# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 8555162

ITEM 1 - REPORT TYPE												
New report												
Amended report	If amen	ded, pro	vide fi	ling date	e of r	report	that is	being ame	ended 2018 07	7 13	(YYYY-MM-DD)	
ITEM 2 - PARTY CERTIFY	ING THE	REPOR	Г									
Indicate the party certifying the I Instrument 81-106 Investment F									restment fund, refer t	to sectio	on 1.1 of National	
Investment fund is:	suer											
✓ Issuer (other than a	✓ Issuer (other than an investment fund)											
ITEM 3 - ISSUER NAME AND OTHER IDENTIFIERS												
Provide the following information about the issuer, or if the issuer is an investment fund, about the fund. Full legal name Antrim Balanced Mortgage Fund Ltd.												
Full leg	al name	Antrim I	Baland	ed Mor	tgag	e Fund	J Ltd.					
Previous full leg	al name											
If the issuer's name changed in the last 12 months, provide most recent previous legal name.												
	Website www.antriminvestments.com (if applicable)											
If the issuer has a legal entity ide	entifier <u>,</u> pro	vide below	. Refer t	o Part B o	f the I	nstructio	ons for th	he definition	of "legal entity ident	ifier".		
Legal entity in	dentifier											
If two or more issuers distributed	1 a single se	curity, pro	vide the	full legal	name	(s) of th	e co-issu	ıer(s) other th	an the issuer named	l above.		
Full legal name(s) of co-i	ssuer(s)							(if applicabl	e)			
ITEM 4 - UNDERWRITER	INFORM	ATION										
If an underwriter is completing t	he report, p	provide the	underw	riter's full	legal	name a	nd firm N	NRD number.				
Full legal name												
Firm NRD number							(if app	licable)				
If the underwriter does not have	a firm NRE	D number, p	orovide	the head o	office o	contact	informat	tion of the un	derwriter.			
Street address												
Municipality							Provi	ince/State				
Country						Pos	tal code	e/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	S1B 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   Country   Country   Postal code/Zip code   Telephone number   On Type of investment fund    The of investment fund that most occurately identifies the issuer (select only one).   Atternative strategies   Cyptoasset   Other (describe)         Indicate whether one or both of the following apply to the investment fund.   Cyptoasset    Cyptoasset   Cyptoast
Full legal name
Firm NRD number (if applicable)   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
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 County Postal code/Zip code County Telephone number Postal code/Zip code Do Type of investment fund Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Do Type of investment fund that most accurately identifies the issuer (select only one). Do Money market De Quity De County De C
Street address   Municipality   Country   Postal code/Zip code   Telephone number   Website (if applicable) <b>b</b> Type of investment fund Type 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 investment fund issuers Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment fund issuers <b>c</b> Date of formation and financial year-end of the investment fund EUT of formation and financial year-end of the investment fund Setter the jurisdictions of Canada in which the investment fund is a reporting issuer. All All AB BC MB NB NL NT Public listing status of the investment fund is a reporting issuer. If yes, setert the jurisdictions of Canada in which the investment fund is a reporting issuer. ON YES If yes, setert the jurisdictions of Canada in which the investment fund is a reporting issuer. ON YES If yes, setert the jurisdictions of Canada in which the investment fund is a reporting issuer. ON YES If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number If the investment fund is apublicly listed, provide the name of the exchange on which the investment fund is securities primarily trade. Provide only the If the investment fund is apublicly listed, provide the name of the exchange on which the investment fund is securities primarily trade. Provide only the Other one of the primarity trade. Provide only the
Municipality Province/State   Country Postal code/Zip code   Telephone number Website (if applicable) <b>b) Type of investment fund</b> Type of investment fund that most accurately identifies the issuer (select only one). Anternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITS Fund' 'Undertaking for the Collective Investment fund issuers Is a UCITS Fund' 'Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. <b>c) Date of formation and financial year-end of the investment fund b the investment fund a reporting issuer status of the investment fund c) Date of formation c) Date of formation c) No c) Paste of canada in which the investment fund is a reporting issuer. a</b> All <b>b</b> BC <b>b</b> MB <b>b</b> NL <b>c) NT c) Public listing status of the investment fund is a ceporting issuer. c) Public listing status of the investment fund is a ceporting issuer. a</b> All <b>a</b> AB <b>b</b> C <b>b</b> MB <b>b</b> NL <b>b</b> NL <b>c) NT c) Public listing status of the investment fund is organize issuer. c) Public listing status of the investment fund is a cutoff of digits only. c) CusiP number c) Public listing status of the investment fund is digits only. c) Silp number c) Finded the number provide below (first 6 digits only. c) Silp number c) Silp number c) Silp number c) Silp number c) Silp </b>
Country Postal code/Zip code   Telephone number Website (if applicable)     b) Type of investment fund     Type of investment fund that most accurately identifies the issuer (select only one).      Alternative strategies   Cryptoasset    Indicate whether one or both of the following apply to the investment fund.  Invests primarily in other investment fund issuers  Is a UCITs Fund*  'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment of the investment fund    O bate of formation and financial year-end of the investment fund  Security MM DD  Financial year-end  MM DD  O Reporting issuer status of the investment fund  Is in investment fund a reporting issuer in any jurisdication of Canada?  No  YYYY  MM DD  No  Yes If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.  All
Telephone number Website (if applicable)   Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Indicate with the root or both of the Equity Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment of the investment fund Undertaking for the Collective investment of the investment fund Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund Security MM DD Financial year-end MM DD MM DD MM DD Key, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All All All AB BC MB NB NL NT O Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number CUSIP number, provide below (first 6 digits only) CUSIP number, provide below (first 6 digits only) Indication of the investment fund If the investment fund is publicly listed, provide the name of the exchange on which the i
b) Type of investment fund         Type of investment fund that most accurately identifies the issuer (select only one).         Money market       Equity         Alternative strategies       Cryptoasset         Indicate whether one or both of the following apply to the investment fund.         Invests primarily in other investment fund issuers         Is a UCITs Fund <sup>1</sup> 'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.         c) Date of formation
Type of investment fund that most accurately identifies the issuer (select only one).   Money market   Equity   Fixed income   Alternative strategies   Cryptoasset   Indicate whether one or both of the following apply to the investment fund.   Invests primarily in other investment fund issuers   Is a UCITs Fund*   ''Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.   c) Date of formation   Date of formation   YYYY   MM   DD   (Intervention function and financial year-end of Canada? No YYYY MM DD MM DD MD Class of Canada in which the investment fund is a reporting issuer. All All AB BC MB NB NL NT Public listing status of the investment fund If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. ON PE QC SK YT </td
Money market       Equity       Fixed income       Balanced         Alternative strategies       Cryptoasset       Other (describe)
Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITs Fund <sup>1</sup> 'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. c) Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund Is the investment fund a reporting issuer status of the investment fund is a reporting issuer. If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All AB BC MB MB NB NL NT NS NU ON PE QC SK YT e) Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number
Indicate whether one or both of the following apply to the investment fund.  Invests primarily in other investment fund issuers  Is a UCITs Fund <sup>1</sup> Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.  c) Date of formation and financial year-end of the investment fund  Date of formation and financial year-end of the investment fund  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 BC MB NB NL NT  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
Invests primarily in other investment fund issuers Is a UCITs Fund <sup>1</sup> "Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. c) Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund Bate of formation and financial year-end of the investment fund 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 All AB BC MB NB NL NT Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number If yes, securities primarily trade, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the
Is a UCITs Fund   'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. c) Date of formation and financial year-end of the investment fund   Date of formation and financial year-end of the investment fund   Date of formation   Pate of formation   YYYY   MM   DD   Financial year-end MM DD   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 All AB     NS   NS   NS   ND   Public listing status of the investment fund   If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number, provide below (first 6 digits only) 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
''Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.         c) Date of formation and financial year-end of the investment fund         Date of formation and financial year-end of the investment fund         0       Reporting issuer status of the investment fund         Is the investment fund a reporting issuer in any jurisdication of Canada?       No         If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.         All       AB         NS       NU         ON       PE         QC       SK       YT         e) Public listing status of the investment fund         If the investment fund has a CUSIP number, provide below (first 6 digits only)         CUSIP number
(EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.         c) Date of formation and financial year-end of the investment fund         Date of formation and financial year-end of the investment fund         Date of formation         YYYY       MM         MM       DD         d) Reporting issuer status of the investment fund         Is the investment fund a reporting issuer in any jurisdication of Canada?       No         If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.         All       AB         NS       NU         ON       PE         QC       SK         YT         e) Public listing status of the investment fund         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
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
d) Reporting issuer status of the investment fund   Is the investment fund a reporting issuer in any jurisdication of Canada?   Is the investment fund a reporting issuer in any jurisdication of Canada?   No   If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.   If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.   All AB   NS NU   ON PE   QC SK   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
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 NT  NS NU ON PE QC SK YT  e) Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only)  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
If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.   Image: All AB BC MB NB NL NT   NS NU ON PE QC SK YT   e) Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) 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
All AB BC MB NB NL NT   NS NU ON PE QC SK YT   e) Public listing status of the investment fund 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
e) Public listing status of the investment fund 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
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
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
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  to
\$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**

рі сс	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) Currency														
а	ı) (	Curr	ency												
Se	elect i	the c	urrency or curre	ncies i	n which the dis	tribution w	as made. All	dollar amounts provid	ded in	the report i	nust be	e in Canadi	an dollars.		
$\checkmark$	] Ca	anac	lian dollar		US dollar	<b>E</b>	Euro	Other (describ	e)						
b	) [	Distr	ibution date(s)	)											
a	s botl	h the	start and end d period covered	ates. If by the	f the report is be e report.			ecurities distributed o listributed on a contir					e the distribution date d dates for the		
			St	art da	<sup>te</sup> 2018	07	04	End da	ate	2018	07				
					YYYY	MM	DD			YYYY	MM	DD			
	c) Detailed purchaser information														
<u>с</u>	Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.														
C	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 \$														
ę	Secur code		CUSIP number (if applicable)		Descriptic	on of security	1	Number of securities		Single or lowest price		hest price	Total amount		
F	R	s		Clas Sha	ss A Preferre res	ed Non-∖	/oting	1,661,000.0	0	1.0000	)	1.0000	1,661,000.00		
F	R	s			ss B Series ' ng Shares	B' Prefei	rred Non-	808,671.0	0	1.0000	)	1.0000	808,671.00		
F	R	s											7,169,025.00		
e	e) [	Deta	ils of rights an	id cor	nvertible/exch	angeable	securities								
								e price and expiry dat rms for each convertil					exchangeable securities		
e	Convexcha secur	ngea	ble Underlyin			cise price hadian \$) High	nest	Expiry date (YYYY- MM-DD)		version ratio	Des	Describe other items (if applicable)			
f	) S	umi	mary of the dis	stribut	tion by jurisdie	ction and	exemption								
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			Exen	nption relied or	n	Nun	nber of unique purchasers	e <sup>2a</sup>	Total a	mount (Canadian \$)		
			Alberta		NI 45-106 2 (AB, SK, O			nemorandum]			15		379,438.00		
	E	Briti	sh Columbia		NI 45-106 2 associates]	2.5 [Fam	ily, friends	and business			1		900,000.00		
	E	Briti	sh Columbia		NI 45-106 2 NL)	2.9(1) [O	ffering me	morandum] (BC,		Ę	536		7,560,678.00		

Nova Scotia	NI 45-106 2.9(2.1) [Offering memorandum] (AB, SK, ON, QC, NB, NS)	3	23,072.00				
Ontario	NI 45-106 2.9(2.1) [Offering memorandum] (AB, SK, ON, QC, NB, NS)	83	625,214.00				
Québec	NI 45-106 2.9(2.1) [Offering memorandum] (AB, SK, ON, QC, NB, NS)	9	139,294.00				
Saskatchewan	NI 45-106 2.9(2.1) [Offering memorandum] (AB, SK, ON, QC, NB, NS)	1	2,100.00				
British Columbia	NI 45-106 2.3 [Accredited investor]	1	8,900.00				
	Total dollar amount of securities distributed						
	Total number of unique purchasers <sup>2b</sup> 49						

<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>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 net proceeds to the investment fund	

<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)

Ітем 8 - Со	MPENSATIO	N INFORMATION		
		rson (as defined in NI 45-106) to whom the issuer directly provides, o <b>itional copies of this page if more than one person was, or will</b>	,	
Indicate whet	her any compens	ation was paid, or will be paid, in connection with the distribution.		
🗌 No	✓ Yes	If yes, indicate number of persons compensated.	3	

a) Name of person compensated and registration status														
Indicate whether the person cor	npensated is a regist	rant.			🗌 No		$\checkmark$	Yes						
If the person compensated is an	individual, provide	the nam	e of the	individ	ual.									
Full legal name of indiv	idual													
		Family n	ame			Firs	t given n	iame		Sec	ondary g	jiven nar	nes	]
If the person compensated is no	et an individual, prov	ide the f	following	ı inforn	nation.									
Full legal name	of non-individual	Raym	ond Jai	mes L	td.									
F	irm NRD number	8	2	4	0				(if app	licable)				
Indicate whether the person cor	Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. No Ves													
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.														
If a firm NRD number is not pro	ovided in Item 8 (a), p	provide i	the busin	ness coi	ntact info	rmation	of the	person l	being con	npensated.				
Street address														
Municipality							P	Provinc	e/State					
Country						Ρ	ostal o	code/Zi	p 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 B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.														
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														
✓ 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	commissions, securiti ch as clerical, printin	es-based g, legal	d compei or accou	nsation nting s	n, gifts, dis services. A	counts n issuer	or othe r is not i	r compe required	nsation. I to ask fo	Do not repo	ort payr	nents fo	or servio	ces
Cash commissions pa	iid	98.37						Security	code 1	Security c	ode 2	Securit	ty code :	3
Value of all securitie	es			6	o ourity or	dee	- E						., 0000	<u> </u>
distributed as compensatio	n <sup>4</sup>			3	ecurity co	lues	L							
Describe t	erms of warrants, or	otions o	r other ri	ghts										
Other compensation	n <sup>5</sup>		Desc	cribe										
Total compensation pa	id	98.37												
Check box if the pe	rson will or may rec	eive any	/ deferre	d com	pensatior	(descr	ibe the	terms b	elow)					
Raymond James Voting Shares, 19 Voting Shares.														
<sup>4</sup> Provide the aggregate value of additional securities of the issu- rights exercisable to acquire an <sup>5</sup> Do not include deferred comp	er. Indicate the sec dditional securities d	urity cod	les for a											

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 name	e of the i	ndividu	ıal.								
Full legal name of indiv	idual												
		Family na	ime			First	given n	ame		Seco	ondary give	n names	
If the person compensated is no	t an individual, prov	ide the fo	ollowing	inform	ation.								
Full legal name	of non-individual	PI Fina	ancial										
Fi	rm NRD number	5	2	9	0				(if appl	icable)			
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. No 🖌 Yes													
b) Business contact information													
If a firm NRD number is not pro	ovided in Item 8 (a), J	orovide tl	he busin	ess con	tact info	mation	of the p	person b	eing com	pensated.			
Street address													
Municipality							Р	rovince	e/State				
Country						P	ostal c	ode/Zi	p 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 B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.													
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													
d) Compensation details													
Provide details of all compensati Canadian dollars. Include cash c incidental to the distribution, suc allocation arrangements with th	ommissions, securiti ch as clerical, printin	es-based g, legal c	comper or accoui	nsation, nting se	gifts, dis ervices. A	counts c n issuer	or other is not r	<sup>.</sup> compe equired	nsation. E to ask foi	Do not repo	ort payme	nts for se	ervices
Cash commissions pa	id	2.19						Security	code 1	Security co	ode 2	Security co	ode 3
Value of all securitie	s			Se	Security codes								
distributed as compensatio	n <sup>4</sup>					005							
Describe to	erms of warrants, or	otions or	other riç	ghts									
Other compensation			Desc	ribe									
Total compensation pa	id	2.19											
Check box if the pe	rson will or may rec	eive any	deferred	d comp	ensation	(descri	be the	terms b	elow)				
PI Financial will re Shares, 1% on Cla 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 seco Iditional securities c	urity code	es for all										er

a) Name of person comper	sated and regis	tration st	tatus										
Indicate whether the person comp	ensated is a registr	ant.		🗌 No		$\checkmark$	Yes						
If the person compensated is an in	dividual, provide ti	he name d	of the indi	vidual.									
Full legal name of individ	ual												
	F	amily nam	ie		First	t given na	ame		Seco	ondary g	given nar	nes	
If the person compensated is not a	ın individual, provi	de the foll	lowing inf	ormation.									
Full legal name of	non-individual	Industrie	elle Alliar	nce Valeur	s Mobi	lieres							
Firm	NRD number	1	5 4	4 0	0			(if appl	icable)				
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. No 🗸 Yes													
b) Business contact information													
If a firm NRD number is not provid	ded in Item 8 (a), p	rovide the	e business	contact info	rmation	of the p	person b	eing com	pensated.				
Street address													
Municipality						Р	rovince	e/State					
Country					Р	ostal c	ode/Zij	o 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 B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.													
Connect with the issuer or investment fund manager Insider of the purposes of completing this section.													
<ul> <li>Director or officer of the investment fund or investment fund manager</li> <li>Employee of the issuer or investment fund manager</li> <li>None of the above</li> </ul>													
d) Compensation details													
Provide details of all compensation	naid or to be paid	1 to the n	erson ider	ntified in Iter	n 8(a) ir	n connec	tion wit	th the dis	tribution F	Provide	all amc	unts i	
Canadian dollars. Include cash con	nmissions, securitie	s-based c	ompensat	ion, gifts, di	scounts	or other	compe	nsation. L	Do not repo	ort payn	nents fo	or serv	ices
incidental to the distribution, such allocation arrangements with the c									r details al	oout, or	report o	on, int	ernal
Cash commissions paid		2.74			<i>F</i> -	_	-		0				0
Value of all securities						-	Security	code 1	Security c	ode 2	Securit	ty code	
distributed as compensation <sup>4</sup>				Security co	odes								
Describe terr	ns of warrants, op	tions or o	ther rights	6									
Other compensation <sup>5</sup>			Describe	e									
Total compensation paid		2.74		L									
Check box if the perso	on will or may rece	ive any d	eferred co	ompensatior	n (descr	ibe the	terms b	elow)					
Industrielle Alliance Preferred Non-Votin Preferred Non-Votin	g Shares, 1% or												À
<sup>4</sup> Provide the aggregate value of a additional securities of the issuer rights exercisable to acquire addi <sup>5</sup> Do not include deferred compention <sup>5</sup> Do not include deferred compention	Indicate the secu	rity codes	s for all se										

ITEM 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 jurisdiction 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 of a foreign public issuer <sup>6</sup>								
Provide name of foreign public issuer								
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.								
<ul> <li><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.</li> <li><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.</li> <li>If the issuer is none of the above, check this box and complete Item 9(a) - (c).</li> </ul>								
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.								
	ip to issuer that apply)							
Province or country D	D P							
	/							
Granleese William R. British Columbia 🗸								
Dyck Victor British Columbia 🖌								
WorsnupChristopherGavinBritish Columbia✓								
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. F within Canada, state the province or territory; otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive O								
Organization or company nameFamily nameFirst given nameSecondary given namesResidential jurisdiction of individualRelationship to p (select one or both in								
Province or country D	0							

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 Fund Ltd.					
Full legal name	Granleese William		F		R.	
	Family name	First given name		Secondary given names		
Title	Portfolio Manager					
Telephone number	6045302301	Email address	will@antriminvestments.com			om
Signature	"William Granleese"	Date	2019	09	04	
			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.