

Your Entity Name \_\_\_\_\_  
CSE Reference # \_\_\_\_\_  
Date \_\_\_\_\_  
Initial Agreement or Update  Initial   
Update

### CSE DEALER AGREEMENT

This CSE Dealer Agreement<sup>1</sup> incorporates the CSE Standard Trading Terms available on our Website.<sup>2</sup> and governs your status as a Dealer and your access to trading on CSE. Capitalized terms not defined in this CSE Dealer Agreement have the meanings set out in Rule 1 of the CSE Trading Rules and Regulations or the CSE Standard Trading Terms, unless the context otherwise requires.

In consideration for being accepted as a Dealer and CSE granting you access to trading on the CSE, you agree to the terms of this CSE Dealer Agreement as set out below.

#### General Terms

- (1) You affirm that:
  - (i) You have completed the CSE Dealer Form and will keep the information therein up to date;
  - (ii) You are a member in good standing of the Canadian Investment Regulatory Organization (CIRO) and are registered with the Ontario Securities Commission or other applicable Regulatory Authority; and
  - (iii) For so long as you remain a Dealer you will remain a member of CIRO and will comply with the qualification requirements in CSE Trading Rule 2-101.
- (2) You have received a copy of and agree to comply with:
  - (i) the CSE Trading Rules and Regulations,
  - (ii) the CSE Standard Trading Terms,
  - (iii) the CSE Requirements; and
  - (iv) the CSE Specifications,as may amended by us from time to time.
- (3) You agree that this CSE Dealer Agreement will be binding on and enure to the benefit of our and your respective successors and permitted assigns.
- (4) You agree that this CSE Dealer Agreement supersedes and replaces all prior agreements and understandings, oral or written, between us and you regarding your status as a Dealer.
- (5) You must advise us as soon as practicable of any name or ownership changes and you may not assign this CSE Dealer Agreement without our prior written consent.
- (6) This CSE Dealer Agreement will terminate upon your termination as a Dealer in accordance with CSE's Exchange Requirements and/or the CSE Standard Trading Terms.

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<sup>1</sup> This CSE Dealer Agreement in combination with the CSE Dealer Form serve as your application for approval as a Dealer under CSE Trading Rule 2-102.

<sup>2</sup> [TheCSE.com/CSE-Standard-Trading-Terms](https://www.cse.com/CSE-Standard-Trading-Terms)

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- (7) You undertake to ensure that, as a term of their employment, all partners, directors, officers and other persons authorized to trade on the CSE Trading System or advise on the trading of securities on the CSE Trading System, or any other employee to the extent that such employee has the approval of a Regulatory Authority ("**Approved Person**") are aware of, and will be made aware of any amendment or addition to CSE Trading Rules and Regulations, CSE Standard Trading Terms, CSE Requirements, and CSE Specifications.
- (8) You agree to have Approved Persons agree, as a term of their employment, to comply with any decisions from us or from Regulatory Authorities, including any decision restricting or prohibiting you or any Related Person, including any of your Approved Persons, from trading on the CSE Trading System, subject to any right to appeal such order or direction under the CSE Requirements or Applicable Law.
- (9) You agree to provide us and/or Regulatory Authorities with any assistance and information reasonably requested in conducting an investigation and with information, files, data, or documents reasonably requested by the CSE or Regulatory Authorities.
- (10) You submit without limitation to the ability of the CSE and Regulatory Authorities to monitor your conduct, the conduct of your Related Persons and agents, and to enforce compliance with the CSE Standard Trading Terms, CSE Requirements, CSE Specifications, and CSE Agreements.
- (11) No provision in this CSE Dealer Agreement shall impair any right, interest, or use of Your Data granted by Applicable Law or a Regulatory Authority.

**Remainder of page intentionally left blank.**

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### CSE Dealer Agreement Signing Page

We, CNSX Markets Inc. operate the Canadian Securities Exchange (CSE). We agree to accept you as a Dealer and provide you with access to trading on CSE, as appropriate, in accordance with this CSE Dealer Agreement, CSE Trading Rules & Regulations, and the CSE Standard Trading Terms incorporated hereto by reference and posted on our Website at [thecse.com/CSE-Standard-Trading-Terms](http://thecse.com/CSE-Standard-Trading-Terms).

By entering into this CSE Dealer Agreement, your duly authorized signatories below certify for you and on your behalf that:

1. You agree that you are bound by and will comply with the CSE Trading Rules & Regulations and the CSE Standard Trading Terms;
2. You agree that this CSE Dealer Agreement supersedes and replaces all prior agreements and understandings between us and you, oral and written, regarding your status as a CSE Dealer.
3. All the information provided by you in this CSE Dealer Agreement and in the CSE Dealer Form, is true, correct, accurate, and complete in all material respects and that you will provide us with updates to the information in writing as necessary to ensure your continued compliance with the CSE Standard Trading Terms;
4. You will ensure that your trading on CSE is in compliance with the CSE Standard Trading Terms and the CSE Trading Rules & Regulations; and
5. You will pay us Fees for the services above in accordance with the Fee Schedules posted on our Website and as amended from time to time.

IN WITNESS WHEREOF, the Parties have caused this CSE Dealer Agreement to be executed by their authorized signatories as of the date set out below:

**CNSX MARKETS INC.**

**[LEGAL NAME]**

\_\_\_\_\_  
**Name:**

**Title:**

**Date:**

\_\_\_\_\_  
**Name:**

**Title:**

**Date:**

\_\_\_\_\_  
**Name:**

**Title:**

**Date:**