

FORM 13-502F3A
CLASS 3A REPORTING ISSUERS – PARTICIPATION FEE

Reporting Issuer Name: _____

(Class 3A reporting issuer cannot be incorporated or organized under the laws of Canada or a province or territory of Canada)

Fiscal year end date: _____

Indicate, by checking the appropriate box, which of the following criteria the issuer meets:

<input type="checkbox"/>	(a) At the fiscal year end date, the issuer has no securities listed or quoted on a marketplace located anywhere in the world; or
<input type="checkbox"/>	(b) at the fiscal year end date, the issuer
	(i) has securities listed or quoted on a marketplace anywhere in the world,
	(ii) has securities registered in the names of persons or companies resident in Ontario representing less than 1% of the market value of all outstanding securities of the issuer for which the issuer or its transfer agent or registrar maintains a list of registered owners,
	(iii) reasonably believes that persons or companies who are resident in Ontario beneficially own less than 1% of the market value of all its outstanding securities,
	(iv) reasonably believes that none of its securities traded on a marketplace in Canada during its previous fiscal year, and
	(v) has not issued any of its securities in Ontario in the last 5 years, other than
	(A) to its employees or to employees of its subsidiary entities, or
or	(B) pursuant to the exercise of a right previously granted by it or its affiliate to convert exchange its previously issued securities without payment of any additional consideration.

Participation Fee

(From subsection 2.2(2) of the Rule)

\$700

Late Fee, if applicable

(As determined under section 2.5 of the Rule)

Note on Form 13-502F3A: The reference to “\$700” is read as “\$820” from April 4, 2011 to April 1, 2012 and, after April 1, 2012, as “\$960”.
