

## SCHEDULE

### CONFIRMATION OF ACCREDITED INVESTOR STATUS

The undersigned (the Subscriber) hereby confirms and certifies to Almega Capital Limited Partnership Limited Partnership (the "Issuer") that the Subscriber is purchasing the Units as principal, and that the Subscriber is an "accredited investor" as defined in National Instrument 45-106 Prospectus and Registration Exemptions by virtue of being: [check appropriate boxes]

#### Accredited Investors

- (a) a Canadian financial institution, or a Schedule III bank;
- (b) the Business Development Bank of Canada incorporated under the *Business Development Bank of Canada Act* (Canada);
- (c) a subsidiary of any person referred to in paragraphs (a) or (b), if the person owns all of the voting securities of the subsidiary, except the voting securities required by law to be owned by directors of that subsidiary;
- (d) a person registered under the securities legislation of a jurisdiction of Canada as an advisor or dealer, other than a person registered solely as a limited market dealer registered under one or both of the *Securities Act* (Ontario) or the *Securities Act* (Newfoundland and Labrador);
- (e) an individual registered or formerly registered under the securities legislation of a jurisdiction of Canada as a representative of a person referred to in paragraph (d);
- (f) the Government of Canada or a jurisdiction of Canada or any crown corporation, agency or wholly owned entity of the Government of Canada or a jurisdiction of Canada;
- (g) a municipality, public board or commission in Canada and a metropolitan community, school board, the Comite de gestion de la taxe scolaire de l'ile de Montreal or an intermunicipal management board in Quebec;
- (h) any national, federal state, provincial, territorial or municipal government of or in any foreign jurisdiction, or any agency of that government;
- (i) a pension fund that is regulated by either the Office of the Superintendent of Financial Institutions (Canada) or a pension commission or similar regulatory authority of a jurisdiction of Canada;
- (j) an individual who, either alone or with a spouse beneficially owns, directly or indirectly, financial assets having an aggregate realizable value that before taxes, but net of any related liabilities, exceeds C\$1,000,000; ["financial assets" means cash, securities or any contract of insurance or deposit or evidence thereof that is not a security for the purposes of securities legislation. "related liabilities" means liabilities incurred or assumed for the purposes of financing the acquisition or ownership of financial assets or liabilities that are secured by financial assets.];
- (k) an individual whose net income before taxes exceeded C\$200,000 in each of the two most recent calendar years or whose net income before taxes combined with that of a spouse exceeded C\$300,000 in each of the two most recent calendar years and who, in either case, reasonably expects to exceed that net income level in the current calendar year;
- (l) an individual who, either alone or with a spouse, has net assets of at least C\$5,000,000;
- (m) a person other than an individual or investment fund, that has net assets of at least C\$5,000,000 as shown on its most recently prepared financial statements [*Note: a person is not eligible under this paragraph if it was created or is being used solely to purchase or hold securities as an accredited investor in reliance upon this paragraph*];
- (n) an investment fund that distributes or has distributed its securities only to:
  - (i) a person or that is or was an accredited investor at the time of distribution;

(ii) a person that acquires or acquired securities with an aggregate value of not less than \$150,000 under certain minimum purchase or additional investment exemptions specified in sections 2.10 and 2.19 of National Instrument 45-106;

(iii) a person described in paragraph (i) or (ii) that acquires or acquired securities under the investment fund reinvestment exemption specified in section 2.18 of National Instrument 45-106;

(o) an investment fund that distributes or has distributed its securities under a prospectus in a jurisdiction of Canada for which the regulator or, in Quebec, the securities regulatory authority, has issued a receipt;

(p) a trust company or trust corporation registered or authorized to carry on business under the *Trust and Loan Companies Act* (Canada) or under comparable legislation in a jurisdiction of Canada or a foreign jurisdiction, acting on behalf of a fully managed account managed by the trust company or trust corporation as the case may be;

(q) a person or company trading as agent on behalf of a fully managed account managed by that person if that person:

(i) is registered or authorized to carry on business as an advisor or the equivalent under the securities legislation of a jurisdiction of Canada or a foreign jurisdiction;

(ii) in Ontario is purchasing a security that is not a security of an investment fund;

(r) an entity organized in a foreign jurisdiction that is analogous to any of the entities referred to in paragraphs (a) to (d) or paragraph (i) in form and function;

(s) a registered charity under the *Income Tax Act* (Canada) that in regard to the trade, has obtained advice from an eligibility adviser or an adviser registered under the securities legislation of the jurisdiction of the registered charity to give advice on the securities being traded;

(t) a person in respect of which all of the owners of interests, direct, indirect, or beneficial, except the voting securities required by law to be owned by directors, are persons that are accredited investors;

(u) an investment fund that is advised by a person registered as an adviser or a person that is exempt from registration as an advisor; or

(v) a person that is recognized or designated by the securities regulatory authority or, except in Ontario and Quebec, the regulator as:

(i) an accredited investor; or

(ii) an exempt purchaser in Alberta or British Columbia after National Instrument 45-106 comes into force.

Unless specifically defined in National Instrument 45-106, terms that are defined or interpreted in the statute of the local jurisdiction have the meaning ascribed to them in the statute of the local jurisdiction unless the context otherwise requires.

EXECUTED by the Subscriber at Toronto, Ontario this \_\_\_\_\_ day of \_\_\_\_\_, 2011.

**If a corporation, partnership or other entity:**

**If an individual:**

\_\_\_\_\_  
Signature of Authorized Signatory

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name and Position of Signatory

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Name of Purchasing Entity

\_\_\_\_\_  
Jurisdiction of Residence