LETTER OF INDEMNITY & DIRECTION

Tax-Free Savings Account

Investing in Shares or Other Obligations of Canadian Controlled Private Corporations Including Venture Capital Corporations (VCCs)

I, the annuitant, do hereby direct Western Pacific Trust Company to subscribe for _____ REIT Units of Viocity Real Estate Investment Trust for consideration of $_____ and the payment of a 2% commission of $_____ payable to Viocity Management Inc. for a total of $_____.

In consideration of Western Pacific Trust Company (WPTC) accepting this investment in the plan noted below, I hereby confirm and certify that this is a "qualified investment" as the term is defined in the Income Tax act (Canada).

1. **Advice:** I acknowledge that I have sought and obtained independent financial, investment, tax and legal advice to the extent that I deem necessary and appropriate in making this investment for my plan.

☐ **Initial**

I further acknowledge that it is my sole responsibility to evaluate all investments that I may elect to make in my plan from time to time and that WPTC, by accepting this investment into my plan, accepts no responsibility for determining the value of the investment at this time or any time in the future. Further, it is primarily my responsibility to determine the eligibility of the investment as a "qualified investment" for my plan, WPTC's obligation being only as provided under the Act.

2. **Closing Documents:** Enclosed are the following documents:
   - ○ Subscription Agreement ○ REIT Unit Certificate ○ Original Letter of Indemnity & Direction

   ■ ***Remit funds to: Viocity Management Inc.***
   or
   ☐ ***Contribution In-Kind***

3. **Qualified Investment and Fair market Value:** It is my understanding that a letter from the Company's accountant/solicitor declaring that the investment is a "qualified investment" has been provided to you, and the current fair market of the investment is $10.00 per REIT Unit.

4. **Indemnity:** I agree to indemnify and save harmless WPTC for any taxes, penalties, fines, levies, cost expenses or any other actions or claims resulting from my instructions to make this investment and hold this security in my plan.

5. I authorize WPTC to register the share certificate as follows:

   "Western Pacific Trust Company, In Trust for _____
   (Investor Name)
   Plan Number,_____".

   If a plan number has not yet been assigned, and you authorize WPTC to input those details in the above section on your behalf once the number has been assigned, please initial here _____.
   If you do not authorize WPTC to input those details, WPTC will send you a separate form to be completed before the above purchase can be made.

6. I have received, reviewed, understand and accept Western Pacific Trust Company's "Share Disclosure Letter".

X _____ _____
Annuitant Signature Plan Number

X _____ _____
Annuitant Name (Printed) Date