

ACCOUNT HOLDER AND ATTORNEY IDENTIFICATION

I, the undersigned, _____
Surname and first name of Account holder (in block letters) Date of Birth of the Account holder (MM DD YYYY)

and _____
Surname and first name of Account co-holder, if applicable (in block letters) Date of Birth of the Account co-holder (MM DD YYYY)

(hereinafter collectively the "Account holder")

grant to _____
Surname and first name of Attorney (in block letters) Date of Birth of Attorney (MM DD YYYY)

Occupation of Attorney (in block letters)

Name and type of business of the Attorney's employer (in block letters)

residing at _____ (hereinafter the "Attorney")
Home Address of Attorney (street number, street, city, province, postal code in block letters)

Country

Telephone number of Attorney

the powers set out below with respect to all of the Account holder's Accounts, present and future, grouped under the Account root(s) listed below and held at National Bank Direct Brokerage, a division of National Bank Financial Inc. (hereinafter "NBDB"). A root is defined by the first six digits of the Account number.

1. _____ 2. _____ 3. _____ (hereinafter the "Account")

Important notice: Please note that further to the review of the said form, NBDB reserves the right to request any additional information it deems necessary.
*Include the Verification identity form (F.19447-702) filled-out by the Attorney mentioned above receiving the grant of powers.

POWER OF ATTORNEY

I authorize the Attorney to represent me and to give any instruction on my behalf relating to the administration of my Account, including namely but not exclusively, orders for the purchase (in cash or on margin), the sale (including short sales) the delivery or the trading of any security and the use of any available credit balance.

Powers: Without limiting the generality of the foregoing, I grant the Attorney the power to:

- Get online access to my Account and all online documents (trades confirmations, statements, tax slips) via Internet and online services;
- Receive, withdraw, transfer or assign on the Account holder's behalf, the securities or available credit balances from the Account;
- Draw and issue, receive, endorse and assign any cheque, draft, bill of exchange or negotiable instrument on behalf of the Account holder.

Restrictions: This authorization **does not authorize** the Attorney to:

- Receive, endorse, withdraw, transfer or assign any security or available credit balance held in the Account on behalf of the Attorney or any third party;
- Draw and issue, receive, endorse and assign any cheque, draft, bill of exchange or negotiable instrument on behalf of the Attorney or any third party;
- Open, close, change the address of an Account and sign any agreement or document required to administer the Account.

ADDITIONAL INFORMATION TO OBTAIN FROM THE ATTORNEY (Section to be completed by the Attorney)

In order to enable NBDB to meet its regulatory obligations in the protection of the markets and risk management, NBDB must obtain additional information when a person is appointed as an Attorney for a NBDB client.

Please tick all applicable situations:

1. The Attorney is:

- a. An immediate family member¹ of the Account holder or co-holder

Specify the relationship: _____

¹ By an immediate family member we mean a spouse, father and mother, child, brother and sister, grandfathers and grandmothers, grandsons and granddaughters, and any other family member who shares the Account holder's home.

- b. Other

If the Attorney is not an immediate family member, please specify in details the relationship between the Attorney and the Account holder:

2. Does the Attorney hold any Trading Authorization or Power of Attorney for other individuals (individuals or entities) who hold **brokerage accounts** at NBDB or in any other brokerage firms?

Yes No **If yes, please specify how many** (including the ones that may be outstanding or pending approval at NBDB or in any other brokerage firms: _____)

2.1. Please specify (by checking the boxes provided for this purpose)

a) the relationship you have with each person for whom you are an Attorney; and

b) if that person holds a brokerage account with one of the brokers of the National Bank of Canada.

PERSON 1 A) Relationship:
 Immediate family member
 Professional ²
 Other (please specify) : _____
B) Holding of a brokerage account:
 A broker of the National Bank of Canada
 Other broker

PERSON 2 A) Relationship:
 Immediate family member
 Professional ²
 Other (please specify) : _____
B) Holding of a brokerage account:
 A broker of the National Bank of Canada
 Other broker

PERSON 3: A) Relationship:
 Immediate family member
 Professional ²
 Other (please specify) : _____
B) Holding of a brokerage account:
 A broker of the National Bank of Canada
 Other broker

PERSON 4 A) Relationship:
 Immediate family member
 Professional ²
 Other (please specify) : _____
B) Holding of a brokerage account:
 A broker of the National Bank of Canada
 Other broker

PERSON 5 A) Relationship:
 Immediate family member
 Professional ²
 Other (please specify) : _____
B) Holding of a brokerage account:
 A broker of the National Bank of Canada
 Other broker

² You act for this person as an Attorney in the exercise of your profession which allows you to be appointed as an attorney for your clients (ex: chartered accountant, lawyer, notary, etc.)

3. Is the Attorney a director or officer of an issuer, or of a subsidiary of an issuer, whose shares are traded on a stock exchange or over the counter?
 Yes No **If yes**, indicate the name of the company and its stock ticker symbol:
Company name: _____ **Ticker symbol:** _____
4. Does the Attorney, individually or with other people, own or control more than 10% of the voting shares in such a company?
 Yes No **If yes**, indicate the name of the company and its stock ticker symbol:
Company name: _____ **Ticker symbol:** _____
5. Does the Attorney, individually or with other people, hold a controlling interest (more than 20%) in such a company?
 Yes No **If yes**, indicate the name of the company and its stock ticker symbol:
Company name: _____ **Ticker symbol:** _____
6. Is the Attorney **an employee, officer or director of a securities broker?**
 Yes No **If yes**, please attach a written authorization from a director or partner of the firm (e.g., compliance officer) authorizing the present attached Power of Attorney.
7. Is the Attorney compensated for his services pursuant to the present Power of Attorney?
 Yes No **If yes**, please specify below.
- 7.1 Is the Attorney duly registered under the securities legislation?
 Yes No **If yes**, please specify: _____
- 7.2 Is the Attorney providing services that require registration under securities laws, whether as a broker, investment advisor, underwriter, agent or other?
 Yes No **If yes**, please specify and indicate under which name: _____
- 7.3 Has the Attorney obtained an exemption from registration?
 Yes No **If yes**, please specify: _____
8. Is the Attorney a citizen of the United States or a resident alien of the United States for tax purposes?
 Yes No
9. Is the Attorney's current permanent residency in the United States?
 Yes No
10. Are transaction confirmations and/or monthly statements presently sent to a person other than the Account holder?
 Yes No **If yes**, please specify: _____

**Indication
for questions
11 to 15:**

Questions 11 to 15 do not have to be answered if the Attorney has checked the box "IMMEDIATE FAMILY MEMBER" at question 1 and has not been otherwise appointed as an Attorney for any other power of attorney or trading authorization.

11. In his role as an Attorney, given by a Trading Authorization or a Power of Attorney, does he:
- a. Provide any advice or any recommendation to clients of NBDB that he represents as an Attorney?
 Yes No **If yes**, please specify in a clear, precise and detailed manner the type of advice or recommendation that is provided by the Attorney: _____
- b. Discuss financial strategies, tax strategies, investment strategies, or investment products with the clients of NBDB that he represents as an Attorney?
 Yes No **If yes**, please specify in a clear, precise and detailed manner the type of strategies or investment products that are discussed with the Attorney: _____
12. Does the Attorney discuss with the client(s) that he represents prior to placing an order or a transaction with NBDB?
 Yes No **If no**, please specify: _____
13. Has the Attorney solicited the Trading Authorizations or Power of Attorneys that he presently holds for the clients of NBDB or any other client?
 Yes No **If yes**, please specify in a clear, precise and detailed manner: _____
14. Is the Attorney soliciting clients in order to obtain Trading Authorizations or Power of Attorneys?
 Yes No **If yes**, please specify in a clear, precise and detailed manner: _____
15. Does the Attorney offer any other services, such as financial planning, real estate management, account or cash management, or any other service to the clients of NBDB or to any other client that he represents under a Trading Authorization or a Power of Attorney?
 Yes No **If yes**, please specify and indicate under which name: _____

VERIFICATION OF IDENTITY AND DECLARATION OF ATTORNEY

In compliance with the *Proceeds of Crime (Money Laundering) and Terrorist Financing Act*, the identity of any person authorized to give instructions for a brokerage Account must be checked. **In order to do so, the Attorney must complete the "Verification of identity" Form (F.19447-702).**

The Attorney undertakes to complete the above form for identification purposes and in order to perform the powers hereby given under this Power of Attorney. *Please note that if the Attorney is a National Bank of Canada client, unless otherwise instructed and if certain conditions are satisfied, NBDB will automatically verify his identity with National Bank of Canada.*

Furthermore, the Attorney accepts his appointment as an Attorney. He has kept a copy of the present Power of Attorney, has read it and understood it, and agrees to be bound by it. Subject to the compliance of the laws in effect in the province of residence of the Account holder, the Attorney acknowledges that the present Power of Attorney, at the start of incapacity of the Account holder, will not allow him in any way to act as an Attorney for the Account. Moreover, the Attorney states that the information found in the section "Additional Information to obtain from the Attorney" is true and accurate and agrees to notify NBDB as soon as possible if any change occurs.

X

Date (MM DD YYYY)

Signature of Attorney

CONDITIONS RELATING TO THE POWER OF ATTORNEY (Section to be completed by the Account holder)

1. Internet and online services

I hereby authorize NBDB to grant to my Attorney online access to my Account and all online documents via Internet and online services.

2. Ratification of Attorney's acts

The Account holder hereby ratifies and confirms any and all trades, instructions, transactions and other acts previously and subsequently made by the Attorney in respect of his Account. He will indemnify, defend and hold harmless NBDB, its affiliates, and the directors, officers, employees, contractors, Attorneys, advisors and other representatives of NBDB and its affiliates from and against, and will pay for promptly on demand, all losses, costs, damages, liabilities and expenses (including legal expenses) if NBDB is made a party to any action between or by either of the Account holder or the Attorney or to which either of the Account holder or the Attorney is a party that relates in any way to the appointment of the Attorney by this Power of Attorney whether the act in question is or is not within the scope of authority given in the Power of Attorney.

3. Actions for the benefit of the Account holder

The actions of the Attorney must be exclusively for the benefit of the Account holder. The Attorney may not deal with the Account holder's property for the Attorney's personal purposes or benefit. NBDB may (but does not have to) ask the Attorney to justify that any transaction that the Attorney has requested is in fact for the Account holder's benefit and may decline, without any liability, to carry out any instruction from the Attorney if NBDB is not satisfied that the transaction is for the benefit of the Account holder.

4. Successors and Assigns

The provisions of this Power of Attorney and indemnity will enure to the benefit of and be binding on NBDB's successors and assigns and are in addition to (and in no way restrict) any rights that NBDB may have under any other agreement(s).

5. Revocation

The Account holder wishes to repeal one or all other Trading Authorizations or Power of Attorneys previously signed or related to his account.

All One or certain Please specify the name(s) of person(s) you wish to repeal as an Attorney(s):

NBDB may continue to deal with the Attorney under this Power of Attorney until NBDB receives written notice of its revocation, signed by the Account holder, or, if this Power of Attorney is terminated by the Account holder's death or death of the Attorney, until NBDB receives actual notice of the death.

Notice of revocation or termination of this Power of Attorney will be forwarded to the following address:

National Bank Direct Brokerage
1100 Robert-Bourassa Blvd, 7th Floor
Montreal, Quebec H3B 2G7

OR

It can also be done by phone,
Monday to Friday, from 8 a.m. to 6 p.m. (ET)
(514) 866-6755 / 1-800-363-3511

In addition, if the Account holder wishes to repeal access to the Account and online documents via the Internet and online services of its Attorney, he will also have to send a notice of revocation to the above-mentioned address or to contact the online services at the above-mentioned coordinates. The Account holder understands that there may be delays between the delivery of the notice of revocation and the processing of the request at NBDB.

6. Multiple Trading Authorizations or Power of Attorneys

It is possible that the Account holder has signed multiple Trading Authorizations or Power of Attorneys for property and it is not his intention in granting this Power of Attorney to repeal or suspend any Trading Authorizations or Power of Attorneys for property previously given by the Account holder. If more than one Attorney is permitted to act on the Account holder's behalf in connection with his existing and future Account(s) with NBDB, NBDB will act upon the instructions of either one of the Attorney(s).

7. Independant legal advice

The Account holder confirms having the opportunity to seek independent legal advice before signing this Power of Attorney. By signing this Power of Attorney, the Account holder acknowledges that he has either sought and received independent legal advice or that he has had the opportunity to seek independent legal advice and declined to do so.

8. Miscellaneous

The headings in this document are included for convenience of reference only and will not in any way affect the construction or interpretation of this Power of Attorney.

9. Important notice

In order to ensure compliance with regulatory requirements for registration, NBDB reserves the right to refuse to grant a Power of Attorney for reasons of risk management even if this form is duly completed.

DECLARATION(S) AND SIGNATURE(S) OF THE ACCOUNT HOLDER AND ACCOUNT CO-HOLDER

I acknowledge having read and understood and I accept all the provisions of the present form.

X

Date (MM DD YYYY)

Signature of the Account Holder

X

Date (MM DD YYYY)

Signature of the Account Co-Holder (if applicable)

RESERVED FOR BRANCH USE			
_____	_____	_____	X
Date (MM DD YYYY)	Surname and first name of the Advisor	Transit	Signature

RESERVED FOR NATIONAL BANK DIRECT BROKERAGE			
<input type="checkbox"/> Verification of an identity document at CIS	<input type="checkbox"/> SSC verification	_____	_____
		Date (MM DD YYYY)	National Bank Direct Brokerage Employee