



## **Relationship Disclosure Information**

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### **Purpose**

This document sets out important information concerning our relationship with you. It contains information about us, the services that we offer and your account(s) with us. Depending on whether you retain us as a Portfolio Manager, Investment Fund Manager or as an Exempt Market Dealer, other important information you need to know about your relationship with us is contained in other documents that are provided to you as a client, such as any investment management agreement, subscription agreement that you complete if you subscribe for securities of our funds, the offering memorandum or other disclosure document that you may receive if you purchase securities of our funds, and the account opening forms, periodic account statements and updates about changes to information that will be provided to you from time to time.

### **General Description**

Securities legislation in Canada requires Regulus Capital Management Inc. (“Regulus” or the “Firm”) to make certain disclosures regarding conflicts of interest. This statement is to inform you of the nature and extent of conflicts of interest that might be expected to arise between Regulus and its clients.

National Instrument 31-103 – *Registration Requirements, Exemptions and Ongoing Registrant Obligations* (NI 31-103) further requires securities dealers to disclose information that a reasonable investor would expect to know about the client’s relationship with the dealer, including any material conflicts the dealer or its representatives may have with a client.

### **Registration**

Regulus Capital Management Inc. (“Regulus” or the “Firm”) is registered with the Ontario Securities Commission (OSC) as a Portfolio Manager, an Investment Fund Manager, and an Exempt Market Dealer. The OSC is the principal regulator for Regulus.

### **Information about Regulus**

Regulus Capital Management Inc. (“Regulus”) is a privately owned, independent adviser registered as a Portfolio Manager and Investment Fund Manager in Ontario. Regulus restricts its investment management for clients to investment in public securities with high liquidity, or securities exercisable, exchangeable, or convertible into current public securities.

Regulus is also registered as an Exempt Market Dealer in Ontario in which Regulus promotes and sells Regulus’s Pooled Investment Fund Products, in Trust units, to individuals that meet the

requirements for an exemption under National Instrument 45-106 – *Prospectus and Registration Exemptions*.

## **Products and Services**

As a portfolio manager, Regulus provides discretionary portfolio management services to clients at clients' separately managed accounts. In the most instances, Regulus has an obligation to assess whether a purchase or sale of a security or investment product is suitable for a client before buying or selling the security or investment product for the client or at any other time.

Regulus is also the investment fund manager of the Regulus Pooled Investment Fund, which is a redeemable and pooled investment fund offered on an exempt basis to accredited investors or institutions. All potential purchase or sale of a security or investment product will be carefully reviewed before actual buying or selling. Regulus seeks to provide best investment service to each client at any time.

As exempt market dealer, Regulus sells its Pooled Investment Fund products to accredited investors, or individuals that meet the requirements for an exemption under National Instrument 45-106 – *Prospectus and Registration Exemptions*. These investments are in the form of Trust units which is created by Regulus as Investment Fund Manager and are considered exempt market securities.

## **Custody Of Client Assets**

When we act as dealer of record for an investor in the Fund, we do not take possession at any time of the subscriber's assets. Subscription monies are delivered directly to an account with a Canadian bank in the name of the applicable fund, and redemption monies are paid directly by the Fund to the redeeming Unitholder. Units of the Fund are uncertificated and ownership of the Units is recorded in the investors' names in the Fund's registers that are maintained by us, or if applicable a fund administrator and overseen by us as fund manager. Your interest in the Units you purchase may be subject to risk of loss if a fund administrator experiences a breakdown in its information systems. We have reviewed the fund administrators' systems and data protection procedures and are satisfied that they are sufficient to manage such risk.

Our client accounts are held in a custody arrangement with our "Custodian", Interactive Brokers Inc. The custodian executes, settles all trades and records all your trade activity, and provides Regulus, (and consequently to you) an indemnity assuring you that the investments shown on your statements are held by them as custodian.

Regulus's Pooled Investment Funds (the "Funds") also engage SGGG Fund Services Inc. as "Administrator". The administrator works in conjunction with custodian to organize unitholder registry, process trade activities, prepare and report investor account statements on quarterly basis and the Funds' audited financial statements on annual basis. Audited annual financial statements will be provided in conjunction with the service from MNP LLP, as Regulus's "Fund Accountant". If under any circumstance, any trade activity for your account is not reported on a trade confirmation and your quarterly statement, immediately report such omission to Regulus Compliance.

## **Conflicts of Interest Disclosure**

Regulus has no Conflicts of Interest at this time. However, situation may arise where a particular individual at Regulus may have a conflict of interest with a client's best interest. Regulus has adopted a code of ethics and conducts and has established appropriate policies to monitor such situations in order to ensure that the client's interests are put first. In particular, Regulus's employees are prohibited from:

- Using client's confidential information for their personal gain
- Accepting gifts, entertainment or compensation that would influence their decisions in the performance of their duties
- Engaging in any activities that could interfere or conflict with their duties
- Making any internal compensation practices that could influence which securities and products are recommended to clients

Other conflicts may also arise from time to time. Clients will be timely informed when such conflicts arise, and Regulus will continually review its operations and activities to ensure that conflicts that do arise are appropriately dealt with and in the best interests of its clients.

Please also note that Regulus works independently without affiliated entities or associated companies. In the event that Regulus should ever become related or connected to any entities requiring disclosures, Regulus is further required to disclose to you, prior to trading with or advising you, of relevant relationships and connections with the related entity.

## **Investment Policy Statement**

Regulus sets out an investment policy statement (IPS) for each managed account client of Regulus. The IPS defines the framework that will guide the investment decision process and establish appropriate basis for the management of the client's account. It is also used to communicate important disclosure information. The specifics of the IPS includes:

- Investment Objective and Strategies
- Investment Time Horizon
- Risk Tolerance
- Asset Allocation
- Expectation in terms of the services to be provided to the clients by Regulus
- Expectation of how investment performance will be monitored and reported

## **Investment Risks**

It is important to be aware of the potential for risk inherent in investing in the capital markets, whether investing as a separately managed account or investing in the pooled fund. Generally, investments are not guaranteed. Factors that may affect the value of your investments include general economic factors; market and business conditions; fluctuations in securities prices, interest rates, and foreign currency exchange rates; changes in government regulations; and catastrophic events. On a personal level, investment decisions should be based on what is appropriate for your circumstances. As your portfolio manager, Regulus will try to minimize the impact of these risks when investing.

As an exempt market dealer, Regulus can trade and underwrite exempt market securities. There are risks associated with exempt market securities. Exempt market securities may not be listed on any stock exchange which could restrict your ability to resell them. There could be a lockup period that applies to the security which restricts you from trading, selling or transferring the security.

Issuers of exempt market securities generally do not have to file a prospectus. A prospectus describes the investment in detail and gives you some legal protections. There is a risk that the issuer will be unable to meet interest and principal payments on its obligations on a timely basis. Furthermore, the securities could be from a non-reporting issuer. This type of issuer does not have to publish financial information or notify the public of changes in its business.

### **Suitability of Investments**

These types of investments may not be suitable for all clients. Regulus is obligated under section 14.2 of NI 31-103 to make a determination to ensure the proposed investment is suitable for you. To assess the suitability of proposed investments, Regulus will obtain information relating to your investment objectives, risk tolerance, investment knowledge, financial position and other relevant information situation as disclosed on your Know Your Client (“KYC”) form.

Regulus is also required under securities legislation and MFDA Rules to ensure each transaction made is suitable for you in relation to your disclosure in KYC form prior to initiating the transaction on your behalf. Our suitability obligation also applies to trades proposed by you. If you choose to execute a trade that we determine is not suitable for you, we are not obligated to act on your investment instruction. In addition, section 13.2 of NI 31-103 requires Regulus to obtain information related to your identity. All this information is collected through the Know Your Client Information Form provided.

### **Leverage**

Borrowing money to purchase securities, including units of the pooled fund, or to make contributions to a client’s separate account involves greater risk than using cash resources only. There are certain risks involved in using borrowed money to finance the purchase of a security. If you borrow money to purchase securities, your responsibility to repay the loan and pay interest as required by its terms remains the same even if the value of the securities purchased declines. Generally, one should only borrow to invest if:

- a) You are comfortable with taking risk.
- b) You are comfortable taking on debt to buy investments that may fluctuate in value.
- c) You are investing for the long-term.
- d) You have a stable income.

Under any circumstances, clients should exercise appropriate caution when borrowing money to purchase securities.

## **“Know Your Client” Information**

At the time of Account opening, Regulus will collect your information to establish your investment needs in order to make suitable investment recommendations and will regularly update this information. It is our obligation to determine whether the recommendations are a suitable investment for you having regard to your investment needs and objectives, your financial circumstances and your risk tolerances. The information we are required to collect from you is set out in **Appendix “B”**. This information is commonly referred to in the securities industry as “know your client information” (or “**KYC Information**”). Keeping your KYC Information up-to-date and accurate is very important. Without current and accurate KYC Information we cannot give you suitable recommendations or reliable investment advice.

We also undertake a suitability assessment in respect of any trading instructions you give to us to buy or sell an investment that we did not recommend to you. Our suitability assessment may be affected by the urgency of your trading instructions or our ability to access reliable information about your proposed investment. If we determine that your trading instructions are not suitable for you we will advise you against proceeding with the order and either execute the order with a formal notation of our cautionary advice (and, if necessary a request for you to update your account documentation) or refuse to execute your trading instructions.

It is very unusual that we refuse to execute our client’s trading instructions but we will exercise our contractual and regulatory prerogative to do so in the case of a wholly unsuitable trade.

Summarized below are some of the most important terms and definitions used during this process:

Age - Your date of birth will be recorded.

Annual Income - Your approximate annual income from all sources.

Net Worth - An estimate of the value of your assets less your liabilities.

Time Horizon - This is the period from now to when you will need to access a significant portion (2/3 or more) of the money you invest in the account.

Investment Knowledge - This is your understanding of investing, investment products, and their associated risks, and can generally be described as falling within one of the categories:

- Nil- Little or no prior investment experience. Experience: Savings Accounts, Term Deposits, GICs
- Limited - Basic understanding of investments and their associated risks. Experience: Savings Bonds, Term Deposits, GICs
- Good – Understands basic investment principles and their associated risks, has had prior exposure to mutual fund investments or segregated funds. Experience: Mutual Funds, Bonds, Term Deposits, GICs
- High/Expert - Advanced understanding of investment principles and their associated risk, and is able to evaluate the merits of a particular investment. Experience: Stocks, Real Estate, Mutual Funds, Bonds, Mortgage Investments

Investment Objective – Your investment objective is the overall goal you wish to achieve from the investments in your Account, and the desired asset allocation or relative type of investment intended for a specific account.

- Safety – seeking preservation of capital. Only Cash or Money Market mutual funds would be considered suitable.
- Income – seeking the ability to generate current income from the investment and tend to have lower volatility. Includes fixed income investments such as bond funds. Income funds or plans typically hold at least 60% bonds/fixed income and no more than 40% equity.
- Balanced – a combination of income and capital appreciation. Balanced funds or plans range from 40% equity/60% bonds to 60% equity/40% bonds. More than 60% in equity would not be suitable for a Balanced objective.
- Growth – seeking capital appreciation, less concern with current income or volatility. Can range from 61% to 100% equity holdings.
- Aggressive Growth – seeking maximum short or long-term gain, willing to take on high risk and volatility. Involves high risk rated specialty equity funds and requires “Good” or “High/Expert” Investment Knowledge. Justification must be provided for plans holding a concentration of greater than 25% speculation investment objective. Speculative funds include: labour sponsored funds, resources, precious metals, emerging markets, BRIC, science, technology or other specialty sector funds.

Risk Tolerance - This is your willingness to accept risk and your ability to withstand financial losses. Examples of risk categories are:

- Very Low - investments that demonstrate a low level of volatility and are for investors who are willing to accept lower returns for greater safety of capital. May include such investments as cash and money market mutual funds.
- Low - investments that demonstrate a low volatility but a higher volatility than those described above. May include money market, bond and some balanced funds.
- Medium - investments that demonstrate a medium volatility and are for investors that are looking for moderate growth over a longer period of time. May include Canadian dividend, Canadian equity, U.S. equity, and certain international equity funds.
- Medium to High - investments that demonstrate a medium to high volatility and are for investors that are looking for long-term growth and may include funds that invest in smaller companies, specific market sectors, or geographic areas.
- High - investments that demonstrate a high level of volatility and are for investors who are growth oriented and willing to accept significant short-term fluctuations in portfolio value in exchange for potentially higher long-term returns. May include funds that invest in specific market sectors, geographic areas, industry sectors, speculative trading strategies, or labour sponsored funds.

We will conduct a suitability determination when: purchasing a security or executing a strategy for you; securities are deposited or transferred to your account(s); your portfolio or relationship manager changes; and when we become aware that there has been a material change in your personal or financial circumstances or objectives. If during our suitability determination we identify any concerns, we will discuss them with you having regard to your circumstances, applicable securities regulations and good business practise.

Given the long-term nature of investing for most clients, we do not automatically review the suitability of the investments in your account(s) when there are market fluctuations, even large fluctuations, unless we determine that the fluctuation is outside what we deem normal market movements. Your portfolio or relationship manager is ready to discuss the effect of market

fluctuations on your portfolio with you at your request. We encourage you to speak with your portfolio or relationship manager, especially if you expect to need to convert your assets to cash in the near future or there has been any other material change in your financial or personal situation that may affect your investment objectives or risk tolerances.

### **Trade Confirmations**

In accordance with s. 14.12 of NI 31-103, Regulus provides trade confirmation notices for purchases of units of the Trusts. The confirmation provides information about your transaction including: date, quantity, price, and name of the dealing representative. Regulus may confirm a trade through a combination of the offering documents, subscription agreement, and all other required documentation related to the trade rather than a separate document.

### **Business Continuity Plan**

The Manager has developed a Business Continuity Plan detailing how we will respond to events that significantly disrupt our business. For information concerning our Business Continuity Plan, please contact our Chief Compliance Officer.

### **Fees and Compensation**

As governed by our Investment Management Agreement with clients, Regulus is entitled to a management fee for managing your Investment Account. The fees paid by each client to Regulus are set out in the client's managed account agreement with Regulus. A description of the expenses of each Pool is outlined in the current offering memorandum of the pooled fund.

Each client should carefully review the fees they have agreed to pay their custodian as set out in the applicable custodian fee agreement. Each client should also review all of the documents related to their account to ensure that they understand all of the fees associated with their account.

Clients are also responsible for the payment of the brokerage fees for the execution of trades. Regulus will use those brokers and dealers who in its opinion can provide it with best execution (after considering all transaction costs and research or other benefits).

Regulus's sales representative may also earn a one-time sales commission. The sales commission paid from Regulus to representative can be up to a certain percentage of the subscription price.

### **Reporting**

Regulus follows the guidance in CSA Staff Notice 31-324 in relation to account statements. Regulus delivers quarterly statements to clients who have made a transaction during a quarter. The statement will provide all information related to the transactions during a quarter as required by NI 31-103.

The statement may contain the following but not limited to:

- a) the name and quantity of each security in the account;
- b) the market value of each security in the account;

- c) the total market value of each security position in the account;
- d) any cash balance in the account;
- e) the total market value of all cash and securities in the account.

### **Annual Report**

On an annual basis, Regulus will provide you with a consolidated report on charges and other compensation. This report details the fees you paid during the year such as: operating charges, transaction fees, trailing commissions, or other charges related to your investments and your Account. The annual report also includes your investment performance and your money-weighted returns over various time periods, and the performance of your Account net of fees.

Regulus will also provide audited financial statements for the Pooled Investment Funds on annual basis. Such financial statement will contain information regarding funds' assets, liabilities, income generations, and records of cash transactions.

### **Investment Performance Benchmark**

Investment benchmarks usually provide a broad measure of the return generated by specific asset classes over a given period of time. Benchmarks often refer to indices since the most common form of investment benchmark information is an index, such as a stock or bond index. Regulus is an active manager that strives to deliver a double-digit risk adjusted return over a multi-year period, which is not tied to a specific market index.

Regulus manages both its client's separate account and pooled fund on the basis of this absolute return investment strategy. Therefore, there is no such a stock index that would best describes as a performance benchmark at the moment. However, if the investment strategy changes, or a new investment product is issued, a performance benchmark could arise, and clients will be timely informed of such changes. For further details, refer to the offering memorandum of the pooled fund and the prospectus of the client's account, or please contact your relationship manager.

### **Fair Allocation Policy**

We may, but are not obligated to, aggregate orders for a number of client accounts for the purchase or sale of a particular security. A potential conflict of interest can arise when selecting which client accounts will participate in the allocation and the extent of each client's participation. We have adopted policies which are designed to ensure that, in our opinion, all accounts are treated equitably and fairly. Where the aggregate order is executed in a series of transactions at various prices on a given day, each participating client's (including funds) proportionate share of the order will typically reflect the average price paid or received and commission rate paid with respect to the total order placed on that day. In those cases where we are unable to fulfill an aggregated order on the same day, those securities that have been purchased or sold by the end of the day will generally be allocated amongst the client accounts on a pro rata basis based on each account's order size as determined by the portfolio manager at the time of order entry. However, if such prorating should result in an inappropriately small allocation to a client account, the allotment may – with Compliance approval - be reallocated to another client account, based on an internal allocation methodology.



## **Dispute Resolution**

Regulus offers independent dispute resolution or mediation service through the Ombudsman for Banking Services and Investments (**OBSI**), at its own expense, to clients to resolve client complaints. The Firm may be required to make the independent service available when a complaint:

- ✧ relates to a trading activity of Regulus or its Representatives, and
- ✧ is raised within six years of the date when the client knew or ought to have known of the activity (or omission) that caused or contributed to the complaint.

The client may escalate an eligible complaint to the independent service made available by Regulus in two circumstances:

- ✧ The Firm failed to give the client notice of its decision within 90 days of receiving the complaint. The client is entitled to escalate the complaint to the independent service immediately or at any later date until the Firm has notified the client of its decision. Informing the client that Regulus plans to take more than 90 days to make its decision does not change this deadline.
- ✧ The firm has given the client notice of its decision about the complaint and the client is not satisfied with the decision. The client then has 180 days in which to escalate the complaint to the independent service.

In either instance, the client may escalate the complaint by directly contacting the independent dispute resolution or mediation service.

In accordance with section 13.16 of NI 31-103, the Firm will inform a client how to contact OBSI and use the dispute resolution service or mediation service, when a complaint has been made by the client about any trading activity of Regulus or its Representatives.

A registered firm does not have to offer dispute resolution for complaints from permitted clients that are not individuals.

Please find detailed dispute resolution for complaints in Appendix A

## **Investor Privacy Notice**

Regulus is committed to the protection of your personal information.

For regulatory purposes, self-regulatory organizations (SROs), including The Mutual Fund Dealers Association of Canada, may require access to personal information for current and former clients, employees, agents, directors, officers, partners, and others, that has been collected or used by Regulus. SROs collect, use or disclose such personal information obtained from Regulus for regulatory purposes, including, but not limited to:

- Surveillance of regulated trading activity;
- Sales, financial compliance, trade desk review, and other regulatory audits; Investigation of potential regulatory and statutory violations;
- Regulatory databases;
- Enforcement of Disciplinary proceedings;
- Reporting to Securities Regulators; and

- Information sharing with securities regulatory authorities, regulated marketplaces, other self-regulatory organizations and law enforcement agencies in any jurisdiction in connection with any of the foregoing.

### **Consent to Electronic Delivery of Documents**

As part of the account opening process, Regulus provides its clients with the possibility to consent to the electronic delivery of documents if they wish to receive electronic delivery of the documents which relate to their investment in the Funds. Clients can consent to this electronic delivery of documents by signing the applicable section of the Subscription Agreement for the applicable Fund. Please also find the detailed information of the Consent to Electronic Delivery of Documents in **Appendix “C”**. Client’s consent may be revoked or altered, including any change in the electronic mail address provided, at any time by notifying Regulus of such revoked or altered consent by telephone, regular mail, or electronic mail.

### **What You Can Do And Other Helpful Information**

*Provide Complete Information:* We cannot emphasize enough how important it is for you to provide us with complete and accurate KYC Information.

*Keep us up to date:* You should promptly inform us of any change to the information you have provided that could reasonably result in a change to the types of investments that are appropriate for you. Such information includes a material change in your income, investment objectives, risk tolerance, time horizon, marital or family situation, or net worth.

*Remain informed:* Read or review any material we provide or make available to you.

*Ask us questions:* Ask questions and request information from us to resolve any questions you have about your account(s), transactions or investments, or your relationship with us.

*Stay on top of your investments:* Review all account documentation and other information we provide you.

### **Updates**

This RDI document will be updated whenever there are significant changes to the information contained herein, in any event, no less frequently than once a year. The updated RDI will be made available to clients, stakeholders in a timely manner.

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If you have any questions or concerns about the information provided, please do not hesitate to contact your representative at Regulus, or by email at: [info@reguluscap.com](mailto:info@reguluscap.com).

## **Appendix A**

### **WHAT TO DO IF YOU HAVE A COMPLAINT**

#### **Our complaint process**

##### ***Filing a complaint with us***

If you have a complaint about our services or a product, contact us at:

Regulus Capital Management Inc. Suite 1870, 5160 Yonge Street, Toronto, Ontario, Canada, M2N 6L9 Attn: Chief Compliance Officer

You may want to consider using a method other than email for sensitive information.

##### **Tell us:**

- what went wrong
- when it happened
- what you expect, for example, money back, an apology, account correction

##### **We will acknowledge your complaint**

We will acknowledge your complaint in writing, as soon as possible, typically within 5 business days of receiving your complaint.

We may ask you to provide clarification or more information to help us resolve your complaint.

##### **Help us resolve your complaint sooner**

- Make your complaint as soon as possible.
- Reply promptly if we ask you for more information.
- Keep copies of all relevant documents, such as letters, emails and notes of conversations with us.

##### **We will provide our decision**

We normally provide our decision in writing, within 90 days of receiving a complaint.

It will include:

- a summary of the complaint
- the results of our investigation
- our decision to make an offer to resolve the complaint or deny it, and an explanation of our decision

### **If our decision is delayed**

If we cannot provide you with our decision within 90 days, we will:

- inform you of the delay
- explain why our decision is delayed, and
- give you a new date for our decision

You may be eligible for the independent dispute resolution service offered by the Ombudsman for Banking Services and Investments (OBSI).

### **If you are not satisfied with our decision**

You may be eligible for OBSI's dispute resolution service.

### **If you are a Québec resident**

You may consider the free mediation service offered by the Autorité des marchés financiers.

### **A word about legal advice**

You always have the right to go to a lawyer or seek other ways of resolving your dispute at any time. A lawyer can advise you of your options. There are time limits for taking legal action. Delays could limit your options and legal rights later on.

### ***Taking your complaint to OBSI***

You may be eligible for OBSI's free and independent dispute resolution service if:

- we do not provide our decision within 90 days after you made your complaint, or
- you are not satisfied with our decision

OBSI can recommend compensation of up to \$350,000.

OBSI's service is available to clients of our firm. This does not restrict your ability to take a complaint to a dispute resolution service of your choosing at your own expense, or to bring an action in court. Keep in mind there are time limits for taking legal action.

### **Who can use OBSI**

You have the right to use OBSI's service if:

- your complaint relates to a trading or advising activity of our firm or by one of our representatives
- you brought your complaint to us within 6 years from the time that you first knew, or ought to have known, about the event that caused the complaint, and
- you file your complaint with OBSI according to its time limits below

### **Time limits apply**

- If we do not provide you with our decision within 90 days, you can take your complaint to OBSI any time after the 90-day period has ended.
- If you are not satisfied with our decision, you have up to 180 days after we provide you with our decision to take your complaint to OBSI.

### **Filing a complaint with OBSI Contact OBSI**

Email: [ombudsman@obsi.ca](mailto:ombudsman@obsi.ca)

Telephone: 1-888-451-4519 or 416-287-2877 in Toronto

### **OBSI will investigate**

OBSI works confidentially and in an informal manner. It is not like going to court, and you do not need a lawyer.

During its investigation, OBSI may interview you and representatives of our firm. We are required to cooperate in OBSI's investigations.

### **Information OBSI needs to help you**

OBSI can help you best if you promptly provide all relevant information, including:

- your name and contact information
- our firm's name and contact information
- the names and contact information of any of our representatives who have been involved in your complaint
- details of your complaint
- all relevant documents, including any correspondence and notes of discussions with us

### **OBSI will provide its recommendations**

Once OBSI has completed its investigation, it will provide its recommendations to you and us. OBSI's recommendations are not binding on you or us.

OBSI can recommend compensation of up to \$350,000. If your claim is higher, you will have to agree to that limit on any compensation you seek through OBSI. If you want to recover more than \$350,000, you may want to consider another option, such as legal action, to resolve your complaint.

**For more information about OBSI, visit [www.obsi.ca](http://www.obsi.ca)**

## Appendix B

### KNOW YOUR CLIENT INFORMATION

ALL DOLLAR AMOUNTS IN THIS SCHEDULE ARE CANADIAN DOLLAR (C\$) AMOUNTS

<p><b>Annual Income</b> (average past two years)</p> <input type="checkbox"/> Under \$100,000 <input type="checkbox"/> \$100,000-\$199,999 <input type="checkbox"/> \$200,000-\$299,999 <input type="checkbox"/> \$300,000-\$499,999 <input type="checkbox"/> \$500,000 or over	<p style="text-align: center;"><b>Net Assets</b></p> <input type="checkbox"/> Under \$100,000 <input type="checkbox"/> \$100,000-\$299,999 <input type="checkbox"/> \$300,000-\$999,999 <input type="checkbox"/> \$1,000,000-\$4,999,999 <input type="checkbox"/> \$5,000,000 or over	<p style="text-align: center;"><b>Investable Assets</b> (non-RRSP)</p> <input type="checkbox"/> Under \$100,000 <input type="checkbox"/> \$100,000-\$299,999 <input type="checkbox"/> \$300,000-\$999,999 <input type="checkbox"/> \$1,000,000-\$4,999,999 <input type="checkbox"/> \$5,000,000 or over
<p><b>Investment Knowledge</b> (please choose only one)</p> <input type="checkbox"/> High/Expert <input type="checkbox"/> Good <input type="checkbox"/> Limited <input type="checkbox"/> Nil	<p style="text-align: center;"><b>Knowledge of Alternative Investment Products</b></p> <p>Subscriber is invested in other alternative investment products?</p> <input type="checkbox"/> Yes <input type="checkbox"/> No	<p style="text-align: center;"><b>Other Investments Held</b></p> <input type="checkbox"/> Bonds <input type="checkbox"/> Mutual Funds <input type="checkbox"/> Mortgages <input type="checkbox"/> Term Deposits <input type="checkbox"/> Stocks <input type="checkbox"/> Real Estate <input type="checkbox"/> Other: _____
<p><b>Investment Knowledge</b></p> <p><b>Limited</b> – you have only invested in simple securities such as savings bonds, mutual funds or well-known common shares largely based on the advice of others.</p> <p><b>Good</b> – you have either traded in or have some knowledge of the basic characteristics of both fixed income securities and common shares, as well as a basic understanding of the degree of risk and reward inherent in these types of securities.</p> <p><b>High/Expert</b> – you have a good business background, follow the markets regularly and have traded in and understand most types of investment securities.</p>		<p>Approximate value of other investments held:</p> <p>\$ _____</p>
<p><b>Investment Objectives (of this investment)</b> (check all that apply)</p> <input type="checkbox"/> Safety <input type="checkbox"/> Income <input type="checkbox"/> Balanced <input type="checkbox"/> Growth <input type="checkbox"/> Aggressive Growth	<p style="text-align: center;"><b>Risk Tolerance</b></p> <input type="checkbox"/> Very Low <input type="checkbox"/> Low <input type="checkbox"/> Medium <input type="checkbox"/> Medium to High <input type="checkbox"/> High	<p style="text-align: center;"><b>Liquidity</b></p> <p>Subscriber needs immediate access to their investment:</p> <input type="checkbox"/> Yes <input type="checkbox"/> No
<p>The intended length of investment: <input type="checkbox"/> number of years: _____ <input type="checkbox"/> undetermined at this time</p>		

## **Appendix C**

### **CONSENT TO ELECTRONIC DELIVERY OF DOCUMENTS**

TO: Regulus Capital Management Inc. (the “Manager”)

I have read and understand this “Consent to Electronic Delivery of Documents” and consent to the electronic delivery of the documents listed below that the Manager elects to deliver to me electronically, all in accordance with my instructions below.

1. The following documents may be delivered electronically pursuant to this consent:
  - a. Trade confirmations in respect of purchase of units of Regulus Global Opportunity Equity Fund (the “Fund”) where the Manager acts as exempt market dealer for the trade;
  - b. Annual and interim financial statements for the Fund;
  - c. Such other reports or investment commentary as the Manager may choose to or is obligated by law to provide.
2. All documents delivered electronically will be delivered by email to the address listed on page S-6 and to any additional email address(es) listed below.
3. I acknowledge that I may receive from the Manager a paper copy of any documents delivered electronically at no cost if I contact the Manager by regular mail or electronic mail at:

Regulus Capital Management Inc.

5160 Yonge Street, Suite 1870

Toronto, ON M2N 6L9

Email: [info@reguluscap.com](mailto:info@reguluscap.com)

4. I understand that I will be provided with a paper copy of any documents delivered electronically if electronic delivery fails.
5. I understand that my consent may be revoked or changed, including any change in the electronic mail address to which documents are delivered (if I have provided an electronic mail address), at any time by notifying the Manager of such revised or revoked consent by telephone, regular mail or electronic mail at the contact information listed in #3 above.
6. I understand that I am not required to consent to electronic delivery of the above documents.

7. It is my express wish that the documents be delivered under this consent to be drawn up in English. *Je confirme ma volonté expresse que les documents à remettre conformément au présent formulaire de consentement soient rédigés en anglais.*

In addition to the above, I understand that as a result of my investment in the Fund, I will receive email correspondence from the Manager (or from the Fund's administrator or other service provider on behalf of the Manager) from time to time, including investment reports, promotional emails and other commercial electronic messages, even after I am no longer invested in the Fund. I also understand that I may withdraw my consent to receiving such communications unrelated to my investment in the Fund by contacting the Manager at the address above.

	Yes	No
I wish to receive email copies of the documents referred to in paragraph 1 above:	<input type="checkbox"/>	<input type="checkbox"/>
I wish to receive paper copies of the documents referred to in paragraph 1 above:	<input type="checkbox"/>	<input type="checkbox"/>
I consent to receiving reports, promotional emails and other commercial electronic messages from the Manager or from other service providers on behalf of the Manager:	<input type="checkbox"/>	<input type="checkbox"/>

Name: \_\_\_\_\_

Additional email address(es) to which the documents noted above are to be delivered:

\_\_\_\_\_