.do?token=ec7a3cb6-d86d-419d-9c11-f1febe403cb6">https://eforms1.osc.gov.on.ca/e-filings/generic/form.do?token=ec7a3cb6-d86d-419d-9c11-f1febe403cb6</a></p>
<p><b>Manitoba</b>  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  Email: exemptions.msc@gov.mb.ca  www.mbsecurities.ca</p>	<p><b>Québec</b>  Autorité des marchés financiers  Direction de l’encadrement des intermédiaires  800, rue du Square-Victoria, 22<sup>e</sup> étage  C.P. 246, Place Victoria  Montréal, Québec H4Z 1G3  Telephone: 514-395-0337  Toll free in Québec: 1-877-525-0337  Email: financement-participatif@lautorite.qc.ca  www.lautorite.qc.ca</p>
<p><b>New Brunswick</b>  Financial and Consumer Services  Commission  85 Charlotte Street, Suite 300  Saint John, New Brunswick E2L 2J2  Toll free: 1-866-933-2222  Email: emf-md@fcnbc.ca  www.fcnbc.ca</p>	<p><b>Saskatchewan</b>  Financial and Consumer Affairs Authority of  Saskatchewan  Securities Division  Suite 601 – 1919 Saskatchewan Drive  Regina, Saskatchewan S4P 4H2  Telephone: 306-787-5645  Email: registrationfcaa@gov.sk.ca  www.fcaa.gov.sk.ca</p>