

Schedule C

BC Instrument 45-5XX

Bonus or finder's fee

- 1. Interpretation** – Terms used in this Instrument that are defined or interpreted in the *Securities Act* (the Act) or the *Securities Rules* have the meaning set out in the Act or in the Rules.
- 2.** The dealer registration requirement in section 34(1)(a) of the Act does not apply in respect of a trade in a security made by a reporting issuer in a security of its own issue as consideration for
 - (a) a loan or loan guarantee, or
 - (b) services performed by a person, that is not an insider or an associate of an insider of the issuer, in connection with
 - (i) arranging a loan or loan guarantee,
 - (ii) the issuer acquiring or disposing of assets, other than proceeds of a distribution, or
 - (iii) the issuer making a distribution under an exemption from section 61 of the Act to persons not resident in British Columbia.
- 3.** The prospectus requirement in section 61 of the Act does not apply to a distribution of a security in the circumstances referred to in section 2.
- 4. Resale restrictions** – A trade in a security acquired under this Instrument is subject to section 2.5 of National Instrument 45-102 *Resale of Securities*.