# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 8308054

ITEM 1 - REPORT TYPE									
New report									
Amended report If an	nended, provide filing date	of report that is being am	ended 2019 09 06	(YYYY-MM-DD)					
ITEM 2 - PARTY CERTIFYING T	HE REPORT								
Indicate the party certifying the report ( Instrument 81-106 Investment Fund Cc			vestment fund, refer to section	on 1.1 of National					
Investment fund issuer									
✓ Issuer (other than an inv	/estment fund)								
	,								
ITEM 3 - ISSUER NAME AND (									
Provide the following information abou									
Full legal nar		gage Fund Ltd.							
Previous full legal nar	ne								
If the issuer's name changed in the last 12 months, provide most recent previous legal name.									
Webs	Website www.antriminvestments.com (if applicable)								
If the issuer has a legal entity identifier,	provide below. Refer to Part B of	the Instructions for the definition	of "legal entity identifier".						
Legal entity identifi	er								
If two or more issuers distributed a sing	le security, provide the full legal r	name(s) of the co-issuer(s) other t	han the issuer named above.						
Full legal name(s) of co-issuer	(s)	(if applicab	le)						
ITEM 4 - UNDERWRITER INFO	RMATION								
If an underwriter is completing the repo	ort, provide the underwriter's full l	egal name and firm NRD numbe	r.						
Full legal name									
Firm NRD number		(if applicable)							
If the underwriter does not have a firm NRD number, provide 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 2 2 9 9								
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.								
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 🗌 50 - 99 🗌 100 - 499 🗌 500 or more								
c) SEDAR profile number								
Does the issuer have a SEDAR profile?								
No       ✓ Yes       If yes, provide SEDAR profile number       0       0       0       3       8       5       6       8								
If the issuer does not have SEDAR profile complete item 5(d) - (h).								
d) Head office address								
Street address Province/State								
Municipality Postal code/Zip code								
Country Telephone number								
e) Date of formation and financial year-end								
Date of formation     Financial year-end       YYYY     MM       DD								
f) Reporting issuer status								
Is the issuer a reporting issuer in any jurisdication of Canada? 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
S100M to under \$500M	S500M to under \$1B	\$1B or over

If the issue is an investment fund, provide the following information:     a) Investment fund manager information     Full legal name     Furn NRD number      If the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager. Street address Municipality Province/State Guntry Postal code/Zip code Telephone number D Type of investment fund Tree of investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund that most accurately identifies the issuer (select only one). Indicate whether one or both of the following apply to the investment fund. Investment fund issuers Is a UCIT's Fund' 'understaining for the Collective Investment fund issuers Is a UCIT's Fund' 'understaining for the Collective Investment of Transferable Securities funds (UCIT's Funds) are investment funds regulated by the European Union (C) Date of formation and financial year-end of the investment fund Suppresent fund a reporting issuer in any jurisdication of Canada? No Yes It he investment fund a reporting issuer in any jurisdication of Canada? No Yes It he investment fund hars a CUSP number, provide below (first 6 digits only) CUSP number On O Public listing status of the investment fund is a reporting issuer. All All All </th
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Date of formation Financial year-end   YYYY MM   Financial year-end MM MM DD  MM DD MM Pes MB
d) Reporting issuer status of the investment fund     Is the investment fund a reporting issuer in any jurisdication of Canada?     No   Yes     If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.     All   AB   BC   MB   NB   NL   NS   NU   ON   PE   QC   SK   YT      If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number If the investment fund is publicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the
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CUSIP number
name of an exchange and not a trading facility such as, for example, an automated trading system
Exchange name
f) Net asset value (NAV) of the investment fund
Select the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).
L L \$\the under \$\mathbf{S}M \qquad L \qquad \mathbf{S}M \text{ to under \$\mathbf{S}M \qquad \text{ to under \$\mathbf{S}M \qquad \text{to under \$\mathbf{S}M \qquad \\text{to under \$\mathbf{S}M \qquad \text{to under \$\mathbf{S}
\$0 to under \$5M       \$5M to under \$25M       \$25M to under \$100M         \$100M to under \$500M       \$500M to under \$1B       \$1B or over       Date of NAV calculation:

## **ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION**

ри со	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.													
a	) (	Curr	ency											
Se	lect t	the c	urrency or curre	ncies i	n which the dist	ribution was made. A	ll dollar amounts provid	ded in	the report m	ust be in Canad	lian dollars.			
$\checkmark$	Ca	anac	lian dollar		US dollar	Euro	Other (describ	be)						
b	) [	Distr	ibution date(s)	)										
as	botł	h the	e start and end d n period covered	ates. If by the	f the report is be e report.		distributed on a contin	nuous			de the distribution date ind dates for the			
			St	art da	<sup>te</sup> 2017	09 12	End da	ate	2017	09 19				
					YYYY	MM DD			YYYY	MM DD				
C)	c) Detailed purchaser information													
С	omp	olete	e Schedule 1 o	of this	s form for eac	ch purchaser and	attach the schedule	e to tl	he complet	ed report.				
d	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	\$			
S	Security codeCUSIP number (if applicable)Description of securityNumber of securitiesSingle or lowest priceHighest price						Total amount							
Р	R	s		Clas Sha		ed Non-Voting	1,678,243.0	0	1.0000	1.0000	1,678,243.00			
Ρ	R	s			ss B Series 'Ing Shares	'B' Preferred Non- 1,211,875.00 1.0000		1.0000	0 1,211,875.00					
Ρ	R	s			ss B Series '( ng Shares	C' Preferred Non	- 986,474.0	0	1.0000	1.0000	986,474.00			
e	) [	Deta	ails of rights an	d cor	nvertible/exch	angeable securitie	5							
							ise price and expiry dat terms for each convertil				exchangeable securities			
e	Conve xchai secur	ngea	ble Underlyin		(Can	sise price adian \$)	Expiry date (YYYY- MM-DD)		version ratio	Describe othe	r items (if applicable)			
_	Т				Lowest	Highest								
f)			many of the dia	tribut			l							
f)			-			tion and exemptio		uricdi	ction of Cana	da and foreign	iurisdiction where a			
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	Nun	nber of unique purchasers	<sup>29</sup> Total	amount (Canadian \$)			
	E	Briti	sh Columbia		NI 45-106 2 associates]	2.5 [Family, friend	ls and business			1	1,200,000.00			
	F	Briti	sh Columbia		NI 45-106 2 NL)	2.9(1) [Offering m	emorandum] (BC,			47	2,484,592.00			
			Alberta			2.9(2.1) [Offering N, QC, NB, NS)	memorandum]	1) [Offering memorandum] 2 25,00 C, NB, NS)						

Ontario		NI 45-106 2.9(2.1) [O (AB, SK, ON, QC, NE		um]		4		127,000.00	
British Colur	nbia	NI 45-106 2.3 [Accred	dited investor]			1		40,000.00	
			Total dollar amo	unt of sec	urities di	stributed		3,876,592.00	
		Total nu	mber of unique purc	hasers <sup>2b</sup>		55			
<sup>2a</sup> In calculating the r	number of u	inique purchasers per row, co	ount each purchaser on	y once. Joii	nt purchas	sers may be	counted as one pu	rchaser.	
<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. <sup>3</sup> 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 ne	et proceeds to the investme	ent fund						
		ss proceeds realized in the juncle in the juncle is the distribution period cov		ributions fo	or which ti	he report is	being filed, less the	e gross	
h) Offering mate	erials - Thi	is section applies only in S	Saskatchewan, Onta	irio, Québ	bec, New	Brunswic	k and Nova Scot	ia.	
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)	Previou with or deli regula (Y/I	ator?	. d	eviously filed or lelivered YY-MM-DD)		

Ітем 8 - Со	MPENSATION	INFORMATION	
		on (as defined in NI 45-106) to whom the issuer directly provides, o tional copies of this page if more than one person was, or will	
Indicate whet	her any compensa	tion was paid, or will be paid, in connection with the distribution.	
🗌 No	✓ Yes	If yes, indicate number of persons compensated.	2

a) Name of person comp	ensated and regis	stration	status											
Indicate whether the person cor	npensated is a regist	rant.			🗌 No		$\checkmark$	Yes						
If the person compensated is an	individual, provide	the nam	ne of the	individ	ual.									
Full legal name of indiv	idual													
		Family n	ame			Firs	t given n	iame		Sec	ondary g	given nar	mes	
If the person compensated is no	t an individual, prov	ide the j	following	ı inforn	nation.									
Full legal name	of non-individual	Raym	iond Jai	mes Li	td.									
Fi	rm NRD number	8	2	4	0				(if app	licable)				
Indicate whether the person cor	npensated facilitated	l the dis	tribution	throug	gh a fund	ing port	al or ar	n interne	et-based	portal.		] No	<ul> <li>✓</li> </ul>	Yes
b) Business contact infor	mation													
If a firm NRD number is not pro	vided in Item 8 (a), j	provide	the busin	ness cor	ntact info	rmation	of the	person l	being cor	mpensated.				
Street address														
Municipality							P	Provinc	e/State					
Country						Ρ	ostal o	code/Zi	p code					
Email address							Telep	hone r	umber					
c) Relationship to issuer	or investment fun	d mana	ager											
Indicate the person's relationshi the Instructions and the meaning											onnecte	ed″ in Po	art B(2,	) of
Connect with the issu	er or investment fur	d mana	ager				Insider	of the is	ssuer (ot	her than ar	n invest	ment fu	ınd)	
Director or officer of th	ne investment fund	or inves	tment fu	nd mar	nager		Employ	vee of th	ie issuer	or investm	ent fun	d mana	ager	
None of the above														
d) Compensation details														
Provide details of all compensat Canadian dollars. Include cash c incidental to the distribution, su allocation arrangements with th	ommissions, securiti ch as clerical, printin	es-baseo g, legal	d compei or accou	nsation Inting s	n, gifts, dis ervices. A	counts n issuer	or othe r is not i	r compe required	nsation. I to ask fo	Do not repo	ort payı	nents fo	or servi	ices
Cash commissions pa	id	79.80						Security	code 1	Security c	ode 2	Securi	ty code	3
Value of all securitie	s			6	o ourity or	dee	- E						.,	
distributed as compensatio	n <sup>4</sup>			5	ecurity co	lues	L							
Describe to	erms of warrants, or	otions o	r other ri	ghts										
Other compensation	15		Desc	cribe										
Total compensation pa	id	79.80												
Check box if the person will or may receive any deferred compensation (describe the terms below)														
	Raymond James Ltd. will receive an annual trailer fee paid monthly in the amount of 1/2% on Class A Preferred Non- Voting Shares, 1% on Class B Series 'B' Preferred Non-Voting Shares and 0% on Class B Series 'C' Preferred Non- Voting Shares.													
<sup>4</sup> Provide the aggregate value of additional securities of the issu- rights exercisable to acquire ad <sup>5</sup> Do not include deferred comp	er. Indicate the sec Iditional securities c	urity cod	des for a											

a) Name of person compens	ated and regis	tration	status													
Indicate whether the person comper	nsated is a registr	ant.			No		$\checkmark$	Yes								
If the person compensated is an indi	vidual, provide ti	he name	e of the in	dividu	ıal.											
Full legal name of individua	al															
	F	amily na	me			First	t given n	ame				Sec	ondary (	given na	ames	
If the person compensated is not an	individual, provi	de the fo	ollowing ii	nform	ation.											
Full legal name of n	on-individual	Echelo	on Wealt	h Par	rtners In	с.										
Firm I	NRD number	3	2	4	2	0				(if app	olicat	ole)				
Indicate whether the person comper	sated facilitated	the disti	ribution tl	hroug	h a fundi.	ng port	al or ar	n interi	net-b	based	porte	al.		] No	$\checkmark$	] Yes
b) Business contact informat	ion															
If a firm NRD number is not provide	d in Item 8 (a), p	rovide tl	he busines	ss con	tact infor	mation	of the	person	n bei	ng coi	mper	nsated.				
Street address																
Municipality							P	Provin	ce/S	State						
Country						Р	ostal o	code/2	Zip d	code						
Email address							Telep	hone	nur	nber						
c) Relationship to issuer or ir	vestment fund	l manag	ger													
Indicate the person's relationship wi												g of "c	onnecte	ed″ in I	Part E	3(2) of
the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.																
		-	-				Insider		1550			iiaii ai	i invesi	menti	unu)	
Director or officer of the in	vestment fund o	r investr	ment func	l man	ager		Employ	vee of	the i	ssuer	r or ir	nvestm	ent fun	d man	ager	
None of the above																
d) Compensation details																
Provide details of all compensation p Canadian dollars. Include cash comn incidental to the distribution, such as allocation arrangements with the dir	nissions, securitie clerical, printing	rs-based 1, legal o	compens or account	ation, ing se	gifts, dis ervices. Ai	counts o n issuer	or othe is not i	r comp require	oenso ed to	ation. ask fo	Do n	ot rep	ort payı	ments	for se	ervices
Cash commissions paid	1	4.77						Securi	tu co	do 1	6	ecurity c	odo 2	Socu	rity co	do 3
Value of all securities				•	.,		- F	Securi	ty 00		36			Jecu		
distributed as compensation <sup>4</sup>				Se	curity co	des										
Describe terms	s of warrants, op	tions or	other righ	nts												
Other compensation⁵			Descri	be												
Total compensation paid	1	4.77														
Check box if the person	Check box if the person will or may receive any deferred compensation (describe the terms below)															
	Echelon Wealth Partners Inc. will receive an annual trailer fee paid monthly in the amount of 1/2% on Class A Preferred Non-Voting Shares, 1% on Class B Series 'B' Preferred Non-Voting Shares and 0% on Class B Series 'C' Preferred Non-Voting Shares.															
<sup>4</sup> Provide the aggregate value of all additional securities of the issuer. In rights exercisable to acquire addition <sup>5</sup> Do not include deferred compensation.	ndicate the secu onal securities of	rity code	es for all s													ər

If the issuer is an investment fund, do not complete item 9. Proceed 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 jurisdiction of Canada         Provide name of reporting issuer         Wholly owned subsidiary of a reporting issuer         Provide name of reporting issuer         Provide name of foreign public issuer         Provide name of foreign public issuer         Issuer is a wholly owned subsidiary of a foreign public issuer         Issuer is a test one of the above, do not complete item 9(a) - (a). Proceed to item 10.         *^an issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the laster is outstanding voting securities, other than securities to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively.         *^onek the box if it applies to the current distribution even if the issuer made previous distributions of other types of securities, other than securities. 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).         Organization or company name       Family name         First given name       Secondary given         Indicate whether information       Family name         First given name       Secondary given	ITEM 9 - DIRECTORS, EXECU	TIVE OFFICERS	AND PROMOT	ERS OF THE ISS	UER					
□       Reporting issuer in any jurisdiction of Canada         □       Foreign public issuer         □       Wholly owned subsidiary of a reporting issuer         □       Provide name of reporting issuer         □       Provide name of regoring public issuer         □       Provide name of rereign public issuer         □       Provide name of foreign public issuer         □       Provide name of foreign public issuer         □       Issuer distributing only eligible foreign securities and the distribution is to permitted clients only?         If the issuer is at least one of the above, do not complete Item 9(a) - (a). Proceed to Item 10.         * <sup>A</sup> n issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer, are beneficially owned by the reporting issuer or the foreign public issuer, sepacetively.         '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. Relate the definitions of velopide foreign security and 'permitted client' in Part 6(1) of the instructions.         'C If the issuer is none of the above, check this box and complete Item 9(a) - (a).         a) Directors, executive officers and promoters of the issuer         Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canado, state the province or contry. For 'Relationship to issuer', 'D' - Director, 'O' - Executive Officer, P' - Promoter.         Organiz	If the issuer is an investment fund	l, do not complete	Item 9. Procced to	Item 10.						
□       Foreign public issuer         □       Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada <sup>4</sup> □       Provide name of reporting issuer         □       Wholly owned subsidiary of a foreign public issuer <sup>4</sup> □       Provide name of foreign public issuer <sup>4</sup> □       Provide name of foreign public issuer <sup>4</sup> □       Issuer distributing only eligible foreign securities and the distribution is to permitted clients only <sup>7</sup> If the issuer is at least one of the above, do not complete Item 9(a) - (a). 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. Folerot the instructions. <sup>7</sup> (The Issuer is none of the above, check this box and complete Item 9(a) - (c). <b>1</b> (If the issuer is none of the above, check this isour for <sup>7</sup> (D' - Director, 'O' - Executive Officer, and promoter of the issuer, 'O' - Executive officer, and promoter of the issuer. For locations within Conada, state the province or individual or indindual or individual or indindual or individual or ind	Indicate whether the issuer is any of	f the following (selec	t the one that applie	es - if more than one	applies, select onl	y one).				
Wholly owned subsidiary of a reporting issuer	Reporting issuer in any juris	diction of Canada								
Provide name of reporting issuer	Foreign public issuer									
Wholly owned subsidiary of a foreign public issuer*         Provide name of foreign public issuer         Issuer distributing only eligible foreign securities and the distribution is to permitted clients only?         If the issuer is at least one of the above, do not complete Item 9(a) - (c). Proceed to Item 10. <sup>a</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>a</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).         a) Directors, executive officers and promoters of the issuer. Tor locations within Canada, state the province or territory, otherwise state the country. For "Relationship to issuer", "D" – Director, "D" – Executive Officer, "P" – Promoter.         Organization or company name       Family name       First given name       Secondary given       Province or country       D       P         Granleese       William       R.       British Columbia       ✓       ✓       I         Image: distribution of information       Granleese       William       Revine       British Columbia	Wholly owned subsidiary of	a reporting issuer ir	n any jurisdiction of	Canada <sup>6</sup>						
Provide name of foreign public issuer	Provide nam	ne of reporting issue	er 🗌						]	
Issuer distributing only eligible foreign securities and the distribution is to permitted clients only <sup>7</sup> If the issuer is at least one of the above, do not complete 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). <b>a Directors, executive officers and promoters of the issuer</b> 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.         Organization or company name       Family name       First given name       Secondary given names       Business Iocation of individual or	Wholly owned subsidiary of	a foreign public issi	uer <sup>6</sup>						_	
If the issuer is at least one of the above, do not complete 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 client" in Part B(1) of the instructions.         Image: The issuer is none of the above, check this box and complete Item 9(a) - (c).         a) Directors, executive officers and promoters of the issuer.         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.         Organization or company name       Family name       First given name       Secondary given names in individual or residential jurisdiction of individual or granleese       Relationship to issuer or jurisdiction of individual or granleese       Province or country       D       O       P         Image: Country Coun	Provide name of foreign public issuer								]	
<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.         Image: The issuer is none of the above, check this box and complete Item 9(a) - (c). <b>a) Directors, executive officers and promoters of the issuer</b> 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.         Organization or company name       Family name       First given name       Secondary given names       Business location of non-individual or individual or individ	Issuer distributing only eligit	ole foreign securities	s and the distributio	n is to permitted clie	nts only7				_	
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. 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). a) Directors, executive officers and promoters of the issuer 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. Organization or company name Family name First given name Secondary given Granleese William R. British Columbia Victor by Victor by Promoter information by Promoter information	If the issuer is at least one of the o	above, do not com	olete Item 9(a) – (a	c). Proceed to Item	10.					
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.         Organization or company name       Family name       First given name       Secondary given names       Business location of non-individual or residentail jurisdiction of individual or gresidentail       Relationship to issuer         Granleese       William       R.       British Columbia       ✓       ✓         Dyck       Victor       British Columbia       ✓       ✓       ✓         Worsnup       Christopher       Gavin       British Columbia       ✓       ✓       ✓         b)       Promoter information       Victor       British Columbia       ✓       ✓       ✓	securities that are required by law to respectively. <sup>7</sup> Check this box if it applies to the cu clients. Refer to the definitions of "el	b be owned by its di urrent distribution ev ligible foreign securi	rectors, are benefici ren if the issuer mac ity" and "permitted c	ially owned by the re de previous distributi client" in Part B(1) of	porting issuer or t ions of other types	the foreign	public is	suer,		
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.         Organization or company name       Family name       First given name       Secondary given names       Business location of non-individual or residentail jurisdiction of individual or gresidentail       Relationship to issuer         Granleese       William       R.       British Columbia       ✓       ✓         Dyck       Victor       British Columbia       ✓       ✓       ✓         Worsnup       Christopher       Gavin       British Columbia       ✓       ✓       ✓         b)       Promoter information       Victor       British Columbia       ✓       ✓       ✓	a) Directors, executive officer	s and promoters of	of the issuer							
Organization or company nameFamily nameFirst given nameSecondary given namesBusiness location of non-individual or residentail jurisdiction of individualRelationship to issuer (select all that apply)Organization or company nameFamily nameFirst given nameSecondary given namesBusiness location of non-individual or jurisdiction of individualRelationship to issuer (select all that apply)Organization or company nameGranleeseWilliamBritish Columbia✓✓GranleeseWilliamR.British Columbia✓✓DyckVictorBritish Columbia✓✓WorsnupChristopherGavinBritish Columbia✓✓b)Promoter informationFormationFormationFormation	Provide the following information for	each director, execu	itive officer and proi				state the	province	or	
Organization or company nameFamily nameFirst given nameSecondary given namesnon-individual or residentail jurisdiction of individualRelationship to issuer (select all that apply)Organization or company nameFamily nameFirst given nameSecondary given namesProvince or countryDOPImage: Secondary given individualGranleeseWilliamR.British ColumbiaImage: Secondary given individualImage: Secondary given individual <t< td=""><td>territory; otherwise state the country.</td><td>For "Relationship to</td><td>issuer", "D" – Direo</td><td>ctor, "O" – Executive</td><td></td><td></td><td></td><td></td><td></td></t<>	territory; otherwise state the country.	For "Relationship to	issuer", "D" – Direo	ctor, "O" – Executive						
Granleese       William       British Columbia       ✓       ✓         Granleese       William       R.       British Columbia       ✓       ✓         Dyck       Victor       British Columbia       ✓       ✓       ✓         Worsnup       Christopher       Gavin       British Columbia       ✓       ✓         b)       Promoter information       ✓       ✓       ✓       ✓	Organization or company name	Family name	First given name		non-individ resident jurisdictio	ual or tail on of				
Granleese       William       R.       British Columbia       ✓       ✓         Dyck       Victor       British Columbia       ✓       ✓         Worsnup       Christopher       Gavin       British Columbia       ✓       ✓         b) Promoter information       Victor       V					Province or	country	D	0	Р	
Dyck     Victor     British Columbia     ✓       Worsnup     Christopher     Gavin     British Columbia     ✓       b) Promoter information		Granleese	William		British Columb	ia	✓	~		
By Str     Processor       Worsnup     Christopher       Gavin     British Columbia       ✓		Granleese	William	R.	British Columb	ia	✓			
b) Promoter information		Dyck	Victor		British Columb	ia	✓			
		Worsnup	Christopher	Gavin	British Columb	ia	✓			
	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 name         Residential jurisdiction of individual         Relationship to promoter (select one or both if applicable)	Organization or company name	Family name	First given name		jurisdiction of select one or both if an					
Province or Country D O						D		0		
c) Residential address of each individual		h in dividur - I								

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	Antrim Balanced Mortgage Fu	ntrim Balanced Mortgage Fund Ltd.									
Full legal name	Granleese	William	R	R.							
	Family name	First given name		Secondary given names							
Title	Portfolio Manager										
Telephone number	6045302301	Email address	will@an	will@antriminvestments.com							
Signature	"William Granleese"	Date	2019	09	18						
			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				Title	
·	Family name	First given name	Secondary given names		
Name of company					
Telephone number		Er	nail address		

#### 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.