

CONFIDENTIALITY AGREEMENT

Collicalers Macaulay Nicolls Inc.
Granville Street, 19th Floor
Vancouver, BC, V6C 2R6

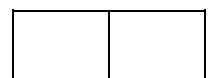
Attention: Casey Weeks & Morgan Iannone

Re: **165 West Pender Street, Vancouver, BC**

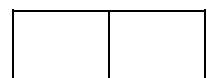
For the purposes of evaluating all aspects of 165 West Pender Street, Vancouver, BC (**hereinafter referred to as “the Property”**) the undersigned requests that Colliers Macaulay Nicolls Inc. (**hereinafter referred to as “Colliers”**) provides the undersigned with confidential information relating to the Property.

In consideration of Colliers agreeing to provide the undersigned with such information, the undersigned agrees as follows:

1. To treat confidentially, such information and any other information that Colliers or its advisors furnish to the under-signed, whether furnished before or after the date of this Agreement, whether furnished orally or in writing or gathered by inspection, and regardless of whether specifically identified as “confidential” (collectively, the “Evaluation Material”).
2. Not to use any of the Evaluation Material for any purpose other than the exclusive purpose of evaluating the possibility of a purchase and sale transaction relating to the Property. The undersigned agrees that the Evaluation Material will not be used in any way detrimental to the Property, the Owner of the Property, or Colliers and that such information will be kept confidential by the undersigned, its directors, officers, employees and representatives and these people shall be informed by the undersigned of the confidential nature of such information and shall be directed to treat such information confidentially and otherwise on the basis of their Agreement.
3. That if at any time, the undersigned considers a transaction which would involve participation directly or indirectly by a third party, the undersigned agrees to obtain from such third party, a confidentiality agreement in a form satisfactory to Colliers prior to disclosure to such party of any Evaluation Material.



4. That the undersigned and its directors, officers, employees and representatives will not, without the prior written consent of Colliers, disclose to any persons either the fact that discussions or negotiations are taking place concerning a possible transaction between the owner of the Property and the undersigned, nor disclose any of the terms, conditions or other facts with respect to any such possible transaction, including the status thereof.
5. That the term "person" as used in this Agreement shall be broadly interpreted to include, without limitation, any corporation, company partnership or individual.
6. That at any time, at the request of Colliers, the undersigned agrees to promptly return all Evaluation Material without retaining any copy thereof or any notes relating thereto. The undersigned will certify as to the return of all Evaluation Material and related notes.
7. That in the event the undersigned is required or requested by legal process to disclose any of the Evaluation Material, the undersigned will provide Colliers with prompt notice of such requirement or request so that Colliers may seek an appropriate protective order or waive compliance with the provisions of this requirement or both.
8. That the undersigned further understands and agrees that Colliers makes no representations or warranties as to the accuracy or completeness of the Evaluation Material. The undersigned agrees that Colliers shall not have any liability to the undersigned or any of its representatives resulting from the use of the Evaluation Material by the undersigned or its representatives
9. That any legal, financial or other third party advisors or agents retained by us to act on our behalf will be compensated by us.
10. That we further understand and agree that Colliers and the Owner make no representations or warranties as to the accuracy or completeness of the Evaluation Material, and that Colliers and the Owner shall have no liability to the undersigned or any of its representatives resulting from the use of the Evaluation Material by us or our representatives.
11. We acknowledge and agree that the Owner may request that we provide additional financial qualifying information about our company, and may refuse to release Evaluation Material to us if it is not satisfied with our financial capacity to complete the potential acquisition of the Property.
12. We acknowledge that Colliers is a representative of the Owner and is acting solely on the Owner's behalf.
13. The words "we", "us" and "the undersigned" in this document will be broadly interpreted to mean our company or any affiliate, related entity or partnership thereof, and their principals, directors, employees and agents.



Recipient Name

Corporate Name (Please Print)

By: _____
Officer's Signature

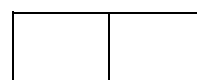
Officer's Name and Title (Please Print)

Officer's Address

Phone Number

FAX Number

E-mail



Know Your Options as a Real Estate Consumer

Considering a real estate transaction? One of the first decisions you will need to make is whether you should work with a licensed real estate professional who will represent you. Take a moment to read this important consumer protection information from the Real Estate Council of BC.

This form explains the special legal duties that real estate professionals owe to their clients. It will help you choose whether you want to be:

- a **CLIENT** of a real estate professional, who will represent you in the transaction, or
- an **UNREPRESENTED PARTY** with no real estate professional representing you.

Why are you getting this form?

A real estate professional is required to give you this form before working with you, and must explain it to you.

How to use this form:

Read over this information and ask about anything that is not clear to you. You can complete the optional consumer fields to indicate that you've discussed this information with the real estate professional.

What happens next?

After you've reviewed the form and completed the optional consumer fields, the real estate professional must complete and sign it.

Learn more about this form and other information for real estate consumers at www.recbc.ca.

The Benefits of Representation

Many people choose to have a real estate professional represent them in real estate transactions to help them make informed decisions. As a client, you'll benefit from:

Expert advice

In BC, licensed real estate professionals receive specialized training.



Protection

Real estate professionals in BC are licensed under the *Real Estate Services Act*. It is legislation designed to protect the rights of consumers.

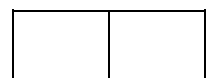


Oversight

The Real Estate Council of BC works to ensure real estate professionals are competent and knowledgeable. If you have a concern about a real estate professional, you can file a complaint by visiting our website at www.recbc.ca. We can investigate and discipline individuals for professional misconduct.



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What to Expect as a Client

When you become the client of a real estate professional, they owe you special legal duties as your agent:

- ☒ **Loyalty:** they must put your interests first, even before their own.
- ☒ **Avoid conflicts of interest:** they must avoid any situation that would affect their duty to act in your best interests.
- ☒ **Fully disclose relevant information:** they must give you all the facts they know that might affect your decisions.
- ☒ **Protect your confidentiality:** they must not reveal your private information without your permission, such as:
 - your reasons for buying/selling/leasing/renting
 - the minimum/maximum price you are seeking
 - any preferred terms and conditions you may want to include in a contract.

What to Expect as an Unrepresented Party

If you choose not to have a real estate professional represent you, you are an unrepresented party. You are not entitled to the special legal duties a client receives.

- ☒ **No loyalty:** the real estate professionals involved in the transaction are representing clients with competing interests to yours. They must be loyal to their clients, not you.
- ☒ **No duty to avoid conflicts:** no real estate professional is acting in your interests.
- ☒ **No full disclosure:** the real estate professionals involved in the transaction do not have a duty to give you all relevant information.
- ☒ **No confidentiality:** the real estate professionals involved in the transaction must share any information you tell them with their client.

Your Options as a Client

In BC, real estate professionals provide their services through licensed companies known as brokerages. If you decide to become the client of a real estate professional, you will sign an agreement with their brokerage. Depending on how the brokerage operates, you will be represented as a client in one of two ways:

- 1 Designated Agency**

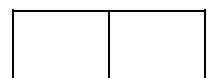
Your real estate professional will represent you as a “designated agent”. Only your designated agent will owe you the legal duties explained above. Your agent must not share your confidential information with others at the brokerage without your permission.

2 Brokerage Agency

You will be represented by **all** the real estate professionals at the brokerage. They will **all** owe you the legal duties explained above. They must **all** protect your confidential information.

Either way, as a client of a licensed real estate professional you will benefit from expert advice, oversight and protection.

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This is a disclosure made in compliance with section 5-10 of the Rules under the *Real Estate Services Act*.

Instructions

Consumers: Please complete the optional fields below to indicate that you received this consumer protection information.

After reading this form, if you decide that you do not need a real estate professional to represent you, a real estate professional may be required to present you with the ***Disclosure of Risks to Unrepresented Parties*** form.

Real Estate Professional: Complete and sign to indicate you have provided this disclosure to the real estate consumer. Promptly submit this form to your brokerage.

Mandatory Real Estate Professional Confirmation

I confirm that I have:

- ☒ provided the consumer with the *Disclosure of Representation in Trading Services* form.
- ☒ explained the special legal duties owed by a real estate professional to their client.
- ☒ explained the risks of being an unrepresented party in a real estate transaction.

I confirm that I will (check one):

- ☐ represent the consumer as my **client** under **designated agency**.
- ☐ represent the consumer as my **client** under **brokerage agency**.
- ☒ deal with this consumer as an **unrepresented party**.

Name: Casey Weeks & Morgan Iannone

Brokerage: Colliers Macaulay Nicolls Inc.

Signature:  Date: 9/6/2019

Notes: _____

See next page for Optional Consumer Confirmation.



Optional Consumer Confirmation

I confirm that the real estate professional disclosed the special legal duties owed to clients.

☐ Yes ☐ No

I confirm that the real estate professional disclosed the differences between a client and an unrepresented party.

☐ Yes ☐ No

I confirm that the real estate professional disclosed the risks of being an unrepresented party.

☐ Yes ☐ No

I confirm that I choose to *(check one)*:

☐ be a **client** represented by the real estate professional under **designated agency**.

☐ be a **client** represented by the real estate professional under **brokerage agency**.

☐ be an **unrepresented party**.

Consumer Name: _____

Consumer Signature: _____ Date: _____

Consumer Name: _____

Consumer Signature: _____ Date: _____

Section 8-4(a) of the Rules made under the Real Estate Services Act requires a brokerage to maintain a copy of all written disclosures and any related acknowledgements under Division 2 Part 5 of the Rules.

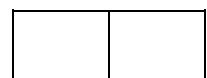
CONSUMER PRIVACY NOTICE

A real estate professional is providing you with this form because they are required to do so by the Rules made under the *Real Estate Services Act* (the "Rules"). **You are not required to provide your name or signature on this form.** However, the real estate professional you are dealing with may ask you to do so in order to document that they have provided you with this form as required by the Rules. The real estate professional will provide a copy of this form (including any personal information you have provided such as your name or signature) to their brokerage. The Real Estate Council of BC, the provincial body responsible for regulating real estate professionals, may review this form for the purpose of monitoring compliance with the Rules.

If you have any questions regarding the Real Estate Council of BC's collection and use of your personal information, please contact:

Privacy Officer, Real Estate Council of BC, 900-750 West Pender Street, Vancouver, BC, V6C 2T8; telephone: 604.683.9664 or toll-free at 1.877.683.9664; email: privacy@recbc.ca

A COPY OF THIS DISCLOSURE IS NOT REQUIRED TO BE PROVIDED TO THE REAL ESTATE COUNCIL OF BC UNLESS IT IS SPECIFICALLY REQUESTED.



Unrepresented in a Real Estate Transaction? Know the Risks

Consumers who choose to conduct a real estate transaction without a real estate professional are known as “**unrepresented parties**.” While you aren’t required to have a real estate professional represent you in a real estate transaction, the expert advice, protection, and oversight that comes with being the client of a real estate professional can be very helpful.

If you’re thinking of being an **unrepresented party**, make sure you understand what a real estate professional representing another party to the transaction can and cannot do for you. A real estate professional must be loyal to their client, and will only be able to provide you with limited services.

- Take a moment to read this important consumer protection information from the Real Estate Council of BC.
- Carefully consider the risks before deciding to be unrepresented in a real estate transaction.
- Expert advice from a real estate professional or other professional (such as a lawyer) who represents your interests can help you navigate the real estate process safely. We urge you to consider getting a real estate professional to represent you in a real estate transaction.

Why are you getting this form?

A real estate professional is required to inform you of the risks of being unrepresented in a real estate transaction. The real estate professional is already representing a client in that same transaction.

How to use this form

Read over this information and ask about anything that is not clear to you. You can complete the optional consumer fields to indicate that you’ve discussed this information with the real estate professional.

What happens next?

After you’ve reviewed the form and completed the optional consumer fields, the real estate professional must complete and sign it.

Learn more about this form and other information for real estate consumers at www.recbc.ca.

What You Need to Know

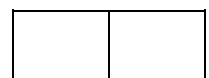
Real estate professionals must be loyal to their clients and work in their best interests. Keep in mind that as an unrepresented party, real estate professionals involved in this transaction will not be working in *your* interests.

A real estate professional representing someone else in the transaction can only give you limited assistance, such as:

- sharing real estate statistics and general market information
- providing standard real estate contracts and other relevant documents
- helping you fill out a standard real estate contract (but they cannot advise you about what to include in an offer)
- communicating your messages to their client, and from their client to you
- presenting your offers or counteroffers to their client, and from their client to you.



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A real estate professional representing someone else in the transaction cannot act in your interests.

The real estate professional *cannot*:

- give you advice.
- negotiate on your behalf.
- give you any confidential information about their client. (For example, they cannot tell you their client's maximum/minimum price unless their client authorizes them to share this information with you.)

A real estate professional must share all relevant information they know with their client.

This could include:

- your motivation for buying/selling/leasing/renting.
- your maximum/minimum price.
- your preferred terms and conditions.

Be cautious about sharing any confidential information with a real estate professional who represents a client with opposing interests to yours. They must share that information with their client.

Make an Informed Choice

You are receiving this form because you are considering dealing with a real estate professional as an unrepresented party. The real estate professional cannot represent you because they are already representing a client in that same transaction.

As a consumer, it is up to you to decide what kind of working relationship with a real estate professional is best for you.

If you want to be an unrepresented party and use some of the limited services that a real estate professional already representing another party to the transaction can provide, the real estate professional must give you a clear understanding of their obligations to their client and the limitations to the help they can give you.



THE REAL ESTATE COUNCIL OF BC URGES YOU TO SEEK YOUR OWN REAL ESTATE PROFESSIONAL FOR THIS TRANSACTION.

This disclosure is made to you in compliance with section 5-10.1 of the Rules made under the *Real Estate Services Act*.

Instructions

Consumers: Please complete the optional fields below to indicate that you received this consumer protection information.

Real Estate Professional: Complete and sign to indicate you have provided this disclosure to the real estate consumer. Promptly submit this form to your brokerage.

| | |
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| | |
|--|--|

DISCLOSURE OF RISKS TO UNREPRESENTED PARTIES



Mandatory Real Estate Professional Confirmation

I confirm that I have:

- ☒ given the unrepresented party information about the duties and responsibilities I owe my client.
- ☒ given the unrepresented party information about the risks of being unrepresented in a real estate transaction.
- ☒ given the unrepresented party information about the limited assistance I can provide them.
- ☒ advised the unrepresented party to seek independent professional advice.

Name: Casey Weeks & Morgan Iannone

Brokerage: Colliers Macaulay Nicolls Inc.

Signature:  Date: 9/6/2019

Notes: _____

Optional Consumer Confirmation

I confirm that the real estate professional:

- ☐ gave me information about the duties and responsibilities they owe their client.
- ☐ gave me information about the risks of being an unrepresented party in a real estate transaction.
- ☐ gave me information about the limited assistance they can provide me.
- ☐ advised me to seek independent professional advice.

Consumer Name: _____

Consumer Signature: _____ Date: _____

Consumer Name: _____

Consumer Signature: _____ Date: _____

Section 8-4(a) of the Rules made under the Real Estate Services Act requires a brokerage to maintain a copy of all written disclosures and any related acknowledgements under Division 2 Part 5 of the Rules.

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The Real Estate Council of BC regulates real estate professionals to protect consumers. Visit us online to find information on real estate transactions, ask us a question, file a complaint or an anonymous tip. **1.877.683.9664 | ANONYMOUS TIPLINE: 1.833.420.2400 | info@recbc.ca | www.recbc.ca**

(rev 6/2018)

