

The Capital Lab Inc. supports and advises public and pre-public companies with their capital markets strategy, investor relations and corporate communications. We specialize in special situations, transitions and virtual business support for global executive teams. Now we are introducing corporate secretarial services. We provide a high quality, responsive service to issuers with a fresh and flexible approach to marketing. Our focus is on seamless execution that is aligned with your business strategy.

## Corporate Secretarial Services

The Capital Lab can be formally appointed as corporate secretary to a Toronto Stock Exchange (TSX) or TSX-Venture (TSX-V) listed company. We will ensure that your company complies with all statutory requirements, and implement efficient and best practice corporate governance. We provide responsive support and advice with the entire spectrum of corporate secretarial services.

The Capital Lab works in coordination with internal or external legal counsel for corporate secretary initiatives.

### Meetings

- Coordinate and organize board of directors, committee and shareholder meetings
- Coordinate board-books
- Take attendance at meetings and accurate minutes with standard minute taking protocols
- Prepare resolutions and arrange sign-off from all directors
- Assist in preparing proxy form, management information circular and chairman's script
- Coordinate with transfer agent in organizing the shareholder meetings, printing and mailing proxy materials

### Board Coordination

- Manage register of directors
- Maintain Board meeting calendar
- Assist with orientation materials for new directors
- Craft, implement and review board evaluations
- Support director recruiting
- Obtain director D&O insurance quotations

### Stock Options and Warrants

- Develop and maintain company register of stock op-

- tions and warrants for TSX and reporting purposes
- Prepare treasury orders and coordinate with the transfer agent on the exercise of options and warrants
- Create all optionee communications including vesting letters
- Facilitate transfer of warrants
- Cashing of cheques
- Organize cashless stock options exercises through preferred broker relationships

### Filing

- Create profiles for insiders on System for Electronic Disclosure by Insiders (SEDI)
- File insider trading activity reports on SEDI as required by various provincial securities rules and regulations
- Administer System for Electronic Document Analysis and Retrieval (SEDAR) filings
- Update TSX SecureFile and TSX Venture Reporting Forms in order to meet their requirements
- Assist with filing the audited financial statements of the company with the regulators
- Assist with documents for the appointment of the external auditors

### Corporate Governance

- Create a Corporate Disclosure Policy
- Identify company spokespersons
- Provide training on materiality, disclosure and insider trading rules and obligations to company employees
- Determine and administer quiet and blackout periods for insiders
- Provide guidance on handling rumours and other IR matters

**The Capital Lab** : strategic investor relations and business development. [www.thecapitallab.com](http://www.thecapitallab.com).

Contact: **Belinda Labatte** at [belinda@thecapitallab.com](mailto:belinda@thecapitallab.com) for more information | **Phone 647.436.2152** or **visit us** at 76 Richmond Street East, Suite 330 Toronto, Ontario, corner of Richmond and Church.

## Corporate Compliance

- Maintain minute books and corporate record books
- Develop and maintain virtual data rooms for immediate access

## Document Drafting

- Annual Information Form drafting and coordination
- Prospectus support
- MD&A restructuring and writing
- AGM speech preparation and editing
- AGM presentation development
- Editorial support for financial documents

## Accounting & Brokerage Services

- Accounting and bookkeeping services can be provided through a preferred supplier
- Brokerage services can be provided through a preferred broker

## Speciality Services

- Coordinate, supervise and complete TSX-V to TSX transitions
- Manage early exercise of warrants
- Website development
- Annual report project management

## Office Service Support

In addition, we offer office support:

- Providing company with a mailing address and local telephone number
- Coordinating and managing communications and document transfer, as corporate office of the company
- Providing reasonable office access for management when in Toronto
- Administering fees and supplier payments on a timely basis in conjunction with the CFO

## Investor Relations

- Full support or advisory work
- IR resource allocation, functional alignment and process improvement

- Relationship development
- Presentation development and maintenance
- Financial media support and training
- Strategic counsel
- Drafting (speeches/ AIF/ circulars/ MD&A/ presentations)
- Global marketing, roadshow and event coordination
- Support for proxy contents and other transactions
- Full support for IPO/ RTO transactions

**Belinda Labatte,**  
Principal

Belinda is a former investment banker, has worked in Toronto, London and Germany and she has experience in the areas of corporate finance, M&A, strategy, corporate secretary, board support and all areas of investor relations and public market disclosure. She received her MBA from the Rotman School of Management, University of Toronto and has been a Chartered Financial Analyst (CFA) since 2004. She has completed her PDO certification (Partners, Directors and Officers) course. Belinda is an officer of Mandalay Resources, acting as Corporate Secretary. Belinda speaks French, German and Spanish.

**Jasmine Virk,**  
Advisor, Corporate Secretary and Communications

Jasmine is responsible for global marketing management and corporate secretary activities. She provides detailed, in-depth support, with a specialty and focus on corporate secretary and board relations. Originally from India, she came to Canada in 2007 to complete her studies in Marketing Management and Financial services, after receiving her bachelors of commerce degree in India. She is currently completing her Canadian Securities Course certification.

### Location

Our office is located in downtown core within walking distance to financial district

330 - 76 Richmond Street East, Toronto, ON M5C 1P1  
T: (647) 436-2152

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