

**ACCOUNT HOLDER AND AGENT 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 Agent (in block letters) Date of Birth of Agent (MM DD YYYY)

Occupation of Agent (in block letters)

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

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

Telephone number of Agent

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.

**POWER OF ATTORNEY**

I authorize the Agent 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 Agent 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 Agent to:

- Receive, endorse, withdraw, transfer or assign any security or available credit balance held in the Account on behalf of the Agent or any third party;
- Draw and issue, receive, endorse and assign any cheque, draft, bill of exchange or negotiable instrument on behalf of the Agent 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 AGENT (Section to be completed by the Agent)**

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 Agent for a NBDB client.

**Please tick all applicable situations:**

1. The Agent is:

- a.  An immediate family member<sup>1</sup> of the Account holder or co-holder

Specify the relationship: \_\_\_\_\_

<sup>1</sup> 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 Agent is not an immediate family member, please specify in details the relationship between the Agent and the Account holder:

2. Does the Agent 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 Agent; 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 <sup>2</sup>  
 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 <sup>2</sup>  
 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 <sup>2</sup>  
 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 <sup>2</sup>  
 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 <sup>2</sup>  
 Other (please specify) : \_\_\_\_\_

B) Holding of a brokerage account:  
 A broker of the National Bank of Canada  
 Other broker

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

3. Is the Agent 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 Agent, 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 Agent, 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 Agent or a member of his family with whom he lives (spouse, children, parents), **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 Agent compensated for his services pursuant to the present Power of Attorney?  
 Yes  No **If yes**, please specify below.
- 7.1 Is the Agent duly registered under the securities legislation?  
 Yes  No **If yes**, please specify: \_\_\_\_\_
- 7.2 Is the Agent 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 Agent obtained an exemption from registration?  
 Yes  No **If yes**, please specify: \_\_\_\_\_
8. Is the Agent a citizen of the United States or a resident alien of the United States for tax purposes?  
 Yes  No
9. Is the Agent'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 Agent has checked the box "IMMEDIATE FAMILY MEMBER" at question 1 and has not been otherwise appointed as an Agent for any other power of attorney or trading authorization.

11. In his role as an Agent, 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 Agent?  
 Yes  No **If yes**, please specify in a clear, precise and detailed manner the type of advice or recommendation that is provided by the Agent: \_\_\_\_\_
- b. Discuss financial strategies, tax strategies, investment strategies, or investment products with the clients of NBDB that he represents as an Agent?  
 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 Agent: \_\_\_\_\_
12. Does the Agent 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 Agent 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 Agent 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 Agent 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 AGENT

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 Agent must complete the "Verification of identity" Form (F.19447-702).***

The Agent 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 Agent 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 Agent accepts his appointment as an Agent. 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 Agent 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 Agent for the Account. Moreover, the Agent states that the information found in the section "Additional Information to obtain from the Agent" is true and accurate and agrees to notify NBDB as soon as possible if any change occurs.

**X**

\_\_\_\_\_  
Date (MM DD YYYY)

\_\_\_\_\_  
Signature of Agent

## 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 Agent online access to my Account and all online documents via Internet and online services.

### 2. Ratification of Agent's acts

The Account holder hereby ratifies and confirms any and all trades, instructions, transactions and other acts previously and subsequently made by the Agent in respect of his Account. He will indemnify, defend and hold harmless NBDB, its affiliates, and the directors, officers, employees, contractors, agents, 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 Agent or to which either of the Account holder or the Agent is a party that relates in any way to the appointment of the Agent 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 Agent must be exclusively for the benefit of the Account holder. The Agent may not deal with the Account holder's property for the Agent's personal purposes or benefit. NBDB may (but does not have to) ask the Agent to justify that any transaction that the Agent has requested is in fact for the Account holder's benefit and may decline, without any liability, to carry out any instruction from the Agent 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 Agent(s):

\_\_\_\_\_  
NBDB may continue to deal with the Agent 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 Agent, 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 8 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 Agent, 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 Agent 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 Agent(s).

### 7. Independent 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.

