

INSIDER REPORT

(See instructions on the back of this report)

Where freedom of information legislation is in force in the jurisdiction where this form is filed: The personal information requested on this form is collected under the authority and used for the purposes of administering the provincial securities Acts, *Bank Act, Cooperative Credit Associations Act, Insurance Companies Act, Trust and Loan Companies Act* and *Canada Business Corporations Act*. Under the CBCA the information provided satisfies the disclosure requirements of section 127. While the federal *Privacy Act* protects personal information provided, it also permits public disclosure pursuant to section 266 of the CBCA. All information contained in this form will be made available to the public. Federally, this form will be stored in personal information bank number CCA/P-092. In British Columbia, if you have questions about how the freedom of information legislation applies to the personal information collected on this form, call the Manager, Public Information and Records at (604)660-4827 or write the Manager, 1100-865 Hornby Street, Vancouver, B.C. V6Z 2H4.

BOX 1. NAME OF THE REPORTING ISSUER (BLOCK LETTERS)

BOX 2. INSIDER DATA

RELATIONSHIP(S) TO REPORTING ISSUER <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	DATE OF LAST REPORT FILED DAY MONTH YEAR <input type="text"/> <input type="text"/> <input type="text"/>
OR	IF INITIAL REPORT, DATE ON WHICH YOU BECAME AN INSIDER DAY MONTH YEAR <input type="text"/> <input type="text"/> <input type="text"/>
CHANGE IN RELATIONSHIP FROM LAST REPORT <input type="text"/> YES <input type="text"/> NO	

BOX 3. NAME, ADDRESS AND TELEPHONE NUMBER OF THE INSIDER (BLOCK LETTERS)

FAMILY NAME OR CORPORATE NAME <input type="text"/>	
GIVEN NAMES <input type="text"/>	
NO. <input type="text"/>	STREET <input type="text"/>
CITY <input type="text"/>	
PROV. <input type="text"/>	POSTAL CODE <input type="text"/>
BUSINESS TELEPHONE NUMBER <input type="text"/> - <input type="text"/>	
BUSINESS FAX NUMBER <input type="text"/> - <input type="text"/>	
CHANGE IN NAME, ADDRESS OR TELEPHONE NUMBER FROM LAST REPORT <input type="text"/> YES <input type="text"/> NO	

BOX 4. JURISDICTION(S) WHERE THE ISSUER IS A REPORTING ISSUER OR THE EQUIVALENT

<input type="checkbox"/> ALBERTA	<input type="checkbox"/> NEWFOUNDLAND
<input type="checkbox"/> BRITISH COLUMBIA	<input type="checkbox"/> NOVA SCOTIA
<input type="checkbox"/> FEDERAL	<input type="checkbox"/> ONTARIO
<input type="checkbox"/> BANK ACT	<input type="checkbox"/> QUEBEC
<input type="checkbox"/> CCAA	<input type="checkbox"/> SASKATCHEWAN
<input type="checkbox"/> ICA	<input type="checkbox"/> UNITED STATES
<input type="checkbox"/> TLCA	<input type="checkbox"/> NASDAQ
<input type="checkbox"/> CBCA	<input type="checkbox"/> SEC
<input type="checkbox"/> MANITOBA	

BOX 5. INSIDER HOLDINGS AND CHANGES (IF INITIAL REPORT, COMPLETE SECTIONS A, D, E AND F ONLY. SEE ALSO INSTRUCTIONS TO BOX 5)

A	B	C						D	E	F
DESIGNATION OF CLASS OF SECURITIES	BALANCE OF CLASS OF SECURITIES ON LAST REPORT	TRANSACTIONS						PRESENT BALANCE OF CLASS OF SECURITIES HELD	DIRECT/INDIRECT OWNERSHIP/CONTROL OR DIRECTION	IDENTIFY THE REGISTERED HOLDER WHERE OWNERSHIP IS INDIRECT OR WHERE CONTROL OR DIRECTION IS EXERCISED
		DAY	DATE MONTH YEAR	NATURE	NUMBER/VALUE ACQUIRED	NUMBER/VALUE DISPOSED OF	UNIT PRICE/ EXERCISE PRICE	\$ US		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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ATTACHMENT YES NO

This form is used as a uniform report for the insider reporting requirements under all provincial securities Acts, *Bank Act, Cooperative Credit Associations Act, Insurance Companies Act, Trust and Loan Companies Act* and *Canada Business Corporations Act*. The terminology used is generic to accommodate the various Acts.

CORRESPONDENCE ENGLISH FRENCH

KEEP A COPY FOR YOUR FILE

BOX 6. REMARKS

The undersigned certifies that the information given in this report is true and complete in every respect. It is an offence to file a report that at the time and in the light of the circumstances in which it is made, contains a misrepresentation.

BOX 7. SIGNATURE

NAME (BLOCK LETTERS) <input type="text"/>	SIGNATURE <input type="text"/>	DAY MONTH YEAR <input type="text"/> <input type="text"/> <input type="text"/>
		DATE OF THE REPORT <input type="text"/> <input type="text"/> <input type="text"/>

INSTRUCTIONS

Insider Reports in English and French are available from the Manitoba, Ontario, Québec and federal jurisdictions. If you are a corporate insider in the province of Québec, you will receive correspondence in French. Individuals in the province of Québec will receive, upon request, correspondence in English.

Where an insider of a reporting issuer does not own or have control or direction over securities of the reporting issuer, or where an insider's ownership or direction or control over securities of the reporting issuer remains unchanged from the last report filed, a report is not required. Insider reports are not required to be filed in New Brunswick, the Northwest Territories, Prince Edward Island or the Yukon.

"Reporting issuer" has the same meaning as the words "distributing bank" as defined in subsection 265(1) of the *Bank Act*, "distributing association" as defined in subsection 260(1) of the *Cooperative Credit Associations Act* (CCAA); and "distributing company" as defined in subsection 288(1) of the *Insurance Companies Act* (ICA) or subsection 270(1) of the *Trust and Loan Companies Act* (TLCA); "distributing corporation" as defined in subsection 126(1) of the *Canada Business Corporations Act* (CBCA).

"Debt Securities" wherever it appears herein, has the same meaning as "debt obligation" as defined in subsection 2(1) of the CBCA.

BOX 1 Name of the reporting issuer

Provide the full legal name of the reporting issuer. Use a separate report for each reporting issuer.

BOX 2 Insider Data

Indicate all of your relationship(s) to the reporting issuer using the following codes:

Reporting issuer that has acquired securities issued by itself (or by any of its affiliates - CBCA) 1

Subsidiary of the reporting issuer 2

Security holder who beneficially owns or who exercises control or direction over more than 10% of the securities of the reporting issuer (*Bank Act*, CCAA, ICA, TLCA, CBCA and Québec *Securities Act* - 10% of a class of shares) to which are attached voting rights or an unlimited right to a share of the profits and to its assets in case of winding up 3

Director of a reporting issuer 4

Senior officer of a reporting issuer 5

Director or senior officer of a security holder referred to in 3 6

Director or senior officer of an affiliate (*Bank Act*, CCAA, ICA, TLCA and CBCA) or of a subsidiary of the reporting issuer, other than in 4, 5 and 6 7

Deemed insider under the *Bank Act*, CCAA, ICA, TLCA and CBCA 8

If you have filed a report before, indicate whether your relationship to the reporting issuer has changed.

Specify the date of the last report you filed, and if it is an initial report, the date on which you became an insider.

BOX 3 Name, address and telephone number of the insider

Provide your name, address and business telephone number.

BOX 4 Jurisdiction

Indicate each jurisdiction where the issuer is a reporting issuer.

BOX 5 Insider holdings and changes

Show direct and indirect holdings separately, both in the initial report and where a transaction is reported. Indicate only one transaction per line.

For an initial report complete only:

- (A) designation of class of securities held
- (D) present balance of class of securities held
- (E) nature of ownership (see List of Codes)
- (F) identification of the registered holder where ownership is indirect

If you acquired or disposed of securities while an insider, complete sections (A) to (F):

- (A) Indicate a designation of the securities traded that is sufficient to identify the class, including yield, series, maturity.
- (B) Indicate the number of securities, or for debt securities, the aggregate nominal value of the class held, directly and indirectly, before the transaction that is being reported.
- (C) Indicate for each transaction:
 - the date of the transaction (not the settlement date)
 - the nature of the transaction (see List of Codes)
 - the number of securities acquired or disposed of or for debt securities, the aggregate nominal value
 - the unit price paid or received on the day of the transaction, excluding the commission
 - if the report is in American dollars, check the space under "\$ US"

List of Codes

BOX 5 (C) Nature of transaction

Acquisition or disposition carried out in the market, excluding the exercise of an option	10
Private placement (issuance from treasury)	11
Acquisition or disposition carried out privately (already issued securities)	20
Acquisition or disposition pursuant to a takeover bid or issuer bid	22
Change in the nature of ownership	25
Acquisition or disposition under a plan	30
Stock dividend	35
Acquisition or disposition of a call option	40
Acquisition or disposition of a put option	45
Expiration of an option	46
Acquisition or disposition by gift	50
Acquisition by inheritance or disposition by bequest	55
Short sale	60
Grant of warrants	65
Grant of rights	66
Exercise of warrants	70
Expiration of warrants	71
Expiration of rights	72
Exercise of rights	75
Exercise of options	76
Conversion or exchange	78
Stock split or consolidation	84
Redemption/retraction/cancellation/repurchase	85
Compensation for property	90
Compensation for services	95
Grant of options	96
Other than referred to above (please explain in Remarks)	97
Correction of information (please explain in Remarks)	99

(D) Indicate the number of securities, or for debt securities, the aggregate nominal value of the class held, directly and indirectly, after the transaction that is being reported.

(E) Indicate the nature of ownership, control or direction of the class of securities held using the following codes:

Direct ownership	0
Indirect ownership (identify the registered holder)	1
Control or direction (identify the registered holder)	2

(F) For securities that are indirectly held, or over which control or direction is exercised, identify the registered holder.

BOX 6 Remarks

Add any explanation necessary to make the report clearly understandable.

If space provided for any item is insufficient, additional sheets may be used. Additional sheets must refer to the appropriate Box and must be properly identified and signed.

Office staff are not permitted to alter a report.

BOX 7 Signature and filing

Sign and date the report.

File two copies of the report in each jurisdiction in which the issuer is reporting within the time limits prescribed by the applicable laws of that jurisdiction. British Columbia requires only one copy.

Manually sign one of the two copies.

Legibly print or type the name of each individual signing the report.

If the report is filed on behalf of a company, partnership, trust or other entity, legibly print or type the name of that entity after the signature.

If the report is signed on behalf of an individual by an agent, there shall be filed with each jurisdiction in which the report is filed a duly completed power of attorney.

Alberta Securities Commission
21st Floor
10025 Jasper Avenue
Edmonton, Alberta
T5J 3Z5

Office of the Superintendent of
Financial Institutions, Canada
13th Floor, Kent Square
255 Albert Street
Ottawa, Ontario
K1A 0H2

British Columbia Securities
Commission
1100, 865 Hornby Street
Vancouver, British Columbia
V6Z 2H4

Director
Canada Business Corporations Act
9th Floor
Journal Tower South
365 Laurier Avenue West
Ottawa, Ontario
K1A 0C8

Manitoba Securities Commission
1128 - 405 Broadway
Winnipeg, Manitoba
R3C 3L6

Director of Securities
Department of Justice, Newfoundland
P.O. Box 8700
4th Floor, West Block
Confederation Building
St. John's, Newfoundland
A1B 4J6

Nova Scotia Securities Commission
Joseph Howe Building, 2nd Floor
1690 Hollis Street
P.O. Box 458
Halifax, Nova Scotia
B3J 2P8

Ontario Securities Commission
Suite 800, Box 55
20 Queen Street West
Toronto, Ontario
M5H 3S8

Commission des valeurs
mobilières du Québec
C.P. 246, Tour de la Bourse
Montréal (Québec)
H4Z 1G3

Saskatchewan Securities Commission
8th Floor
1914 Hamilton Street
Regina, Saskatchewan
S4P 3V7