

NON-RESIDENT DEALERS

FORM OF SUBMISSION TO JURISDICTION AND APPOINTMENT OF AGENT FOR SERVICE OF PROCESS BY NON-RESIDENT DEALER

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

2. Jurisdiction of incorporation of Registrant: _____

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

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

5. The Registrant 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 its registration under *The Securities Act, 1988* (Manitoba) (the "Act") or its 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.
6. The registrant 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 its registration under the Act or its activities in Manitoba as a registrant.
7. Until six years after the termination of its registration under the Act, the Registrant shall file:
 - (a) 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.
8. 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 Registrant's authorized signatory)

(Name and title of authorized signatory)

Acceptance

The undersigned accepts the appointment as agent for service of process of _____ pursuant to the terms and conditions of the foregoing Submission to Jurisdiction and Appointment of Agent for Service of Process.
(Insert name of Registrant)

Dated: _____

(Signature of Agent or authorized signatory)

(Name and title of authorized signatory)