# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9074084

ITEM 1 - REPORT TYPE	
✓ New report	
☐ Amended report If amended, provide f	filing date of report that is being amended (YYYY-MM-DD)
ITEM 2 - PARTY CERTIFYING THE REPORT	
Indicate the party certifying the report (select only one). For g Instrument 81-106 Investment Fund Continuous Disclosure a	guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National
Investment fund issuer	and the companion policy to WOT 100.
✓ Issuer (other than an investment fund)	
Underwriter	
_	
ITEM 3 - ISSUER NAME AND OTHER IDENTIFIE	
Provide the following information about the issuer, or if the is	
	ROAD PREMIUM FUND II
Previous full legal name	
If the issuer's name changed in the last 12 months, p	provide most recent previous legal name.
Website	(if applicable)
If the issuer has a legal entity identifier, provide below. Refer t	r to Part B of the Instructions for the definition of "legal entity identifier".
Legal entity identifier	
If two or more issuers distributed a single security, provide the	he full legal name(s) of the co-issuer(s) other than the issuer named above.
Full legal name(s) of co-issuer(s)	(if applicable)
ITEM 4 - UNDERWRITER INFORMATION	
If an underwriter is completing the report, provide the underw	rwriter's full legal name and firm NRD number.
Full legal name	
Firm NRD number	(if applicable)
If the underwriter does not have a firm NRD number, provide	le the head office contact information of the underwriter.
Street address	
Municipality	Province/State
Country	Postal code/Zip code
Telephone number	Website (if applicable)

ITEM 5 - ISSUER INFORMATION
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 5 2 3 9 9 0
If the issuer is in the <b>mining industry</b> , indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations.
Exploration Development Production
Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.
☐ Mortgages ☐ Real estate ☐ Commercial/business debt ☐ Consumer debt ☐ Private companies
☐ Cryptoassets
b) Number of employees
Number of employees: ✓ 0 - 49
c) SEDAR profile number
Does the issuer have a SEDAR profile?
✓ No ☐ Yes If yes, provide SEDAR profile number ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐
If the issuer does not have SEDAR profile complete item 5(d) - (h).
d) Head office address
Street address Suite 2030, 150 - 9 Avenue SW Province/State Alberta
Municipality Calgary Postal code/Zip code T2P 3H9
Country Canada Telephone number
e) Date of formation and financial year-end
Date of formation 2019 05 15 Financial year-end 12 31  YYYY MM DD MM DD
f) Reporting issuer status
Is the issuer a reporting issuer in any jurisdication of Canada?  V No Yes
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.
AII AB BC MB NB NL NT
NS NU ON PE QC SK YT
g) Public listing status
If the issuer has a CUSIP number, provide below (first 6 digits only)
CUSIP number
If the issuer is publicly listed, provide the name of the exchange on which the issuer's equity securities primarily trade. Provide only the name of an
exchange and not a trading facility such as, for example, an automated trading system.  Exchange name
h) Size of issuer's assets

Select the size of the issuer's assets based on its most recently available annual financial statements (Canadian \$). If the issuer has not prepared annual financial statements for its first financial year, provide the size of the issuer's assets at the distribution end date.

\$0 to under \$5M	☐ \$5M to under \$25M	☐ \$25M to under \$100M
\$100M to under \$500M	☐ \$500M to under \$1B	\$1B or over

ITEM 6 - INVESTMENT	FUND ISSUER INFORMATION
If the issuer is an inves	tment fund, provide the following information.
a) Investment fund ma	anager information
Full legal name	
Firm NRD number	(if applicable)
If the investment fund mand	ager does not have a firm NRD number, provide the head office contact information of the investment fund manager.
Street address	
Municipality	Province/State
Country	Postal code/Zip code
Telephone number	Website (if applicable)
b) Type of investment	fund
Type of investment fund tha	it most accurately identifies the issuer (select only one) .
Money market	☐ Equity ☐ Fixed income ☐ Balanced
Alternative strate	gies Cryptoasset Other (describe)
Indicate whether one or bot	h of the following apply to the investment fund .
Invests primarily in	n other investment fund issuers
☐ Is a UCITs Fund¹	
	tive Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union of ollective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.
c) Date of formation a	nd financial year-end of the investment fund
Date of forma	tion Financial year-end MM DD
d) Reporting issuer st	atus of the investment fund
Is the investment fund a rep	orting issuer in any jurisdication of Canada? No Yes
If yes, select the jurisdictions	s of Canada in which the investment fund is a reporting issuer.
AII	AB BC MB NB NL NT
☐ NS ☐	NU ON PE QC SK T
e) Public listing status	s of the investment fund
If the investment fund has a	CUSIP number, provide below (first 6 digits only)
	CUSIP number
	blicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the oot a trading facility such as, for example, an automated trading system.
Exchange on	
-	AV) of the investment fund
	investment fund as of the date of the most recent NAV calculation (Canadian \$).
\$0 to under \$5M	\$5M to under \$25M \$25M to under \$100M
\$100M to under \$500	DM S500M to under \$1B S1B or over Date of NAV calculation:
	YYYY MM DD

## ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION

If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include in Item 7 and Schedule 1 information about purchasers resident in that jurisdiction of Canada only. Do not include in Item 7 securities issued as payment of commissions or finder's fees in connection with the distribution, which must be disclosed in Item 8. The information provided in Item 7 must reconcile with the information provided in Schedule 1 of the report.

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Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.

✓ Canadian dollar US dollar □ Euro □ Other (describe)

### b) Distribution date(s)

State the distribution start and end dates. If the report is being filed for securities distributed on only one distribution date, provide the distribution date as both the start and end dates. If the report is being filed for securities distributed on a continuous basis, include the start and end dates for the distribution period covered by the report.

Start date 2020 03 20

End date 2020 03 20

#### c) Detailed purchaser information

Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.

#### d) Types of securities distributed

Provide the following information for all distributions reported on a per security basis. Refer to Part A(12) of the Instructions for how to indicate the security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.

					Canadian \$	
Security code	CUSIP number (if applicable)	Description of security	Number of securities	Single or lowest price	Highest price	Total amount
UNT		Series 006 Trust Units	149,000.00	1.0000	1.0000	149,000.00

#### e) Details of rights and convertible/exchangeable securities

If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.

exch	vertib angea urity c	able	nderlyi curity c	•		ise price adian \$)	Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other items (if applicable)
					Lowest	Highest			

#### f) Summary of the distribution by jurisdiction and exemption

State the total dollar amount of securities distributed and the number of purchasers for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides and for each exemption relied on in Canada for that distribution. However, if an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include distributions to purchasers resident in that jurisdiction of Canada only.

This table requires a separate line item for: (i) each jurisdiction where a purchaser resides, (ii) each exemption relied on in the jurisdiction where a purchaser resides, if a purchaser resides in a jurisdiction of Canada, and (iii) each exemption relied on in Canada, if a purchaser resides in a foreign jurisdiction.

For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Exemption relied on	Number of unique <sup>28</sup> purchasers	Total amount (Canadian \$)
Alberta	NI 45-106 2.9(2.1) [Offering memorandum] (AB, SK, ON, QC, NB, NS)	21	134,500.00
British Columbia	NI 45-106 2.9(1) [Offering memorandum] (BC, NL)	15	14,000.00
Ontario	NI 45-106 2.9(2.1) [Offering memorandum] (AB, SK, ON, QC, NB, NS)	1	500.00
	Total dollar amount of se	curities distributed	149,000.00
	Total number of unique purchasers <sup>2b</sup>	37	

<sup>&</sup>lt;sup>2a</sup> In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

<sup>&</sup>lt;sup>2b</sup> In calculating the total number of unique purchasers to which the issuer distributed securities, count each purchaser only once, regardless of whether the issuer distributed multiple types of securities to, and relied on multiple exemptions for, that purchaser.

#### g) Net proceeds to the investment fund by jurisdiction

If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides. If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

<sup>&</sup>lt;sup>3</sup>"Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

#### h) Offering materials - This section applies only in Saskatchewan, Ontario, Québec, New Brunswick and Nova Scotia.

If a distribution has occurred in Saskatchewan, Ontario, Québec, New Brunswick or Nova Scotia, complete the table below by listing the offering materials that are required under the prospectus exemption relied on to be filed with or delivered to the securities regulatory authority or regulator in those jurisdictions.

In Ontario, if the offering materials listed in the table are required to be filed with or delivered to the Ontario Securities Commission (OSC), attach an electronic version of the offering materials that have not been previously filed with or delivered to the OSC.

Description	Date of document or other material (YYYY-MM-DD)	Previously filed with or delivered to regulator? (Y/N)	Date previously filed or delivered (YYYY-MM-DD)

TEM 8 - COMPENSATIO	N INFORMATION					
Provide information for each pe the distribution. <b>Complete add</b>				•		in connection with
Indicate whether any compens	sation was paid, or will be po	aid, in connecti	on with the distribution.			
No ✓ Yes	If yes, indicate nun	nber of perso	ons compensated.	3		
a) Name of person comp	ensated and registration	status				
Indicate whether the person con	mpensated is a registrant.		✓ No	Yes		
If the person compensated is an	individual, provide the nam	ne of the indivi	dual.			
Full legal name of indiv	idual					
	Family n	ame	First given	name	Secondary	given names
If the person compensated is no	t an individual, provide the	following infor	mation.			
Full legal name	of non-individual Old K	ent Road Fir	nancial Inc.			
Fi	irm NRD number			(if app	olicable)	
Indicate whether the person con	mpensated facilitated the dis	tribution throu	igh a funding portal or c	ın internet-based	portal. 🗸	No Yes
b) Business contact infor	mation					
If a firm NRD number is not pro		the business co	ontact information of the	e person being co	mpensated.	
Street address	2030-150 9 Ave SW		-			
Municipality	Calgary			Province/State	Alberta	
Country	Canada		Postal	code/Zip code	T2P 3H9	
Email address			Tele	phone number		
c) Relationship to issuer	or investment fund mana	ager				
Indicate the person's relationshi the Instructions and the meanin						ed" in Part B(2) of
✓ Connect with the issue	er or investment fund mana	nger	Inside	r of the issuer (of	ther than an invest	ment fund)
Director or officer of the	ne investment fund or inves	tment fund ma	anager	yee of the issuer	or investment fun	d manager
None of the above						
d) Compensation details						
Provide details of all compensate Canadian dollars. Include cash c incidental to the distribution, suc allocation arrangements with th	ommissions, securities-base ch as clerical, printing, legal	d compensatio or accounting	n, gifts, discounts or oth services. An issuer is not	er compensation. trequired to ask f	Do not report pay	ments for services
Cash commissions pa	iid			Security code 1	Security code 2	Security code 3
Value of all securitie distributed as compensation	·	5	Security codes			
•	erms of warrants, options o	r other rights				
Other compensation	n <sup>5</sup> 2,980.00	Describe	2% Management Fo	ee		
Total compensation pa	id 2,980.00					
Check box if the pe	rson will or may receive any	y deferred con	npensation (describe the	e terms below)		
<sup>4</sup> Provide the aggregate value of	of all securities distributed a	s compensation	on, excludina options w	rarrants or other i	ights exercisable	o acquire
additional securities of the issurights exercisable to acquire ac	ier. Indicate the security cod	des for all secu				

<sup>&</sup>lt;sup>5</sup>Do not include deferred compensation.

Indicate whether the person compensated is a registrant. No Ves	
f the person compensated is an individual, provide the name of the individual.	
Full legal name of individual	
Family name First given name Secondary given names	
If the person compensated is not an individual, provide the following information.	
Full legal name of non-individual ROBSON CAPITAL MANAGEMENT INC.	
Firm NRD number 1 6 0 6 0 (if applicable)	
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.	Yes
b) Business contact information	
If a firm NRD number is not provided in Item 8 (a), provide the business contact information of the person being compensated.	
Street address	
Municipality Province/State	
Country Postal code/Zip code	
Email address Telephone number	
c) Relationship to issuer or investment fund manager	
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part I the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.	3(2) of
Connect with 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 Employee of the issuer or investment fund manager	
✓ None of the above	
<ul><li>None of the above</li><li>Compensation details</li></ul>	
d) Compensation details Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount	rs in
d) Compensation details	s in ervices
d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for se	s in ervices
d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for sencidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on,	s in ervices internal
Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for se incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  1,125.00  Value of all securities  Security codes  Security codes	s in ervices internal
Compensation details Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for sencidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  1,125.00  Security code 1  Security code 2  Security code 2  Security code 1  Security code 2  Security code 1	s in ervices internal
d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for sencidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  Value of all securities  distributed as compensation <sup>4</sup> Security codes  Security codes	s in ervices internal
Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for se incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  Value of all securities distributed as compensation <sup>4</sup> Describe terms of warrants, options or other rights	s in ervices internal
Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for se notidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  1,125.00  Value of all securities distributed as compensation <sup>4</sup> Describe terms of warrants, options or other rights  Other compensation <sup>5</sup> Describe	s in ervices internal
Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for so incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  1,125.00  Value of all securities distributed as compensation <sup>4</sup> Describe terms of warrants, options or other rights  Other compensation paid  1,125.00  Describe  Total compensation paid  1,125.00	s in ervices internal
d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amount canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for so notidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, illocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  1,125.00  Value of all securities distributed as compensation  Describe terms of warrants, options or other rights  Other compensation paid  1,125.00  Describe  Total compensation paid  1,125.00  Check box if the person will or may receive any deferred compensation (describe the terms below)	s in ervices internal
Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for so incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  1,125.00  Value of all securities distributed as compensation <sup>4</sup> Describe terms of warrants, options or other rights  Other compensation paid  1,125.00  Describe  Total compensation paid  1,125.00	s in ervices internal

a) Name of person comp	pensated and regis	stration status					
Indicate whether the person compensated is a registrant.    No Yes							
If the person compensated is an individual, provide the name of the individual.							
Full legal name of indiv	/idual						
		Family name	Firs	st given name	e	Secondary (	given names
If the person compensated is not an individual, provide the following information.							
Full legal name of non-individual 1811064 Alberta Ltd.							
Firm NRD number (if applicable)							
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.  V No Yes							
b) Business contact infor	rmation						
If a firm NRD number is not pro	ovided in Item 8 (a), <sub>i</sub>	provide the business co	ontact information	n of the per	son being com	pensated.	
Street address	305-10226 104 S	t NW					
Municipality	Edmonton			Prov	vince/State	Alberta	
Country	Canada		F	Postal cod	le/Zip code	T5J 1B8	
Email address			Telephone number				
c) Relationship to issuer or investment fund manager							
Indicate the person's relationsh	ip with the issuer or	investment fund mand	ger (select all tha	t apply). Re	efer to the mea	ning of "connecte	ed" in Part B(2) of
the Instructions and the meani	ng of "control" in sec	tion 1.4 of NI 45-106 f	or the purposes of	f completin	g this section.		
Connect with the issu	uer or investment fur	nd manager		Insider of t	the issuer (oth	er than an invest	ment fund)
Director or officer of t	the investment fund	or investment fund ma	anager	Employee	of the issuer of	or investment fun	d manager
✓ None of the above							
d) Compensation details							
Provide details of all compensat							
Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal							
allocation arrangements with th							
Cash commissions pa	aid 3,0	Security code 1 Security code 2 Security code 2 Security code 2			Security code 3		
Value of all securities			Security codes				
distributed as compensation*							
Describe terms of warrants, options or other rights							
Other compensatio	n <sup>5</sup>	Describe					
Total compensation pa	3,0	00.00					
Check box if the person will or may receive any deferred compensation (describe the terms below)							
<sup>4</sup> Provide the aggregate value of	of all securities distri	ibuted as compensation	on, <u>exc</u> ludina opti	ions, warrai	nts or other ric	nhts exercisable t	o acquire
additional securities of the issurights exercisable to acquire a	uer. Indicate the sec	urity codes for all sect					
<sup>5</sup> Do not include deferred comp							

TEM 9 - DIRECTORS, EXECUTIVE OFFICERS AND PROMOTERS OF THE ISSUER									
If the issuer is an investment fund, do not complete Item 9. Procced to Item 10.									
Indicate whether the issuer is any of the following (select the one that applies - if more than one applies, select only one).									
Reporting issuer in any juri	sdiction of Canada								
Foreign public issuer									
Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada <sup>6</sup>									
Provide name of reporting issuer									
Wholly owned subsidiary o	f a foreign public iss	suer <sup>6</sup>						_	
Provide name o	f foreign public issu	er							
Issuer distributing only eligi	ible foreign securitie	es and the distribution	on is to permitted cli	ents only <sup>7</sup>					
If the issuer is at least one of the	above, do not com	plete Item 9(a) – (	c). Proceed to Item	10.					
<sup>6</sup> An issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the issuer's outstanding voting securities, other than securities that are required by law to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively. <sup>7</sup> Check this box if it applies to the current distribution even if the issuer made previous distributions of other types of securities to non-permitted clients. Refer to the definitions of "eligible foreign security" and "permitted client" in Part B(1) of the Instructions.  ✓ If the issuer is none of the above, check this box and complete Item 9(a) - (c).  Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to issuer", "D" – Director, "O" – Executive Officer, "P" – Promoter.  Business location of									
Organization or company name	Family name	First given name	Secondary giver names	non-individual or residentail jurisdiction of individual		Relationship to issuer (select all that apply)			
Old Kent Road Premium Fund II				Province or	country	D	0	Р	
Trustee Inc.				Alberta				<b>✓</b>	
b) Promoter information									
If the promoter listed above is not an individual, provide the following information for each director and executive officer of the promoter. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive Officer.									
Organization or company name	Family name	First given name	Secondary given names	Residential jurisdiction of individual	ction of vidual (select one		ship to promoter or both if applicable)		
				Province or country	D		C	)	
Old Kent Road Premium Fund II Trustee Inc.	Neale	Jason		British Columbia	✓		<b>✓</b>		
Old Kent Road Premium Fund II Trustee Inc.	Thompson	R.	Stewart	Alberta	✓		~	/	

# c) Residential address of each individual

Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.

# **ITEM 10 - CERTIFICATION**

Provide the following certification and business contact information of an officer, director or agent of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer or underwriter to prepare and certify the report on behalf of the issuer or underwriter. If the report is being certified by an agent on behalf of the issuer or underwriter, provide the applicable information for the agent in the boxes below.

If the individual completing and filing the report is different from the individual certifying the report, provide the name and contact details for the individual completing and filing the report in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer or underwriter that makes a distribution of securities under certain prospectus exemptions to file a completed report of exemt distribution.

By completing the information below, I certify, on behalf of the issuer/underwriter/investment fund manager, to the securities regulatory authority or regulator, as applicable, that I have reviewed this report and to my knowledge, having exercised reasonable diligence, the information provided in this report is true and, to the extent required, complete.

Name of issuer/underwriter/ investment fund manager/agent	Old Kent Road Premium Fund II							
Full legal name	Thompson	R.			Stewart			
	Family name First given name				Secondary given names			
Title	Director of the Trustee of the Issuer, Old Kent Road Premium Fund II Trustee Inc.							
Telephone number	er 4033830106 Email address randythomps			mpson@	son@okrfinancial.com			
Signature	R. Stewart Thompson	oson Date		03	20			
			YYYY	MM	DD			

ITEM 11- CONTACT PERSON							
Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.							
Same as individual certifying the report							
Full legal name	Rahmani	Robina		Title	N/A		
	Family name	First given name	Secondary given names	_			
Name of company	N/A						
Telephone number	4032294430	Em	ail address rrahmani@	@missionla	w.ca		

#### Notice - Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authority or regulator 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 regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

The attached Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information pertaining to the individual as set out in Schedules 1 or 2, that this information is being collected by the securities regulatory authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.