

WEBFORM FILINGS TRAINING  
MAY 23, 2023



# SESSION INTRODUCTION

Filer Training



# WELCOME!

*A few items before we begin...*





# LEARNING OBJECTIVES

## 1. Submit a Participation Fee Form (ASC & OSC)

- Filing process
  - Company
  - Investment Fund
- Fees
- Form revisions

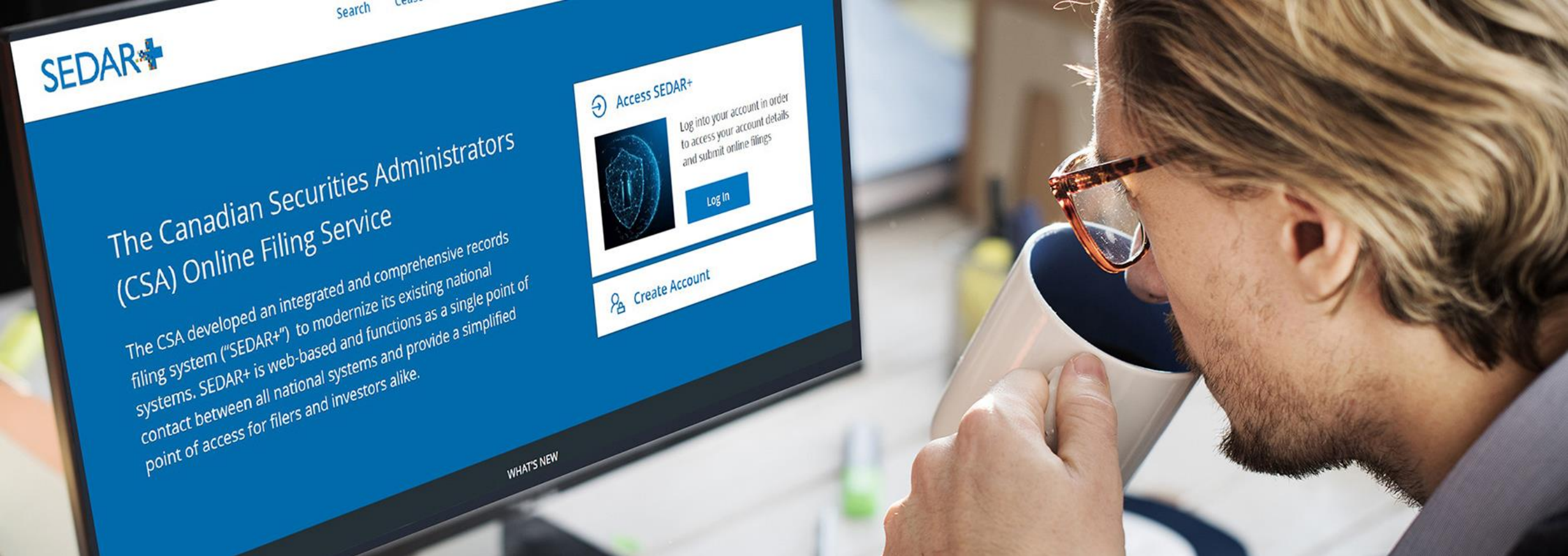
## 2. Reports of Exempt Distribution

1: Session Introduction (5 mins)

2: ASC/OSC participation fee form walkthrough (35 mins)

3. Report of exempt distribution walkthrough (50 mins)





## 2. PARTICIPATION FEE FORM FILING

# PARTICIPATION FEE FORM FILING - COMPANY

From your Dashboard, select 'Your Profiles'

- Click on the link for the profile you are filing for
- Select 'Actions' on the profile detail's view page
- Select 'Continuous disclosure'
- Select 'Create participation fee form'

## Actions

### Maintain profile

[Maintain company profile](#)

### Filings

[Exempt market offerings](#)

[Securities offerings](#)

[Applications, pre-filings and waivers](#)

[Continuous disclosure](#)

[Third party filings and securities acquisitions](#)

### Authority

[Request filing authority](#)



123 INC (000100257)

## Continuous disclosure

### Before you get started

You are creating a continuous disclosure filing. At any time, you can 'Save' the form and continue or return to the [Drafts](#) tab on your Dashboard. Throughout the process, you can navigate through sections, but all information stated otherwise.

Please refer to [Help Centre](#) for further details.

Filter services by:

### Annual

[Create annual financial statements](#)

[Create annual MD&A](#)

[Create annual certificates \(NI 52-109\)](#)

[Create annual information form](#)

[Create annual report](#)

[Create oil and gas annual disclosure \(NI 51-101\)](#)

[Create participation fee form](#)

[Create statement of executive compensation](#)



# PARTICIPATION FEE FORM FILING - COMPANY

Alternatively, the filing confirmation for the annual financial statements contains a link to create the participation fee form (if applicable)



123 INC (000100257)

Create annual financial statements

Submitted at 16 May 2023 13:11 EDT

Annual financial statements (06000178-00000001)

Your filing has been submitted.

You can view the filing under [Submitted work](#) on your dashboard.

[Create participation fee form](#)

Date	16 May 2023 13:11 EDT
Transaction reference	<a href="#">368415</a>
Client reference	[Not Provided]
Transaction status	Success
Payment method	Electronic funds transfer (EFT)
Amount	\$3,784.45
Payment receipt	<a href="#">000100257-06000178-00000001.pdf</a>

[Take me to my dashboard](#)



# PARTICIPATION FEE FORM FILING - COMPANY

- The 'Your progress' tracker walks you through the various steps on the filing to complete
- Pre-population of certain fields to aid in the filing completions:
  - Contact from the user account
  - Recipient agencies and principal regulator from filer profile

123 INC (000100178)

Create participation fee form

Expires in: 90 calendar days on 09 Aug 2023 11:13 EDT

Print

Step 1 of 5

Filing and contact details

Who is the main contact for this filing?

I am the main contact

Someone else

Do you want to add another contact for this filing?

Yes

No

Save and continue

Save

Exit

Your progress

1. Filing and contact details

2. [Agencies](#)

3. [Participation fee form](#)

4. [Fee attributes](#)

5. [Review and submit](#)

# PARTICIPATION FEE FORM FILING

AB and/or ON are the only jurisdictions that require the form.



[Français](#)

Brenda Tester

123 INC (000100257)

## Create participation fee form

Expires in: 90 calendar days on 14 Aug 2023 13:21 EDT

Print

Step 2 of 5

### Agencies

#### Recipient agencies

The jurisdictions from the profile have been selected by default. Please review and validate.

- ☒ Alberta
- ☒ Ontario

#### Principal regulator

The principal jurisdiction from the profile has been selected by default. Please review and validate. This information will not update the profile.

Ontario ▼

Save and continue

[Save](#)

[Exit](#)

### Your progress

1. [Filing and contact details](#) ✓
2. **Agencies**
3. [Participation fee form](#)
4. [Fee attributes](#)
5. [Review and submit](#)



# PARTICIPATION FEE FORM FILING

- A dropdown menu will display both the AB and ON forms
- Only need to enter data once

The screenshot shows the SEDAR+ web interface for filing a participation fee form. At the top, the SEDAR+ logo is on the left, and 'Français' and 'Brenda Tester' are on the right. Below this, a blue header bar contains the text '123 INC (000100257)', 'Create participation fee form', and 'Expires in: 90 calendar days on 14 Aug 2023 13:21 EDT'. A 'Print' button is in the top right corner of this bar. The main content area is titled 'Step 3 of 5 Participation fee form'. It features a section 'Select the participation fee form' with a dropdown menu. The dropdown is open, showing a list of form options: 'AB Form 13-501F1 and/or ON Form 13-502F1 (Class 1 and 3B Reporting Issuers - Participation Fee)', 'AB Form 13-501F2 and/or ON Form 13-502F2 (Class 2 Reporting Issuers - Participation Fee)', 'AB Form 13-501F3 (Adjustment of Fee Payment for Class 2 Reporting Issuers)', 'AB Form 13-501F4 and/or ON Form 13-502F3A (Class 3A Reporting Issuers - Participation Fee)', and 'AB Form 13-501F6 and/or ON Form 13-502F6 (Subsidiary Exemption Notice)'. Below the dropdown is an 'Exit' link. On the right side, a 'Your progress' section lists five steps: 1. Filing and contact details (checked), 2. Agencies (checked), 3. Participation fee form (highlighted with a blue bar), 4. Fee attributes, and 5. Review and submit.

SEDAR+

123 INC (000100257)  
Create participation fee form  
Expires in: 90 calendar days on 14 Aug 2023 13:21 EDT

Print

Step 3 of 5  
Participation fee form

Select the participation fee form

-- Please select --

- AB Form 13-501F1 and/or ON Form 13-502F1 (Class 1 and 3B Reporting Issuers - Participation Fee)
- AB Form 13-501F2 and/or ON Form 13-502F2 (Class 2 Reporting Issuers - Participation Fee)
- AB Form 13-501F3 (Adjustment of Fee Payment for Class 2 Reporting Issuers)
- AB Form 13-501F4 and/or ON Form 13-502F3A (Class 3A Reporting Issuers - Participation Fee)
- AB Form 13-501F6 and/or ON Form 13-502F6 (Subsidiary Exemption Notice)

[Exit](#)

Your progress

1. [Filing and contact details](#) ✓
2. [Agencies](#) ✓
3. **Participation fee form**
4. [Fee attributes](#)
5. [Review and submit](#)

# PARTICIPATION FEE FORM FILING


- Enter date of the previous financial year
- Select the type of reporting issuer, in this case Class 1 or 3B

Select the participation fee form

AB Form 13-501F1 and/or ON Form 13...

Reporting issuer name 123 INC (000100178)

End date of previous financial year  
DD/MM/YYYY



Type of reporting issuer

☐ Class 1 reporting issuer

☐ Class 3B reporting issuer

Highest trading marketplace  
Refer to the definition of "highest trading marketplace" under OSC Rule 13-502 Fees or ASC Rule 13-501 Fees.

-- Please select --

Market value  
Market value of listed or quoted equity securities

[+ Add equity symbol](#)

Fair value  
Fair value of outstanding debt securities (CAD) (2)

Details of debt security (if applicable)

[+ Add debt security details](#)

Your progress

1. [Filing and contact details](#) ✓
2. [Agencies](#) ✓
3. **Participation fee form**
4. [Fee attributes](#)
5. [Review and submit](#)

# PARTICIPATION FEE FORM FILING

- Display after entry of the reporting period data
- Have the ability to edit before submitting to fee calculator

GRR						<a href="#">Edit</a>	<a href="#">Remove</a>
Specified trading period or quarterly period	From	To	Closing price (CAD)	Number of securities	Market value of class or series (CAD)		
1st	01 Feb 2022	30 Apr 2022	\$1.0000	10,000.00	\$10,000.00		
2nd	01 May 2022	31 Jul 2022	\$1.0000	10,000.00	\$10,000.00		
3rd	01 Aug 2022	31 Oct 2022	\$1.0000	10,000.00	\$10,000.00		
4th	01 Nov 2022	31 Jan 2023	\$1.0000	10,000.00	\$10,000.00		
5th	N/A	N/A	N/A	N/A	N/A		
				Average	\$10,000.00		

Total average market value of class or series (1) \$10,000.00

SEDAR+ calculates the fees due on the filing at the time of submission

## Fee summary and payment

[Print](#)

Create participation fee form for 123 INC (000100257)

Filing category	Continuous disclosure
Filing type	Participation fee form
Filing sub-type	AB Form 13-501F1 and/or ON Form 13-502F1 (Class 1 and 3B Reporting Issuers - Participation Fee)

### Fees

*All fees are in Canadian Dollar (CAD)*

Jurisdiction	Description	Fee type	Amount
Alberta	AB Form 13-501F1 and/or ON Form 13-502F1 (Class 1 and 3B Reporting Issuers - Participation Fee)	Filing fee	\$400.00
Ontario	AB Form 13-501F1 and/or ON Form 13-502F1 (Class 1 and 3B Reporting Issuers - Participation Fee)	Filing fee	\$750.00
Total fees			\$1,150.00
Balance to be paid			\$1,150.00

### Payment details

Currency  
Canadian Dollar (CAD)

Amount  
\$1,150.00

Client Reference (if applicable)

Payment Method

# FILING CONFIRMATION

- On submission, a payment receipt is attached to the filing and emailed to the main contact on the filing
- PDF for each participation fee form is produced



123 INC (000100257)

Create participation fee form

Submitted at 16 May 2023 17:16 EDT

Participation fee form (06000227-00000001)

Your filing has been submitted.  
You can view the filing under [Submitted work](#) on your dashboard.

Participation fee form  
[ASC Form 13-501F1 for 123 INC - 16 May 2023.PDF](#)  
[OSC Form 13-502F1 for 123 INC - 16 May 2023.PDF](#)

Date	16 May 2023 17:16 EDT
Transaction reference	<a href="#">368475</a>
Client reference	[Not Provided]
Transaction status	Success
Payment method	Electronic funds transfer (EFT)
Amount	\$1,150.00
Payment receipt	<a href="#">000100257-06000227-00000001.pdf</a>

[Take me to my dashboard](#)




# PARTICIPATION FEE FORM PRODUCED


Example of ASC Form  
13-501F1 PDF  
produced from the  
filing

<p><i>Note: [01 Mar 2017] - The following is a consolidation of 13-501F1. It incorporates amendments to this document that came into effect on March 1, 2017. This consolidation is provided for your convenience and should not be relied on as authoritative.</i></p> <p><b>FORM 13-501F1</b> <b>CLASS 1 REPORTING ISSUERS AND CLASS 3B REPORTING ISSUERS - PARTICIPATION FEE</b> <b>MANAGEMENT CERTIFICATION</b></p> <div><p>I, <u>DOE, John</u>, an officer of the reporting issuer noted below have examined this Form 13-501F1 (the <b>Form</b>) being submitted hereunder to the Alberta Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.</p><p>(s) <u>DOE, John</u> <u>16 May 2023</u></p><p>Name: DOE, John Date:</p><p>Title: CFO</p></div> <p>Reporting Issuer Name: 123 INC (000100257)</p> <p>End date of previous financial year: 31 Jan 2023</p> <p>Type of Reporting issuer: <input checked="" type="checkbox"/> Class 1 reporting issuer <input type="checkbox"/> Class 3B reporting issuer</p> <p>Highest Trading Marketplace: TSX Venture (TSXV)</p> <p><u>Market value of listed or quoted equity securities:</u></p> <p>Equity Symbol GRR</p> <p>1st Specified Trading Period (dd/mm/yy) 01/02/22 to 30/04/22</p> <p>Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace \$ 1.0000 (i)</p>		<p>quoted on the highest trading marketplace</p> <p>Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period 10000.00 (ii)</p> <p>Market value of class or series (ii) x (i) \$ 10000.00 (A)</p> <p>2nd Specified Trading Period (dd/mm/yy) 01/05/22 to 31/07/22</p> <p>Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace \$ 1.0000 (iii)</p> <p>Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period 10000.00 (iv)</p> <p>Market value of class or series (iii) x (iv) \$ 10000.00 (B)</p> <p>3rd Specified Trading Period (dd/mm/yy) 01/08/22 to 31/10/22</p> <p>Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace \$ 1.0000 (v)</p> <p>Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period 10000.00 (vi)</p> <p>Market value of class or series (v) x (vi) \$ 10000.00 (C)</p> <p>4th Specified Trading Period (dd/mm/yy) 01/11/22 to 31/01/23</p>
<p>Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace \$ 1.0000 (vii)</p> <p>Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period 10000.00 (viii)</p> <p>Market value of class or series (vii) x (viii) \$ 10000.00 (D)</p> <p>5th Specified Trading Period (dd/mm/yy) N/A</p> <p>Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace \$ N/A (ix)</p> <p>Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period N/A (x)</p> <p>Market value of class or series (ix) x (x) \$ N/A (E)</p> <p>Average Market Value of Class or Series (Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through E above)) \$ 10000.00 (1)</p> <p>(Repeat the above calculation for each other class or series of equity securities of the reporting issuer (and a subsidiary, if applicable) that was listed or quoted on a marketplace at the end of the previous financial year)</p> <p>Fair value of outstanding debt securities: (Provide details of how value was determined) \$ 0.00 (2)</p> <p>Capitalization for the previous financial year (1) + (2) \$ 10,000.00</p>	<p>Late Fee, if applicable \$ N/A</p> <p>Total Fee Payable (Participation Fee plus Late Fee) \$ 400.00</p>	

# VIEW PARTICIPATION FEE FORM

## Public view of the filing

 Menu




Français

Login


123 INC (000100257)

View participation fee form (06000227)

 Print

Public documents

Public documents

Filter by document type 


Displaying 1-2 of 2 results

Date	Document type	File format	File size	Submission number
16 May 2023 17:13 EDT	<a href="#">AB form 13-501F1 (class 1 and 3B reporting issuers - participation fee)</a>	PDF	57 KB	00000001
16 May 2023 17:13 EDT	<a href="#">ON form 13-502F1 (class 1 and 3B reporting issuers - participation fee)</a>	PDF	55 KB	00000001

[Exit](#)

# AB PARTICIPATION FEE FORM – INVESTMENT FUNDS

From the Investment Fund Group select funds applicable to the filing

[Français](#) Brenda Tester

Canada Group (000100397)  
Create participation fee form  
Expires in: 90 calendar days on 15 Aug 2023 10:46 EDT [Print](#)

Step 1 of 5  
Filing and contact details

**Who is the main contact for this filing?**  
☒ I am the main contact ☐ Someone else  
Your contact details  
TESTER, Brenda  
MH Filing Agency  
tester  
[btester@email.ca](mailto:btester@email.ca)

**Do you want to add another contact for this filing?**  
☐ Yes ☒ No

**Select the investment funds applicable to this filing**  
When you deselect or remove an investment fund from this list, both the fund and any of its associated details will also be removed  
☒ [Select all funds](#)  
☒ Fund1 (000100398)  
☒ Fund2 (000100399)

[Save and continue](#) [Save](#)

[Exit](#)

**Your progress**  
1. **Filing and contact details**  
2. [Agencies](#)  
3. [Participation fee form](#)  
4. [Fee attributes](#)  
5. [Review and submit](#)

# AB PARTICIPATION FEE FORM – INVESTMENT FUNDS

Fees are charged per fund



[Français](#)

Brenda Tester

## Fee summary and payment

Print

Create participation fee form for Canada Group (000100397)

Filing category Continuous disclosure  
Filing type Participation fee form  
Filing sub-type AB Form 13-501F5 (Investment Fund - Participation Fee)

### Fees

*All fees are in Canadian Dollar (CAD)*

Jurisdiction	Description	Fund	Fee type	Amount
Alberta	AB Form 13-501F5 (Investment Fund - Participation Fee)	Fund1 (000100398)	Filing fee	\$350.00
	AB Form 13-501F5 (Investment Fund - Participation Fee)	Fund2 (000100399)	Filing fee	\$350.00
			<b>Total fees</b>	<b>\$700.00</b>
			<b>Balance to be paid</b>	<b>\$700.00</b>

### Payment details

Currency  
Canadian Dollar (CAD)

Amount  
\$700.00

Client Reference (if applicable)

Payment Method

Electronic funds transfer (EFT)



# AB PARTICIPATION FEE FORM – INVESTMENT FUNDS

Filing confirmation includes a link to the PDF form

Canada Group (000100397)  
Create participation fee form

Submitted at 17 May 2023 13:10 EDT

Participation fee form (06000317-00000001)

Your filing has been submitted.  
You can view the filing under [Submitted work](#) on your dashboard.

Participation fee form  
[ASC Form 13-501F5 for Canada Group - 17 May 2023.PDF](#)

Date	17 May 2023 13:10 EDT
Transaction reference	<a href="#">368558</a>
Client reference	[Not Provided]
Transaction status	Success
Payment method	Electronic funds transfer (EFT)
Amount	\$700.00
Payment receipt	<a href="#">000100397-06000317-00000001.pdf</a>

[Take me to my dashboard](#)

# AB PARTICIPATION FEE FORM – INVESTMENT FUNDS

Form 13-501F5  
displays schedule A for  
funds included on the  
form

## FORM 13-501F5 INVESTMENT FUND – PARTICIPATION FEE MANAGEMENT CERTIFICATION

I, DOE, John, a manager of the investment fund(s) noted below have examined this Form 13-501F5 (the **Form**) being submitted hereunder to the Alberta Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s) DOE, John 17 May 2023

Name: DOE, John

Date:

Title: CFO

**Investment Fund Name:** '(see Schedule A)'

*(If this form is being filed for more than one investment fund, enter 'See Schedule A' in the 'Investment Fund Name' field and identify the full legal name of each fund in Schedule A)*

**Financial year end date:** 30 Sep 2022

The investment fund(s) is(are) required to file an annual financial statement pursuant to National Instrument 81-106 *Investment Fund Continuous Disclosure*.

**Participation Fee** \$350.00

**Number of Investment Funds** x 2

**Total Fee Payable** \$700.00  
*(Participation Fee multiplied by the number of Investment Funds)*

## Schedule A

Investment Fund Name
Fund1 (000100398)
Fund2 (000100399)

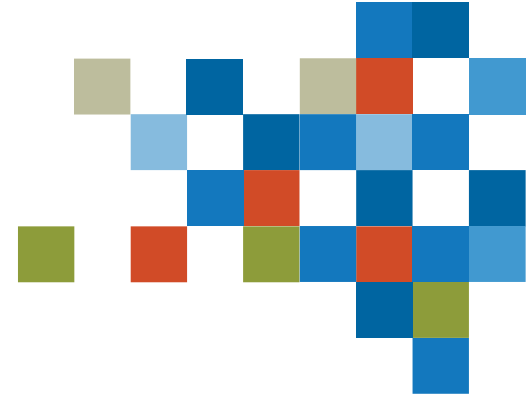
*(Enter the full legal name of each investment fund included in this form)*



# CORRECTIONS TO PARTICIPATION FEE FORMS

- Participation fee forms cannot be amended or maintained in SEDAR+
- Any changes would require the creation of a new filing and prompt a new fee payment
- Filers will need to request a fee exception from each jurisdiction or pay the fees again and request a refund afterwards
- More information on requesting a fee exception can be found on the SEDAR+ Help Centre via the following link to [What is a fee exception?](#)





QUESTIONS?





### 3. REPORT OF EXEMPT DISTRIBUTION FILING

# REPORT OF EXEMPT DISTRIBUTION FILING

From your Dashboard, select 'Your Profiles'

- Click on the link for the profile you are filing for
- Select 'Actions' on the profile detail's view page
- Select 'Exempt market offerings'
- Select 'Create report of exempt distribution (Form 45-106F1)'

## Actions

### Maintain profile

[Maintain company profile](#)

### Filings

[Exempt market offerings](#)

[Securities offerings](#)

[Applications, pre-filings and waivers](#)

[Continuous disclosure](#)

[Third party filings and securities acquisitions](#)

### Authority

[Request filing authority](#)

Evan Venture Testco (000100095)

## Exempt market offerings

 Print

### Before you get started

You are creating an exempt market offerings filing. At any time, you can 'Save' the form and continue or return to complete it later by accessing the [Drafts](#) tab on your Dashboard. Throughout the process, you can navigate through sections, but all information is mandatory, unless stated otherwise.

Please refer to [Help Centre](#) for further details.

Filter services by:

-- Please Select --

### Exempt market offerings and disclosure

[Create report of exempt distribution \(Form 45-106F1\)](#)

[Create report of distributions outside Canada \(Form 72-503F\) relying on Ontario local rule 72-503](#)

### Exempt market offerings

[Create offering memorandum \(2.9 of NI 45-106\)](#)

[Create marketing materials \(2.9 of NI 45-106\)](#)

[Create offering memorandum \(Other than 2.9 of NI 45-106\)](#)

[Create real estate offering document](#)

[Create listed issuer financing exemption - offering document](#)

[Create notifications](#)

[Create rights offering material](#)

[Create rights offering - minimal connection](#)

[Create crowdfunding - offering document \(MI 45-108\)](#)

[Create technical report\(s\) \(NI 43-101\)](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Select 'Create report of exempt distribution (Form 45-106F1)' from the dropdown menu.
- Click 'Create report of exempt distribution (Form 45-106F1)'



[Français](#)

2UAT5688 ASUEF

Evan Venture Testco (000100095)

Create report of exempt distribution

Print

## Before you get started



If you are relying on BCI 45-505, report the distribution using other exempt market offering filings e.g. Annual Financial Statements - Non-Reporting Issuers, Notice of Use of Proceeds, Change in Year End Filings - Non-Reporting Issuers, Alternate Reporting Requirements of Eligible Pooled Funds , and Notifications.

If you are an issuer other than an investment fund relying on a prospectus exemption in OSC Rule 72-503, the OSC would not object to you filing a Form 45-106F1 instead of a Form 72-503F provided (a) you complete Form 45-106F1 within the time frame required for the filing of that form, (b) the Form 45-106F1 includes the information that would otherwise be required in Form 72-503F, (c) Form 45-106F1 is completed in its entirety (including the schedules), and (d) you pay the prescribed filing fee for Form 45-106F1.

At any time, you can 'Save' the form and continue or return to complete it later by accessing the [Drafts](#) tab on your Dashboard. Throughout the process, you can navigate through sections, but all information is mandatory, unless stated otherwise.

Please refer to [Help Centre](#) for further details.

## Create report of exempt distribution



Create report of exempt distribution (Form 45-106F1) ▼

Create report of exempt distribution (Form 45-106F1)

# REPORT OF EXEMPT DISTRIBUTION FILING

Step 1 of 16

Information about this filing

Are you relying on an exemptive relief order to file outside of the 10 days distribution?

Yes

**No**

Are you relying on any other exemptive relief order for the filing of the report of exempt distribution?

Yes

**No**

Select recipient agencies

- ☐ All provinces and territories of Canada
- ☐ All provinces of Canada
- ☐ Alberta
- ☐ British Columbia
- ☐ Manitoba
- ☐ New Brunswick
- ☐ Newfoundland and Labrador
- ☐ Northwest Territories
- ☐ Nova Scotia
- ☐ Nunavut
- ☒ Ontario

Your progress

1. Information about this filing

2. [Item 1 - Report type](#)

3. [Item 2 - Party certifying the report](#)

4. [Item 3 - Issuer name and other identifiers](#)

5. [Item 4 - Underwriter information](#)

6. [Item 5 - Issuer information](#)

7. [Item 6 - Investment fund issuer information](#)

8. [Item 7 - Information about the distribution](#)

9. [Item 8 - Compensation information](#)

10. [Item 9 - Directors, executive officers and promoters](#)

11. [Item 10 - Certification](#)

12. [Item 11 - Contact Person](#)

13. [Documents](#)

14. [Fee attributes](#)

15. [Review and submit](#)

16. [Review generated documents](#)

- Answer exemptive relief questions ( 'No' in most cases)
- Select recipient agencies
- Select principal regulator
- Add comments (if applicable)
- Save and continue

Principal regulator for this filing

Principal regulator for this filing

Ontario

Filer comments (if applicable)

Save and continue

[Save](#)

[Exit](#)

7. [Item 6 - Investment fund issuer information](#)

8. [Item 7 - Information about the distribution](#)

9. [Item 8 - Compensation information](#)

10. [Item 9 - Directors, executive officers and promoters](#)

11. [Item 10 - Certification](#)

12. [Item 11 - Contact Person](#)

13. [Documents](#)

14. [Fee attributes](#)

15. [Review and submit](#)

16. [Review generated documents](#)



# REPORT OF EXEMPT DISTRIBUTION FILING

- Select Report type 'New' from the dropdown menu

*Note: there is also an option to Amend a previously filed report on BCSC eServices, OSC's E-Portal, or paper*

- Save and continue
- In this case, the Issuer is the Party certifying the report
- Save and continue

Step 2 of 16

## Item 1 - Report type

Report type

New

Save and continue

[Save](#)

[Exit](#)

## Your progress

1. [Information about this filing](#) ✓
2. Item 1 - Report type
3. [Item 2 - Party certifying the report](#)
4. [Item 3 - Issuer name and other identifiers](#)

Step 3 of 16

## Item 2 - Party certifying the report

Indicate the party certifying the report (select only one)

For guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National Instrument 81-106 Investment Fund Continuous Disclosure and the companion policy to NI 81-106. (in Québec, Regulation 81-106 respecting Investment Fund Continuous Disclosure and the Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure).

Issuer (other than an investment fund)

Save and continue

[Save](#)

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. Item 2 - Party certifying the report
4. [Item 3 - Issuer name and other identifiers](#)
5. [Item 4 - Underwriter information](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Issuer name will display on this page, as well as website and LEI, if provided in the profile
  - Indicate whether there is a co-issuer ('No' in most cases)
  - Save and continue
- 
- Underwriter field is blank in this example because there is no Underwriter
  - Save and continue

Step 4 of 16

## 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 Evan Venture Testco

Previous full legal name

Prepopulated with the most recent previous name of Issuer, if the issuer's name that was changed in the last 12 months.

Website (if applicable)

Legal entity identifier (LEI)

Is there a co-issuer?

Yes

No

Save and continue

[Save](#)

Step 5 of 16

## Item 4 - Underwriter information

Save and continue

[Save](#)

[Exit](#)

### Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. **Item 3 - Issuer name and other identifiers**
5. [Item 4 - Underwriter information](#)
6. [Item 5 - Issuer information](#)
7. [Item 6 - Investment fund issuer information](#)

### Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. **Item 4 - Underwriter information**



- NAICS industry code will be displayed and pulled from the Issuer profile. It can also be changed here.
- Answer the question about the Issuer's primary business by selecting applicable dropdown menu items
- Enter the number of employees from the range options in the dropdown menu
- The profile number is automatically displayed
- Save and continue

Step 6 of 16

## Item 5 - Issuer information

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

325410 - Pharmaceutical and medicine manufacturing

[Change](#)

Is the issuer's primary business to invest all or substantially all of its assets in any of the following?

Select all that apply

× Not applicable

## b) Number of employees

## Number of employees

100 - 499

c) Profile number

000100095

Save and continue

[Save](#)

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. Item 5 - Issuer information
7. [Item 6 - Investment fund issuer information](#)
8. [Item 7 - Information about the distribution](#)
9. [Item 8 - Compensation information](#)
10. [Item 9 - Directors, executive officers and promoters](#)
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Our example is a non-investment fund or Issuer filing. Therefore, the Investment fund issuer information is greyed out and not applicable.
- Save and continue

Step 7 of 16

## Item 6 - Investment fund issuer information

### a) Investment fund manager information

Profile number of investment fund manager (if applicable)

Firm NRD number (if applicable)

Full legal name (if applicable)

### b) Type of investment fund

Type of investment fund that most accurately identifies the issuer (select only one) (if applicable)

Indicate whether one or both of the following apply to the investment fund (if applicable)

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) Net asset value (NAV) of the investment fund

Net asset value (NAV) of the investment fund (if applicable)

Select the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).

Date of NAV calculation (if applicable)

### Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. **Item 6 - Investment fund issuer information**
8. [Item 7 - Information about the distribution](#)
9. [Item 8 - Compensation information](#)
10. [Item 9 - Directors, executive officers and promoters](#)
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)
13. [Documents](#)
14. [Fee attributes](#)
15. [Review and submit](#)
16. [Review generated documents](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Select Currency from the dropdown menu (e.g., Canadian Dollar)
- Enter the distribution date(s) within an acceptable 10 calendar day period. Dates must be less than or equal to the current date.
- Upload or drag and drop your Schedule 1 list of purchaser data using the prescribed CSA template

Step 8 of 16

## 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.

### a) Currency

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

▼

### b) Distribution dates

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

DD/MM/YYYY

16/05/2023



#### End date

DD/MM/YYYY

16/05/2023



### c) Detailed purchaser information

#### Schedule 1

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

⬆

Drag and drop here to upload, or [browse files](#)

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. **Item 7 - Information about the distribution**
9. [Item 8 - Compensation information](#)
10. [Item 9 - Directors, executive officers and promoters](#)
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)
13. [Documents](#)
14. [Fee attributes](#)
15. [Review and submit](#)
16. [Review completed](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

## 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.

+ Add types of securities distributed

► [See description of security types](#)

### Security Code

Units (UNT) ▼

### CUSIP (if applicable)

Enter full 9 digits Committee on Uniform Security Identification Procedures (CUSIP) Number

### Description of security

Each UNT consists of 1 Common Share, 1/4 of 1 Common Share Purchase Warrant

### Number of securities

3,500,000.0000

### Single or lowest price (Canadian \$)

0.1000

### Highest price (Canadian \$) (if applicable)

### Total amount (Canadian \$)

350,000.0000

[Cancel](#)

[Save](#)

[filing](#)

2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#)
9. [Item 8 - Compensation information](#) ⚠
10. [Item 9 - Directors, executive officers and promoters](#)
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)
13. [Documents](#)
14. [Fee attributes](#)
15. [Review and submit](#)
16. [Review generated documents](#)

- Enter details for securities distributed (Security Code, CUSIP, Description, Number, Price, Total Amount) and click 'Save'
- Once saved, the summary will appear as shown in the image below

Security Code	CUSIP number (if applicable)	Description of security	Number of securities	Single or lowest price (Canadian \$)	Highest price (Canadian \$)	Total amount (Canadian \$)	Actions
UNT		Each UNT consists of 1 Common Share, 1/4 of 1 Common Share Purchase Warrant	3,500,000.0000	\$0.1000		\$350,000.0000	<a href="#">Edit</a> <a href="#">Remove</a>

# REPORT OF EXEMPT DISTRIBUTION FILING

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

☐ Not applicable

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.

[+ Add right or convertible/exchangeable security](#)

[See description of security types](#)

Convertible/exchangeable security code

Warrants (WNT) ▼

Underlying Security code

Common shares (CMS) ▼

Lowest exercise price (Canadian \$)

0.1500

Highest exercise price (Canadian \$) (if applicable)

Expiry Date (if applicable)

DD/MM/YYYY

31/12/2023



Conversion ratio (if applicable)

1:1

Describe other terms (if applicable)

[Cancel](#)

[Save](#)

2. [Item 1 - Report type](#) ✓

3. [Item 2 - Party certifying the report](#) ✓

4. [Item 3 - Issuer name and other identifiers](#) ✓

5. [Item 4 - Underwriter information](#) ✓

6. [Item 5 - Issuer information](#) ✓

7. [Item 6 - Investment fund issuer information](#) ✓

8. [Item 7 - Information about the distribution](#) ⚠

9. [Item 8 - Compensation information](#)

10. [Item 9 - Directors, executive officers and promoters](#)

11. [Item 10 - Certification](#)

12. [Item 11 - Contact Person](#)

13. [Documents](#)

14. [Fee attributes](#)

15. [Review and submit](#)

16. [Review generated documents](#)


- If applicable, fill in Convertible/exchangeable securities section. Otherwise, click 'Not applicable'
- Use '+' to add information
- Click 'Save'
- Once saved, the summary will appear as shown in the image below

Convertible / exchangeable security code	Underlying Security code	Lowest exercise price (Canadian \$)	Highest exercise price (Canadian \$)	Expiry Date	Conversion ratio (if applicable)	Describe other terms (if applicable)	Actions
WNT	CMS	\$0.1500		Sun Dec 31 00:00:00 EST 2023	1:1		<a href="#">Make changes</a> <a href="#">Remove</a>

# REPORT OF EXEMPT DISTRIBUTION FILING

## 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.

 [+ Add distribution by jurisdiction and exemption](#)

### Province or country

#### Country

Canada

#### Province

Ontario

### Exemption relied on

NI 45-106 2.3 [Accredited investor]

### Number of unique purchasers

In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

3

### Total amount (Canadian \$)

350,000.0000

Cancel

Save

2. [Item 1 - Report type](#) ✓

3. [Item 2 - Party certifying the report](#) ✓

4. [Item 3 - Issuer name and other identifiers](#) ✓

5. [Item 4 - Underwriter information](#) ✓

6. [Item 5 - Issuer information](#) ✓

7. [Item 6 - Investment fund issuer information](#) ✓

8. [Item 7 - Information about the distribution](#) ⚠

9. [Item 8 - Compensation information](#)

10. [Item 9 - Directors, executive officers and promoters](#)

11. [Item 10 - Certification](#)

12. [Item 11 - Contact Person](#)

13. [Documents](#)

14. [Fee attributes](#)

15. [Review and submit](#)

16. [Review generated documents](#)

- Add distribution details by jurisdiction and exemption using the '+' Add new entries for each jurisdiction and exemption, as applicable
- Click 'Save'
- Record total number for unique purchasers
- Save and continue

Province or country	Exemption relied on	Number of unique purchasers	Total amount (Canadian \$)	Actions
Ontario	NI 45-106 2.3 [Accredited investor]	3	\$350,000.0000	<a href="#">Edit</a> <a href="#">Remove</a>

Total dollar amount of securities distributed \$350,000.0000

### Total number of unique purchasers

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.

3

## 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.

[+ Add net proceeds](#)

Save and continue

[Save](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Record compensation information, if any by answering 'Yes'. Otherwise, select 'No'
- Use the '+' to add compensation
- Use this section to record individual or non-individual compensated parties
- There is an option to indicate registrant status with an NRD lookup, if applicable

## a) Name of person compensated and registration status

Is this person an individual or non-individual?

Individual

Non-individual

Indicate whether the person compensated is a registrant

Yes

No

Firm NRD number

Search by name or NRD number



[Not found, enter details manually](#)

Step 9 of 16

## Item 8 - Compensation information

Provide information for each person (as defined in NI 45-106) (in Québec, Regulation 45-106) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution.

Indicate whether any compensation was paid, or will be paid, in connection with the distribution.

Yes

No

+ Add compensation

## a) Name of person compensated and registration status

Is this person an individual or non-individual?

Individual

Non-individual

Full legal name of individual

Family name

Tester

First given name

James

Secondary given names



N/A

Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal

Yes

No

## Your progress

- [Information about this filing](#) ✓
- [Item 1 - Report type](#) ✓
- [Item 2 - Party certifying the report](#) ✓
- [Item 3 - Issuer name and other identifiers](#) ✓
- [Item 4 - Underwriter information](#) ✓
- [Item 5 - Issuer information](#) ✓
- [Item 6 - Investment fund issuer information](#) ✓
- [Item 7 - Information about the distribution](#) ⚠
- Item 8 - Compensation information**
- [Item 9 - Directors, executive officers and promoters](#)
- [Item 10 - Certification](#)
- [Item 11 - Contact Person](#)
- [Documents](#)
- [See attributes](#)



# REPORT OF EXEMPT DISTRIBUTION FILING

## b) Business contact information

If a firm NRD number is not provided, provide the Business contact information of the person being compensated.

### Address

Country

Canada

Street address (line 1)

123 Test

(line 2)

Department (if applicable)

Postal code

L0C1H0

City/Town

Testtown

Province

Ontario

[Search for an address](#)

### Email address

emarquis@osc.gov.on.ca

[Add another email address](#)

### Telephone number

Number

Ext

+1 4165555555

[Add another 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 (in Québec, Regulation 45-106) for the purposes of completing this section.

Connected with the issuer or investment fund manager

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ⚠
9. [Item 8 - Compensation information](#)
10. [Item 9 - Directors, executive officers and promoters](#)
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)
13. [Documents](#)
14. [Fee attributes](#)
15. [Review and submit](#)
16. [Review generated documents](#)

- If an NRD number is not provided for a compensated party, business contact information is required and can be entered in this section
- Enter the relationship to the issuer or investment fund manager from the dropdown
- Once saved, it will appear as shown below

Indicate whether the person compensated is a registrant	Family name	First given name	Secondary given names	Full legal name of non-individual	Firm NRD number	Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal	
N	Marquis	Evan				N	<a href="#">Make changes</a> <a href="#">Remove</a>

# REPORT OF EXEMPT DISTRIBUTION FILING

- Record the compensation details in this section whether it is cash, securities or other
- Click 'Save'

*Note: An orange caution triangle icon in the previous section, in 'Your progress' indicates something is incomplete and needs to be populated before the report can be finalized*

## 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 amounts in 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 the directors, officers or employees of a non-individual compensated by the issuer.

### Cash commissions paid

### Value of all securities distributed as compensation (if applicable)

Provide the aggregate value of all securities distributed as compensation, excluding options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, including options, warrants or other rights exercisable to acquire additional securities of the issuer.

### Security codes (if applicable)

### Describe terms of warrants, options or other rights (if applicable)

### Other compensation (if applicable)

Do not include deferred compensation.

### Describe other compensation (if applicable)

Total compensation paid 10,000.0000

☐ Check box if the person will or may receive any deferred compensation (describe the terms below) (if applicable)

[Cancel](#)[Save](#)

## your progress

- [Information about this filing](#) ✓
- [Item 1 - Report type](#) ✓
- [Item 2 - Party certifying the report](#) ✓
- [Item 3 - Issuer name and other identifiers](#) ✓
- [Item 4 - Underwriter information](#) ✓
- [Item 5 - Issuer information](#) ✓
- [Item 6 - Investment fund issuer information](#) ✓
- [Item 7 - Information about the distribution](#) ⚠
- [Item 8 - Compensation information](#)
- [Item 9 - Directors, executive officers and promoters](#)
- [Item 10 - Certification](#)
- [Item 11 - Contact Person](#)
- [Documents](#)
- [Fee attributes](#)
- [Review and submit](#)
- [Review generated documents](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Depending on the answer to the dropdown menu option in this section, a Schedule 2 may be required. In this case, subsequent fields are greyed out because our sample Issuer is a Reporting issuer in Canada.
- If Schedule 2 is required, items 9a) and b) may be completed to produce the Schedule 2 which is auto-generated based on those data inputs

Step 10 of 16

## Item 9 - Directors, executive officers and promoters

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 a jurisdiction of Ca... ▼

### 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.

### b) Promoter information

### c) Residential address of each individual

#### Schedule 2 to Form 45-106F1

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

The information in this schedule 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.

### a) General information

Name of issuer

Evan Venture Testco

Certification date of the report

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ✓
9. [Item 8 - Compensation information](#) ✓
10. Item 9 - Directors, executive officers and promoters
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Items 9a) - c) are greyed out because they are not required in this example

## b) Promoter information

### c) Residential address of each individual

#### Schedule 2 to Form 45-106F1

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

The information in this schedule 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.

#### a) General information

Name of issuer Evan Venture Testco

#### Certification date of the report

#### b) Business contact information of Chief Executive Officer

##### Email address (if applicable)

Mandatory if CEO email is not provided in Item 10 or 11 of report

text@text.text

##### Telephone number (if applicable)

Mandatory if CEO telephone number is not provided in Item 10 or 11 of report

Number Ext  
+1 0000000000

#### c) Residential address of directors, executive officers, promoters, and control persons of the issuer

Provide the following information for each individual that is a director, executive officer, promoter or control person of the issuer at the time of the distribution. If the promoter or control person is not an individual, provide the following information for each director and executive officer of the promoter and control person. This information is not publicly available.

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ✓
9. [Item 8 - Compensation information](#) ✓
10. Item 9 - Directors, executive officers and promoters
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)
13. [Documents](#)
14. [Fee attributes](#)
15. [Review and submit](#)
16. [Review generated documents](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- If required, add Directors, Officers, Promoters using the 'Add non-individual' and 'Add Individual' options. Enter name/address details and indicate the relationship.
- Click 'Save'.
- See next slide to see how this information is displayed once added

**Add individual**

Provide the following information for each individual who is a director, executive officer, promoter and/or control person. Include individuals who are directors and executive officers of non-individual promoters or control person

**Full legal name**  
Family name  First given name

Secondary given names  ☐ N/A

**Address**  
Search for an address  
   
Start typing a street address or postal code  
[Enter an address manually](#)

**This individual is a:**  
Select one or more, if applicable

[Cancel](#)

Step 10 of 16

## Item 9 - Directors, executive officers and promoters

Indicate whether the issuer is any of the following (select the one that applies - if more than one applies, select only one)

None of the above

If the issuer is none of the above select this and complete Item 9 (a) - (c).

Add non-individual

Use 'Add non-individual' to populate item 9a and Schedule 2, as applicable

Add individual

Use 'Add individual' to populate items 9a, 9b and Schedule 2, as applicable

### 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.

### 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' indicate Director or Executive

### c) Residential address of each individual

#### Schedule 2 to Form 45-106F1

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

The information in this schedule 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.

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ✓
9. [Item 8 - Compensation information](#) ⚠
10. **Item 9 - Directors, executive officers and promoters**
11. [Item 10 - Certification](#)
12. [Item 11 - Contact Person](#)
13. [Documents](#)
14. [Fee attributes](#)
15. [Review and submit](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

## Add individual

Provide the following information for each individual who is a director, executive officer, promoter and/or control person. Include individuals who are directors and executive officers of non-individual promoters or control person

### Full legal name

Family name

Tester

First given name

Jane

Secondary given names

☒ N/A

### Address

Country

Canada

Street address (line 1)

123 Test

(line 2)

Department (if applicable)

Postal code

L0C1H0

City/Town

Testtown

Province

Ontario

[Search for an address](#)

### This individual is a:

Select one or more, if applicable

☒ Director

[Cancel](#)

[Save](#)

Use 'Add individual' to populate items 9a, 9b and Schedule 2, as applicable

## 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.

Organization or company name	Family name	First given name	Secondary given names	Business location of non-individual or residential jurisdiction of individual	Relationship to issuer (select all that apply)	
	Sample	Jim		Ontario	Executive officer	<a href="#">Edit</a> <a href="#">Remove</a>
	Tester	Jane		Ontario	Director	<a href="#">Edit</a> <a href="#">Remove</a>

## c) Residential address of directors, executive officers, promoters, and control persons of the issuer

Provide the following information for each individual that is a director, executive officer, promoter or control person of the issuer at the time of the distribution. If the promoter or control person is not an individual, provide the following information for each director and executive officer of the promoter and control person. **This information is not publicly available.**

Family name	First given name	Secondary given names	Residential address	This individual is a:	Name of non-individual control person (company or organization)	Business location of non-individual control person	
Sample	Jim		456 Test St., Testtown, L0C1H0, ON, CA	Executive officer			<a href="#">Edit</a> <a href="#">Remove</a>
Tester	Jane		123 Test, Testtown, L0C1H0, ON, CA	Director			<a href="#">Edit</a> <a href="#">Remove</a>

# REPORT OF EXEMPT DISTRIBUTION FILING

## Add individual

Provide the following information for each individual who is a director, executive officer, promoter and/or control person. Include individuals who are directors and executive officers of non-individual promoters or control person

### Full legal name

Family name

Tester

First given name

Jane

Secondary given names



N/A

### Address

Country

Canada

Street address (line 1)

123 Test

(line 2)

Department (if applicable)

Postal code

L0C1H0

City/Town

Testtown

Province

Ontario

[Search for an address](#)

This individual is a:

Select one or more, if applicable

x Director

[Cancel](#)

Save

Use 'Add individual' to populate items 9a, 9b and Schedule 2, as applicable

## 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.

Organization or company name	Family name	First given name	Secondary given names	Business location of non-individual or residential jurisdiction of individual	Relationship to issuer (select all that apply)	
	Sample	Jim		Ontario	Executive officer	<a href="#">Edit</a> <a href="#">Remove</a>
	Tester	Jane		Ontario	Director	<a href="#">Edit</a> <a href="#">Remove</a>

## c) Residential address of directors, executive officers, promoters, and control persons of the issuer

Provide the following information for each individual that is a director, executive officer, promoter or control person of the issuer at the time of the distribution. If the promoter or control person is not an individual, provide the following information for each director and executive officer of the promoter and control person. **This information is not publicly available.**

Family name	First given name	Secondary given names	Residential address	This individual is a:	Name of non-individual control person (company or organization)	Business location of non-individual control person	
Sample	Jim		456 Test St., Testtown, L0C1H0, ON, CA	Executive officer			<a href="#">Edit</a> <a href="#">Remove</a>
Tester	Jane		123 Test, Testtown, L0C1H0, ON, CA	Director			<a href="#">Edit</a> <a href="#">Remove</a>

# REPORT OF EXEMPT DISTRIBUTION FILING

- Enter the certification date and business contact information for the CEO (if not provided in Item 10 or 11)

## a) General information

Name of issuer

Evan Mortgage Investment Corporation

**Certification date of the report**

'Certification date of the report' must be entered.

DD/MM/YYYY

17/05/2023



## b) Business contact information of Chief Executive Officer

**Email address (if applicable)**

Mandatory if CEO email is not provided in Item 10 or 11 of report

jim@testco.ca



# REPORT OF EXEMPT DISTRIBUTION FILING

Step 11 of 16

## 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 exempt 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

Filing Agent Test Firm

Full legal name

Family name

Tester

First given name

John

Secondary given names

☒ N/A

### Your progress

- [1. Information about this filing](#) ✓
- [2. Item 1 - Report type](#) ✓
- [3. Item 2 - Party certifying the report](#) ✓
- [4. Item 3 - Issuer name and other identifiers](#) ✓
- [5. Item 4 - Underwriter information](#) ✓
- [6. Item 5 - Issuer information](#) ✓
- [7. Item 6 - Investment fund issuer information](#) ✓
- [8. Item 7 - Information about the distribution](#) ✓
- [9. Item 8 - Compensation information](#) ✓
- [10. Item 9 - Directors, executive officers and promoters](#) ✓
- 11. Item 10 - Certification**
- [12. Item 11 - Contact Person](#)
- [13. Documents](#)
- [14. Fee attributes](#)
- [15. Review and submit](#)
- [16. Review generated documents](#)

- Enter the certification page details. In this example, a filing agent and their details.

Title

Filing Agent

Telephone number

Number

Ext

+1 4165556666

Email address

emarquis@osc.gov.on.ca

Confirm email address

emarquis@osc.gov.on.ca

Signature

J. Tester

Date

DD/MM/YYYY

16/05/2023

Save and continue

[Save](#)

[Exit](#)

- [2. Item 1 - Report type](#) ✓
- [3. Item 2 - Party certifying the report](#) ✓
- [4. Item 3 - Issuer name and other identifiers](#) ✓
- [5. Item 4 - Underwriter information](#) ✓
- [6. Item 5 - Issuer information](#) ✓
- [7. Item 6 - Investment fund issuer information](#) ✓
- [8. Item 7 - Information about the distribution](#) ✓
- [9. Item 8 - Compensation information](#) ✓
- [10. Item 9 - Directors, executive officers and promoters](#) ✓
- 11. Item 10 - Certification**
- [12. Item 11 - Contact Person](#)
- [13. Documents](#)
- [14. Fee attributes](#)
- [15. Review and submit](#)
- [16. Review generated documents](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- Indicate contact person is same as person certifying report. Otherwise, answer 'No' and populate details.
- Save and continue

Step 12 of 16

## 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

Yes No

Who is the main contact for this filing?

I am the main contact Someone else

Do you want to add another contact for this filing?

Yes No

Step 12 of 16

## 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

Yes No

### 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.

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 Schedule 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 securities 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.

Save and continue

[Save](#)

### Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ✓
9. [Item 8 - Compensation information](#) ✓
10. [Item 9 - Directors, executive officers and promoters](#) ✓
11. [Item 10 - Certification](#) ✓
12. **Item 11 - Contact Person**
13. [Documents](#)
14. [Fee attributes](#)
15. [Review and submit](#)
16. [Review generated documents](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- On this screen, you can reference previously filed documents such as Offering Memoranda using the search function displayed
- Click 'Save' once added
- Save and continue

Step 13 of 16  
Documents

Refer to documents previously filed

Document was previously filed

Additional documents

Hint: If the exemption used requires delivery of additional documents, please attach here. You can also provide additional documents as needed. For each attachment, please provide a detailed description.

☐ Other

[Save](#)

[Exit](#)

**Reference a previously filed document**

Search for document

It is mandatory to search by filing type or number, and document type. Only documents submitted in the past 3 years will be returned in the search.

**Search by filing type**

-- Please select --

**Search by filing number**

Search by filing number

**Search by document type**

-- Please select --

**Search by submission number**

Search by submission number

[Cancel](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- You can add/upload Additional documents here and provide a description
- Save and continue

Step 13 of 16  
Documents

⚠ 'Description' must be entered.

Refer to documents previously filed

Document was previously filed

Yes

No

Additional documents

Hint: If the exemption used requires delivery of additional documents, please attach here. You can also provide additional documents as needed. For each attachment, please provide a detailed description.

☒ Other

You can upload document(s) in .pdf format.

[Test Doc.pdf](#)

[Remove](#)

⚠ Description

Test Document dated May 16, 2023

⚠ 'Description' must be entered.



Drag and drop here to upload, or [browse files](#)

Save and continue

[Save](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

- In some cases, certain Fee attributes may display here. In this case, it is not applicable and nothing is shown.
- Save and continue

## Step 14 of 16 Fee attributes

To complete fee calculations, provide additional details below

There are no additional values to provide.

Filing sub-type Report of exempt distribution (45-106F1)

Report of exempt distribution (45-106F1)

Save and continue

[Save](#)

[Exit](#)

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ✓
9. [Item 8 - Compensation information](#) ✓
10. [Item 9 - Directors, executive officers and promoters](#) ✓
11. [Item 10 - Certification](#) ✓
12. [Item 11 - Contact Person](#) ✓
13. [Documents](#) ✓
14. [Fee attributes](#)
15. [Review and submit](#)
16. [Review generated documents](#)

# REPORT OF EXEMPT DISTRIBUTION FILING

Step 15 of 16  
Review and submit

## [Information about this filing](#)

✓ Complete

[Make changes](#)

Filing number TEMP  
Status Draft  
Indicate form type [Not Provided]  
Are you relying on an exemptive relief order to file outside of the 10 days distribution No  
Are you relying on any other exemptive relief order for the filing of the report of exempt distribution No  
Provide the citation number of the order (if applicable) [Not Provided]  
Select recipient jurisdiction(s) Ontario  
Principal regulator for this filing Ontario  
Filer comments [Not Provided]

## [Item 1 - Report type](#)

✓ Complete

[Make changes](#)

Report type New

## [Item 2 - Party certifying the report](#)

✓ Complete

[Make changes](#)

Indicate the party certifying the report (select only one) Issuer (other than an investment fund)

## [Item 3 - Issuer name and other identifiers](#)

✓ Complete

[Make changes](#)

Full legal name Evan Venture Testco  
Previous full legal name(s) [Not Provided]

## Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ✓
9. [Item 8 - Compensation information](#) ✓
10. [Item 9 - Directors, executive officers and promoters](#) ✓
11. [Item 10 - Certification](#) ✓
12. [Item 11 - Contact Person](#) ✓
13. [Documents](#) ✓
14. [Fee attributes](#) ✓
15. Review and submit

- Review form submission details on this page and click 'Make Changes', if necessary for each section
- Green checkmarks indicate the section is Complete
- Save and continue

# REPORT OF EXEMPT DISTRIBUTION FILING

- Click 'Generate documents' and click to confirm verification of same
- Click 'Submit'

*Note: Below are two examples, one with Schedule 2 and the form and one with only the form.*

Step 16 of 16

Review generated documents

[Generate documents](#)

**Report of exempt distribution (45-106F1)**  
[Form 45-106F1 Report of Exempt Distribution for Evan Mortgage Investment Corporation \(17 May 2023\) - EN.pdf](#)

**Schedule 2 of report of exempt distribution (45-106F1)**  
[Schedule 2 for Form 45-106F1 Report of Exempt Distribution for Evan Mortgage Investment Corporation \(17 May 2023\) - EN.xlsx](#)

☒ I confirm that I have reviewed the above system-generated documents, and I verify that the system-generated documents are correct.

When you select 'Submit', if fees are associated with filing, you will be taken to the 'Fee summary and payment' screen, otherwise the filing will be submitted into the System.

[Submit](#) [Save](#)

Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓
8. [Item 7 - Information about the distribution](#) ✓

Step 16 of 16

Review generated documents

[Generate documents](#)

**Report of exempt distribution (45-106F1)**  
[Form 45-106F1 Report of Exempt Distribution for Evan Venture Testco \(16 May 2023\) - EN.pdf](#)

☒ I confirm that I have reviewed the above system-generated documents, and I verify that the system-generated documents are correct.

When you select 'Submit', if fees are associated with filing, you will be taken to the 'Fee summary and payment' screen, otherwise the filing will be submitted into the System.

[Submit](#) [Save](#)

[Exit](#)

Your progress

1. [Information about this filing](#) ✓
2. [Item 1 - Report type](#) ✓
3. [Item 2 - Party certifying the report](#) ✓
4. [Item 3 - Issuer name and other identifiers](#) ✓
5. [Item 4 - Underwriter information](#) ✓
6. [Item 5 - Issuer information](#) ✓
7. [Item 6 - Investment fund issuer information](#) ✓

# REPORT OF EXEMPT DISTRIBUTION FILING

- The fees section will display a systems fee of \$40 and the required filing fee for Ontario (\$350). In our example, there are no late fees, however, late fees would also be indicated here.
- Payment is required upon filing by EFT or credit card
- Click 'Pay and Submit'

## Fees

All fees are in Canadian Dollar (CAD)

Jurisdiction	Description	Fee type	Amount
	Report of exempt distribution (NI 45-106)	System fee	\$40.00
Ontario	Report of exempt distribution (45-106F1)	Filing fee	\$350.00
Total fees			\$390.00
Balance to be paid			\$390.00

## Payment details

Currency  
Canadian Dollar (CAD)

Amount  
\$390.00

Client Reference (if applicable)

## Payment Method

Electronic funds transfer (EFT) ▼

## Account Transaction Details

Payment of the amounts set out above will be debited pursuant to the SEDAR+ Pre-Authorized Debit Authorization Form that has been submitted by the Electronic Filer in respect of which you are a user (the "Electronic Filer PAD").

By clicking the pay and submit button below, you:

(i) represent and warrant that you have the authority to authorize debit payments, in accordance with the Electronic Filer PAD, from the Electronic Filer Bank Account set out in the Electronic Filer PAD;

(ii) consent and agree to the payment of the amounts set out above to the applicable Payee(s) (as defined in the Electronic Filer PAD); and

(iii) authorize the applicable Payee(s) (as defined in the Electronic Filer PAD) to debit such amounts, in accordance with the Electronic Filer PAD, from the Electronic Filer Bank Account set out in the Electronic Filer PAD.

EFT Account  
XXXXX23

Pay and Submit



# REPORT OF EXEMPT DISTRIBUTION FILING

- Confirmation of your submission will appear on this screen, including the filing number, a PDF of the payment receipt and a transaction reference number/link.
- Navigate back to Submitted work or your dashboard.

Evan Venture Testco (000100095)

Create report of exempt distribution (Form 45-106F1)

Print

Submitted at 16 May 2023 16:03 EDT

Report of exempt distribution (NI 45-106) (06000213-00000001)

Your filing has been submitted.  
You can view the filing under [Submitted work](#) on your dashboard.

Date	16 May 2023 16:03 EDT
Transaction reference	<a href="#">368459</a>
Client reference	[Not Provided]
Transaction status	Success
Payment method	Electronic funds transfer (EFT)
Amount	\$390.00
Payment receipt	<a href="#">000100095-06000213-00000001.pdf</a>

Take me to my dashboard



QUESTIONS?



Website: <https://www.securities-administrators.ca/about-sedar/>

Email: SEDARPlus.Transition@acvm-csa.ca

Phone: 1-800-219-5381