

**NON-RESIDENT DEALERS
FORM OF SUBMISSION TO JURISDICTION AND APPOINTMENT OF
AGENT FOR SERVICE OF PROCESS BY SALESPERSON, PARTNER,
OFFICER OR DIRECTOR OF NON-RESIDENT DEALER**

1. Name of applicant or registrant (the "Registrant"): _____

2. Jurisdiction of incorporation of Registrant: _____

3. Name(s) and address(es) of person(s) filing this form (the "Filing Persons"):

4. Name of agent for service of process (the "Agent"): _____

5. Address for service of process of Agent in Manitoba: _____

6. Each Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal or other proceeding (the "Proceeding") arising out of or relating to or concerning the Registrant's registration under *The Securities Act, 1988* (Manitoba) (the "Act") or the Registrant's activities in Manitoba as a registrant, and irrevocably waives any right to raise as a defense in any such proceeding any alleged lack of jurisdiction to bring such Proceeding.
7. Each Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of the judicial, quasi-judicial and administrative tribunals of Manitoba and any administrative proceeding in Manitoba, in any Proceeding arising out of or related to or concerning the Registrant's registration under the Act or the Registrant's activities in Manitoba as a registrant.
8. Until the earlier of (i) the termination of a Filing Person's position as an officer and/or director of the Registrant and (ii) six years after the termination of the Registrant's registration under the Act, such Filing Person shall:
 - (a) File a new submission to Jurisdiction and Appointment of Agent for Service of Process in the form hereof at least 30 days prior to termination of this Submission to Jurisdiction and Appointment of Agent for Service of Process for any reason whatsoever; and
 - (b) An amended Submission to Jurisdiction and Appointment of Agent for Service of Process at least 30 days prior to any change in the name or above address of the Agent.
9. This Submission to Jurisdiction and Appointment of Agent for Service of Process shall be governed by and construed in accordance with the laws of Manitoba.

Dated: _____

(Signature of Filing Person)

Dated: _____

(Signature of Filing Person)

Dated: _____

(Signature of Filing Person)

Dated: _____

(Signature of Filing Person)

Acceptance

The undersigned accepts the appointment as agent for service of process of _____ pursuant to
(Insert name(s) of Filing Person(s))

the terms and conditions of the foregoing Submission to Jurisdiction and Appointment of Agent for Service of Process.

Dated: _____

(Signature of Agent or authorized signatory)

(Signature of Agent or authorized signatory)