



Client Relationship Disclosure

Thank you for choosing CWB Wealth Management Ltd. (CWB WM) as your wealth management provider.

As a client of CWB WM, it is important that you understand our relationship with you. This Relationship Disclosure document provides you with important information about our respective roles and responsibilities, your CWB WM account, and the services we provide. Please read this document carefully.

If there are material changes that impact this Relationship Disclosure document, we will promptly inform you. If you have any questions related to the content of this document, please do not hesitate to contact your Portfolio Manager.

References to “we”, “our”, and “us” refer to CWB WM.

About CWB Wealth Management

CWB WM provides discretionary portfolio management and investment advisory services, as well as a range of financial planning products, and services. Along with our subsidiaries, CWB McLean & Partners Wealth Management Ltd. (CWB M&P), Canadian Western Financial Ltd. (CWF), and CWB Insurance Solutions, we deliver a unified approach to providing solutions and support to help clients achieve their vision of the future.

CWB WM is registered as a portfolio manager and as an exempt market dealer in Alberta, British Columbia, Manitoba, Ontario and Saskatchewan, and as an investment fund manager in Ontario and Alberta. As an investment fund manager, CWB WM is responsible for the day to day business and affairs of the various funds it manages. As portfolio manager, it provides portfolio management services to private clients and to the funds it manages. While CWB WM is not in the business of trading securities generally, it acts as an exempt market dealer to allow clients to invest in its own CWB WM pooled funds (the “Private Funds”). These products may be purchased through accounts held with an investment dealer, a discretionary portfolio manager, or directly from CWB WM.

CWB WM is a majority-owned subsidiary of Canadian Western Bank and a member of the CWB Financial Group, which consists of Canadian Western Bank and its subsidiaries and affiliates.

For more information about CWB WM, please visit www.cwbwealth.com.

Our Services and Products

Our Services

At CWB WM, we provide discretionary portfolio management services (the Services) to individuals, corporations, trusts, estates, institutions, and not-for-profit organizations through segregated fully managed accounts (Accounts). By signing a Discretionary Managed Account Agreement (the DMAA), you are authorizing your Portfolio Manager to make investment decisions on your behalf in accordance with the terms of the DMAA, as well as your Investment Policy Statement (IPS) or other similar document. Among other things, these documents outline important parameters such as: your investment needs and objectives, financial circumstances, and risk tolerance, as well as any other unique circumstances to be considered in determining your investment portfolio.

In addition to the Services, we offer you access to other professionals across CWB WM who can provide expertise in areas such as retirement planning, insurance solutions, succession and estate planning. These services are provided separately from the Services that are provided under the DMAA.



Our Products

Accounts may hold the following investment products:

- Cash and cash equivalents such as T-bills and other money market instruments
- Fixed income or debt securities such as bonds and debentures, and preferred shares
- Equities, including warrants
- Investment funds, including mutual funds and private pooled funds managed by us or our affiliates (e.g. CWB Core Funds, CWB Onyx Portfolio Series Funds, CWB M&P Private Pooled Funds)

Your Portfolio Manager may choose to incorporate some or all of these asset types into your Account. In each case, your Portfolio Manager assumes discretionary responsibility for building, managing, and monitoring your investment portfolio in accordance with the DMAA and your IPS.

Your Managed Account with CWB Wealth Management

Accounts are managed on a discretionary basis by CWB WM under the direction of duly-licensed Portfolio Manager(s) and in accordance with the investment strategies and mandates established in your IPS. In certain circumstances there may be assets held in your account which are excluded from the Portfolio Manager's discretionary authority. For example, you may have deposited a security into your account that cannot be sold due to market conditions or other trading restrictions. In such circumstances, this fact will be noted in the IPS or other documentation in relation to your Account, and we will only transact on those investments based on your instructions. CWB WM is not responsible for the investment performance of such securities.

Account Fees and Fund Operating Expenses

In consideration for providing the Services, we charge a quarterly discretionary management fee, which is set out in our Fee Schedule and calculated as a percentage of the assets in your Account (the Management Fee), plus applicable taxes. The Management Fee is charged against the assets held in your Account. A minimum annual Management Fee applies to all Accounts.

We do not charge additional fees to open, operate or maintain an account with us. All these costs are part of your Management Fee; however you may be charged third party fees, as described in the paragraph below.

We will provide you at least 60 days' written notice prior to charging any new or increased charges associated with the operation, transfer, or termination of your Account.

Segregated portfolios held at a custodian will be charged certain fees or expenses by third parties who provide services in relation to your Account, including the custodian and the brokers or dealers who execute securities transactions for your Account. The fees and expenses charged to you by these parties will vary from time to time and will be deducted from your Account according to the agreement you have signed with the custodian. If you require further information, please speak with your Portfolio Manager.



CWB “A” Series Mutual Funds

CWB WM offers a series of mutual funds which include an embedded fee called the Management Expense Ratio (MER). The MER represents fees paid to the investment fund manager which includes the cost of professional investment management, supervision, administration, operations and service support directly related to the fund. The Management Fee will not be applied to holdings of any CWB “A” Series Funds within an Account; instead, clients holding units of the CWB “A” Series Funds pay, indirectly through their ownership of the fund, the MER charged by the investment fund manager as follows:

- CWB Core Fixed Income Fund 1.30%
- CWB Core Equity Fund 1.28%*
- CWB Onyx Diversified Income 1.25%
- CWB Onyx Canadian Equity 2.10%
- CWB Onyx Global Equity 2.15%
- CWB Onyx Conservative Solution 1.55%
- CWB Onyx Balanced Solution 1.90%
- CWB Onyx Growth Solution 2.05%

*effective September 10th 2018 Core Fixed Income Fund has merged with CWB Onyx Diversified Income fund.

CWB “O” Series Funds

Clients holding O-Series mutual fund units of the CWB Onyx Portfolio Series funds are charged the Management Fee which includes the Expense Ratio (ER) fee charged by the Mutual Funds. Please refer to the fee schedule you would have signed at account opening for the agreed upon Management Fee applicable to your Account.

For 2018, the ER charged by the following funds were:

- CWB Onyx Conservative Solution .25%
- CWB Onyx Balanced Solution .20%
- CWB Onyx Growth Solution .35%
- CWB Onyx Diversified Income Fund .25%
- CWB Onyx Canadian Equity Fund .30%
- CWB Onyx Global Equity Fund .30%

For further information, please consult the Fund Facts or Simplified Prospectus provided to you at account opening and from time to time as required by securities law.

“Know Your Client” and Suitability

Information we need to collect

Under securities laws, we are required to collect and document sufficient and appropriate Know Your Client (“KYC”) information to ensure that trades are suitable for you. In satisfying our KYC obligation, we require certain personal and financial data, including your name, age, address, telephone number, e-mail address, occupation, financial situation (income and net worth), and some information pertaining to your family. This information will be used for identification purposes, as well as to determine your investor profile, and will be collected at account opening and on an ongoing basis to ensure the information we have is current.

Based on the KYC information you provide, CWB WM will prepare an IPS which will identify your investment objectives, investment restrictions, and risk tolerance, and determine an appropriate asset mix that is consistent with these factors. CWB WM will obtain your agreement to the IPS and manage your account on a discretionary basis in accordance with the IPS.



Our Suitability Obligation

In addition to the KYC requirement, we must ensure that we comply with the suitability obligations owed to our clients. Specifically, we have an obligation to ensure that, before we make a recommendation to, or accept an instruction from, a client to buy or sell a security, the purchase or sale of that security must be suitable for the client.

We also assess suitability on a periodic basis, including in the following circumstances:

- When there is a change in your Portfolio Manager;
- When we are informed about certain changes to your KYC information; and
- In response to certain changes in market conditions.

Your Obligation to CWB WM

As a client of CWB WM it is important you participate in our relationship. In particular, we encourage you to:

- Keep us fully and accurately informed regarding your personal circumstances, and promptly advise us of any change to information that could reasonably result in a change to the types of investments appropriate for you, such as a change to your income, investment objectives, marital status, risk tolerance, time horizon, or net worth.
- Review the documentation and other information we provide to you regarding your Account, transactions conducted on your behalf and the holdings in your portfolio, and ask us any questions you have about this information or your relationship with us.
- Asking questions of and requesting information from us to address any questions you have about your Account, transactions conducted in your Account or the holdings in your portfolio, or your relationship with us or anyone acting on our behalf.

Custodial Arrangements

Custody, Delivery & Receipt of Securities

At your direction, CWB Wealth Management Ltd. (“CWB WM”) will designate a qualified party, including an affiliate, to act as the custodian (the “Custodian”) of the assets in the Account (the “Managed Assets”) and such party shall be responsible for the custody, settlement, receipt and delivery of any Managed Assets. CWB WM shall have no authority, responsibility or obligation with respect to the custody, settlement, receipt or delivery of any Managed Assets other than to direct, or cause, dealers and brokers to settle trades and deliver Managed Assets directly to or receive Managed Assets from the Custodian against payment. If any cash or Managed Assets are delivered to CWB WM, it shall promptly deliver them to the Custodian. You are solely responsible for paying all fees, expenses, and other charges relating to the custody of the assets as set out in your agreement with your Custodian.

Unless you otherwise direct us, Managed Assets are generally held in Canada in a fully disclosed, segregated account at either Canadian Western Trust Company (“CWT”) or at RBC Investor & Treasury Services (“RBC ITS”). CWT is a Federal Trust Company and is regulated by the Office of the Superintendent of Financial Institutions (“OSFI”). RBC ITS is a provider of asset servicing, custody, payments and treasury services for financial and other institutional investors and is the brand name of RBC Investor Services Trust, a Federal Trust Company regulated by OSFI. CWT and RBC ITS are each qualified custodians under applicable securities laws.

Although CWB WM has trading authority over the Managed Assets held at CWT and RBC ITS (each, a “Custodian”), CWB WM does not have access to Managed Assets held at either Custodian and is not authorized to transfer securities or cash into or out of client accounts held at either Custodian.



CWT is a wholly owned subsidiary of Canadian Western Bank and an affiliate of CWB WM. However, CWT maintains a system of internal controls and supervision which is independent from CWB WM, including separate management and separate personnel who perform custodial functions. CWT uses State Street Trust Company Canada (“State Street”) as a sub-custodian. State Street is a Federal Trust Company regulated by OFSI and is a qualified sub-custodian under applicable securities laws.

RBC ITS is independent of CWB WM, is required to segregate assets from its own assets and is subject to regulatory oversight, minimum capital and insurance requirements. At your direction, RBC ITS may hold securities in client name or in its name, as nominee of the client.

Uninvested cash balances may be eligible for CDIC insurance up to a maximum of \$100,000. Please consult your custodial agreement for more details.

Account Statements and Performance Reporting

CWB WM will provide clients with the following reports:

Quarterly Account Statements

CWB WM will provide you with an Account statement, at least quarterly, setting out each transaction executed during the reporting period, including the dates on which these transactions took place, and the names and quantities of the securities involved. Your quarterly Account statement also provides details regarding the names, quantities, costs and current values of the securities held in your Account, as well as information relating to how your securities are held, and whether they are subject to any deferred sales charges if sold. Generally investment accounts are not covered by an investor protection fund, but if they are it will be indicated on your statement. Other information provided in the statement includes the overall value of your Managed Assets, how this value has changed over the period, and the rate of return earned.

Your quarterly report details your time weighted rate of return relative to a relevant benchmark. An investment performance benchmark is a standard reference against which the performance of a specific investment can be measured or compared. By comparing the rate of return earned by your investment(s) to an appropriate benchmark (typically a broad stock or bond index, or a blend of such indices), you can see how the investment(s) you hold performed compared to the market. Your rate of return is affected by, among other things, changes in the value of your securities, dividends, interest, fees paid, as well as the timing of your deposits and withdrawals.

Quarterly Account statements are sent separately for each Account you hold with us as well as on a consolidated basis for all householded Accounts. Additionally, you have the option to request statements on a monthly basis.

Annual Report on Charges and Other Compensation and Investment Performance

On an annual basis, we will provide you with a consolidated report on charges and other compensation and investment performance. This report details the fees you paid during the year, operating, transaction, or other charges related to your Managed Assets and your Account, and, if applicable, any charges relating to the purchase or sale of debt securities. The annual report also includes your money-weighted returns over various time periods, and the performance of your Account net of fees. The “money-weighted rate of return” measures how well your account has performed, taking into consideration the timing of your personal deposits and withdrawals, as well as most of the costs that are charged to your account.



Benchmarks

To assist you in comparing your rate of return with a benchmark, we provide customized performance reporting against a blended benchmark that reflects your investments. The following are used in our blended benchmark models:

- S&P/TSX Composite Total Return Index
- S&P 500 Total Return Index (CAD)
- MSCI ACWI ex USA Total Return Index (CAD)
- MSCI EAFE Total Return Index (CAD)
- S&P/TSX Preferred Share Total Return Index
- FTSE/TMX Canada Universe Bond Total Return Index
- FTSE/TMX Canada 91 day T-bill Total Return Index

Keep in mind that benchmarks should be used as a guide only. Benchmark rates of return are calculated as prescribed under applicable securities laws. It is important to remember that benchmarks are based on how a sample portfolio performs. The sample portfolio does not consider how other factors such as tax considerations and fees will affect actual client returns.

Fair Allocation of Investment Opportunities

CWB WM has implemented an internal policy to provide for the fair and equitable allocation of investment opportunities among its clients. This ensures that all clients are treated fairly, particularly when multiple client accounts participate simultaneously in a purchase or sale of the same security or in any initial public offering. This is accomplished through pro rata allocation among the different accounts that are involved in the transaction at the time the order is filled, at the average execution price. Where an order is partially filled, it is allocated across the affected client accounts in accordance with the original pro rata allocation. We advocate fair and equitable treatment for all of our clients.

Conflicts of Interest

It is important for you to be informed about how we identify and respond to conflicts of interest in order to minimize their impact.

Related Issuers and Connected Issuers to CWB Wealth Management

Related Issuers to CWB WM: A person or company is a “related issuer” to CWB WM if, through the ownership of, or direction or control over, voting securities or otherwise, the person or company is an influential securityholder (as defined in securities legislation) of CWB WM, CWB WM is an influential securityholder of the person or company, or if each of them is a related issuer of the same third person or company. At the date hereof, the following are related issuers of CWB WM:

- Canadian Western Bank
- Canadian Western Financial Ltd.
- CWB McLean & Partners Wealth Management Ltd.
- CWB Insurance Solutions Ltd.
- Canadian Western Trust

Connected Issuers to CWB WM: An issuer is a “connected issuer” to CWB WM if there is a relationship between the issuer and CWB WM, a related issuer of CWB WM, or a director or officer of CWB WM or a related issuer of CWB WM, that might lead a reasonable prospective purchaser of the securities of the connected issuer to question whether CWB WM and the issuer are independent.

Investment funds that have “CWB” or “CWB M&P” in their name are “connected issuers” to CWB WM. Where investment funds are used in your Account, CWB WM invests primarily in the CWB Onyx Portfolio Series Funds. However, your Account



may also be invested in the CWB Core Funds, the CWB M&P Private Pooled Funds, and other CWB Financial Group investment funds and products. While CWB WM may also exercise its discretion to invest client accounts in third party investment funds and products, CWB WM is under no obligation to do so.

Related Canadian Registrants

The following registrants in Canada are subsidiaries of Canadian Western Bank: CWB WM and Canadian Western Trust Company. Canadian Western Financial Ltd. and CWB McLean & Partners Wealth Management Ltd. are subsidiaries of CWB WM. Certain directors and officers of CWB WM may also be directors and/or officers of CWB or one or more of these related registrants.

Dealing with Affiliates

From time to time, where permitted, CWB WM will enter into transactions in respect of banking, custody, brokerage, derivatives and foreign exchange, and registered plan administration and trusteeship services, on behalf of a client with Canadian Western Bank or an affiliate of Canadian Western Bank, whether these companies are acting in an agency or principal capacity. Canadian Western Bank or an affiliate of Canadian Western Bank will earn commissions, fees and/or spreads in connection with providing any of these services.

CWB WM invests or deposits uninvested cash balances in a client's Account with Canadian Western Bank or an affiliate of Canadian Western Bank. Canadian Western Bank or the affiliate of Canadian Western Bank, as applicable, will earn and retain, or pay to CWB WM, all or part of any benefit resulting from such investment, deposit or other use that is in excess of the amount of interest paid to the client for the use of the uninvested cash balances. Although CWB WM, Canadian Western Bank and any affiliate of Canadian Western Bank must properly record such uninvested cash balances on its books, funds will not be segregated or held separately, and may be commingled with the cash balances of other client accounts.

Employees, Officers and Directors

Some of the employees, officers and directors of CWB WM may also be officers or directors of Canadian Western Bank or its affiliates.

Code of Conduct

We have a Code of Conduct, which sets out certain expected standards of conduct of our employees and includes restrictions and controls on outside activities of our employees and on personal trading of our employees. The Code of Conduct is designed to ensure that our employees act in accordance with applicable Canadian securities laws and other applicable laws, that they act in the best interests of CWB WM and our clients, that they avoid actual or potential conflicts of interest, and that they do not engage in personal securities transactions that are prohibited by law, such as insider trading, or that negatively impact our clients.

Personal Trading Activities

Each of our employees, officers and directors are required to put the interests of our clients first, ahead of their own personal self-interests. In particular, any individual who has, or is able to obtain access to, non-public information concerning the portfolio holdings, the trading activities or the ongoing investment programs of our funds or client accounts, is prohibited from using such information for his or her direct or indirect personal benefit or in a manner which would not be in the best interests of our clients. These individuals also must not use their position to obtain special treatment or investment opportunities not generally available to our clients or the public. These individuals are only allowed to make a personal trade if it falls within our personal trading policy or if our compliance officer has determined that such trade will not conflict with the best interest of our clients. We encourage our employees, officers and directors to invest primarily through our funds, where the investment objective of our funds matches an individual's investment objective, thereby reducing the amount of their personal investments and consequently, reducing the likelihood of a conflict of interest arising between us and our clients.



Effecting Portfolio Transactions (including Client Brokerage Commissions)

All decisions as to the purchase and sale of an account's securities and all decisions as to the execution of portfolio transactions, including the selection of execution venues and broker-dealer and the negotiation, where applicable, of commissions or spreads, will be made, or caused to be made, by CWB WM as the portfolio manager of the Accounts.

The determination of brokerage allocation is a process by which CWB WM or an affiliate measures and evaluates a broker dealer's ability to provide best execution as well as their order execution capabilities, order execution products and services and research products and services. In seeking best execution in effecting portfolio transactions, a number of factors, including but not limited to execution price, speed of execution, certainty of execution, and overall cost of the transaction, are considered. The same criteria are used in selecting broker-dealers, regardless of whether the broker-dealer is an affiliate of CWB WM.

Broker-dealers are selected from a list of approved broker-dealers, who may charge a commission in excess of that charged by other broker-dealers if it is determined in good faith that the commission is reasonable in relation to the services being provided by the broker-dealer.

In certain circumstances, permitted goods or services may be received from broker-dealers in exchange for executing brokerage transactions with such broker-dealers. Two types of goods and services may be received: research goods and services ("Research Goods and Services") and order execution goods and services ("Order Execution Goods and Services").

Research Goods and Services include (i) advice as to the value of securities and the advisability of effecting transactions in securities; (ii) analyses and reports concerning securities, issuers, industries, portfolio strategies or economic or political factors and trends that may have an impact on the value of securities or investment strategies; (iii) seminars and conference fees; (iv) databases and software including, but not limited to, quantitative analytical software; (v) market data from feeds or databases; and (vi) post-trade analytics. Such goods and services may be provided by the executing broker-dealer directly or by a party other than the executing broker-dealer.

Order Execution Goods and Services include: (i) execution management systems and order management systems (to the extent they help arrange or effect a securities transaction); (ii) algorithmic trading software and market data (to the extent they assist in the execution of orders); and (iii) custody, clearing and settlement services that are directly related to an executed order that generated commissions. These goods and services may also be provided by the executing broker-dealer directly or by a party other than the executing broker-dealer.

Generally, the users of Research Goods and Services and Order Execution Goods and Services are CWB WM portfolio managers and analysts. In certain instances, goods and services received may contain some elements that qualify as Research Goods and Services and/or Order Execution Goods and Services along with other elements that are not permitted goods and services. This is commonly referred to as a "mixed use" product. If mixed use goods and services are obtained, brokerage commissions will only be used to pay for the portion of the goods and services that is permitted (i.e. Research Goods and Services and Order Execution Goods and Services).

CWB WM makes, or causes to be made, a good faith determination that its accounts and clients receive a reasonable benefit from the use of the Research Goods and Services and Order Execution Goods and Services, relative to the amount of brokerage commissions paid. Specifically, investment management teams determine brokerage allocation to the broker dealers based on a process which measures and evaluates the broker-dealers' ability to provide best execution of trades and the range of Research Goods and Services and Order Execution Goods and Services utilized.

For a list of broker-dealers or third parties who provided Research Goods and Services and/or Order Execution Goods and Services, please contact your portfolio manager.



Disclosure Regarding Transacting/Advising in Related and Connected Issuers, and Cross Trades

Under Canadian securities laws, CWB WM is subject to certain rules that prohibit the trading of securities between a Client's managed account and an investment fund managed by the same manager, or between managed accounts. In the absence of exemptive relief from the securities regulatory authorities, CWB WM shall not knowingly cause an investment portfolio managed by it to purchase or sell securities from or to: CWB WM, a partner, director, officer, employee or agent of CWB WM; an affiliate of CWB WM or a partner, director, officer, employee or agent of an affiliate; an associate of any of these persons, or an investment portfolio for which any of them acts as an adviser (Cross Trades). CWB WM intends to apply for exemptive relief to allow it to carry out Cross Trades of securities between managed accounts and between managed accounts and funds managed by CWB WM, subject in all cases to meeting the conditions of such exemptive relief.

CWB WM may also cause Accounts to be invested in investment funds managed by CWB WM or its affiliates and in which officers and directors of CWB WM may serve as officers or directors. Particulars of these transactions are set forth in your DMAA.

In accordance with applicable securities laws and a standing order of the applicable independent review committees of the CWB Funds, CWB Funds are permitted to hold units of other CWB Funds.

Referral Fee Disclosure

A client may have been referred to CWB WM by an employee within the CWB Financial Group, who may or may not be registered to provide investment advice. The purpose of this referral is to better align the client's investment needs with the CWB Financial Group entity that can provide the specific services or products requested.

Referrals are made pursuant to arrangements among CWB WM, Canadian Western Bank, Canadian Western Financial Ltd., CWB Insurance Solution Ltd. (CWB Insurance), Canadian Western Trust Company, and CWB McLean & Partners Wealth Management Ltd. A referral fee based upon a percentage of the transferred assets may be paid by CWB WM to the referring employee and/or his/her employer.

A brief description of a number of the CWB Financial Group entities, and the nature of the services which each provides, is set out below.

- Canadian Western Bank provides personal, private and commercial banking services.
- Canadian Western Trust is registered as a trust company across Canada providing trustee, custodial and administrative solutions for financial advisors, corporations and individuals.
- Canadian Western Financial Ltd. is registered as a mutual fund dealer and sells CWB Core Funds and CWB Onyx Portfolio Series Funds through dealing representatives located in Canadian Western Bank branches.
- CWB McLean & Partners Wealth Management Ltd. is registered as an investment fund manager, exempt market dealer and investment dealer.
- CWB Insurance Solutions provides financial planning services and risk products through licensed insurance agents.

CWB WM has a strategic relationship with PPI Solutions Inc. and certain independent insurance agents whereby commissions are shared or referral fees paid for the purpose of promoting and selling risk products.

The details of these referral arrangements, including the parties to the referral arrangement, the manner in which the referral fee for services is calculated, and the party to whom it is paid will be provided to you in a separate document. All services resulting from a referral arrangement relating to your account that require registration under applicable securities legislation will be provided by CWB WM.



Outside Business Activities

At times, individuals may participate in outside business activities such as serving on a board of directors, participating in community events or pursuing personal outside business interests. CWB WM has policies in place which require individuals to avoid situations where a conflict of interest may arise, and for registered individuals to seek approval prior to initiating an outside business activity.

Deposit Insurance Disclosure

CWB WM is a subsidiary of and a separate corporate entity from Canadian Western Bank and Canadian Western Trust Company. Assets held in CWB WM Accounts are not insured by Canadian Western Bank, the Canada Deposit Insurance Corporation (“CDIC”) or by any other government deposit insurer, and their values may fluctuate.

Trailing Commission Disclosure

Where securities of mutual funds managed by companies that are not associated or affiliated with CWB WM are held in a client’s account, CWB WM may receive trail commissions for services provided to clients in respect of those funds. No portion of the trailer commission will be paid by CWB WM to a client’s portfolio manager.

Throughout this document we have identified conflicts of interest that may arise in the course of our relationship with you. Additional conflicts of interest related to the mutual funds held in your Account will be disclosed in the simplified prospectus, fund facts or other disclosure document for the funds, copies of which are available upon request.

Proxy Voting Policy

When exercising voting rights in relation to securities held in our Managed Accounts, the key principle guiding us is our commitment to exercise those rights in a manner that is in the best interests of our clients. This means that we must take steps to perform the necessary due diligence on the proxy, and to ensure the voting decision is based on the relevant facts, an analysis of the issues involved and an assessment of the potential outcomes. A copy of our Proxy Voting Policy is available upon request.



Risk – Things to Consider

Securities laws require us to provide all clients with a description of risks that you should consider when making an investment decision, even though you have retained us to make investment decisions on your behalf. This information is set out below.

You should carefully consider whether an investment is appropriate for you in light of your experience, objectives, financial resources and other relevant circumstances. You should understand the nature of the investment and the extent of your exposure to risk. Depending on the nature of your investment, the type of investment risk will vary. Investment risks include:

- Capital risk – the risk that you may lose the money you invest.
- Liquidity risk – the risk that your investment may not be readily saleable.
- Currency risk – the risk that currency movements alone may affect the value of your investment if it is held in another currency.
- Interest rate risk – the risk that the principal of a debt instrument that you've invested in will go up or down depending as the interest rates in the economy go up and down.
- Business risk – the risk inherent in the operations of the entity or industry in which you have invested.
- Financial risk – the risk associated with the amount of leverage or debt that the entity in which you have invested used to finance assets.
- Market risk – the risk that the market value of an investment will rise or fall based on overall stock market conditions rather than each company's performance.
- Commodity risk – the risk that exposures to certain commodities, or to companies whose business is dependent on commodities, may be directly affected by movements in the price of the commodities.
- Concentration risk – the lack of diversification across sectors, regions or countries and may result in higher volatility.
- Risk of loss of key personnel – the operations of CWB WM is dependent on a small number of key officers and employees, the loss of any of whom could have an adverse effect.

The specific risks associated with an investment in the mutual funds held in your Account are described in the simplified prospectus and other disclosure documents for the funds. Copies of these documents are available upon request.

Use of Leverage

Using borrowed money to finance the purchase of securities involves greater risk than a purchase using cash resources only. If you borrow to purchase securities, your responsibility to repay the loan and pay interest as required by its terms remains the same even if the value of the securities purchased declines. Where a loan is obtained from Canadian Western Bank to purchase securities in your Account, both Canadian Western Bank, through interest earned on the loan, and CWB WM, through the management fees on the assets purchased for your Account using the proceeds of such loan, will earn revenue.



Complaint Handling Policy

If you have a complaint that relates to any advising or trading activity of CWB WM or one of our representatives, we would like to hear from you. Such a complaint must be received by us within six (6) years of the day when you first knew, or reasonably ought to have known, of an act or omission that is a cause of or contributed to the complaint. Complaints should be reported in writing to the attention of the Chief Compliance Officer:

Chief Compliance Officer
CWB Wealth Management Ltd.
1250 - 10303 Jasper Avenue NW
Edmonton, AB T5J 3X6
Phone: 780-429-3500 or 1-888-292-9655
Email: Loretta.carbonelli@cwwealth.com
Facsimile: 780-429-9680

We will acknowledge your complaint in writing within five days, investigate the matter and provide you with written notice of our decision to make an offer to resolve the complaint or deny it. As part of this process, we may request you to provide clarification or additional information to assist us with considering your complaint. An independent dispute resolution or mediation service is also being made available to you, at CWB WM's expense, with respect to a complaint if either of the following circumstances apply: (a) after 90 days of CWB WM's receipt of the complaint, CWB WM has not given you written notice of its decision to make an offer to resolve the complaint or deny it, and you have notified the independent dispute resolution or mediation service that you wish to have the complaint considered by the service; or (b) within 180 days of your receipt of written notice of CWB WM's decision to make an offer to resolve the complaint or deny it, you have notified the independent dispute resolution or mediation service that you wish to have the complaint considered by the service, provided, however, that you must agree that any amount you claim for the purpose of the independent dispute resolution or mediation service's consideration of the complaint will be no greater than \$350,000. Except in Québec, the Ombudsman for Banking Services and Investments ("OBSI") is the independent dispute resolution or mediation service that is being made available to you at CWB WM's expense for an eligible complaint.

OBSI works confidentially and in an informal manner. It is not like going to court, and you do not need a lawyer. During its investigation, OBSI may interview you and representatives of our firm. We are required to cooperate in OBSI's investigations. Once OBSI has completed its investigation, it will provide its recommendations to you and us; OBSI's recommendations are not binding. OBSI can recommend compensation of up to \$350,000. If your claim is higher, you will have to agree to that limit on any compensation you seek through OBSI. If you want to recover more than \$350,000, you may want to consider another option, such as legal action, to resolve your complaint. You can contact OBSI via email: at ombudsman@obsi.ca or telephone at 1-888-451-4519 or 416-287-2877 in Toronto for more details.

Although OBSI's services are being made available to you, this does not restrict your ability to take a complaint to a dispute resolution or mediation service of your choosing at your own expense, or to bring an action in court. Keep in mind that there are time limits for taking legal action.

If you are a resident of Québec, you may consider using the free mediation services offered by the Autorité des marchés financiers for the complaint.



SIGNATURE OF UNDERSTANDING

I have read and understand the content of the attached Client Relationship Disclosure, in particular the section “Deposit Insurance Disclosure” and “Conflicts of Interest”.

Date

Client’s Signature

Date

Client’s Signature

[For use by corporate or other non-individual clients]

Date

Authorized Individual’s Signature

Authorized person’s title