

[NAME OF PROJECT]

DISCLOSURE STATEMENT

Disclosure Statement dated the ____ day of _____, _____ with respect to an offering by DEVELOPER (the "Developer") for the sale of certain Strata Lots located at _____, in a ____-phase development known as "DEVELOPMENT" (the "Development").

DEVELOPER

Name:

Registered Office:

Mailing Address and Address for Service:

AGENTS OF DEVELOPER

The Developer intends to market the Strata Lots (as hereinafter defined) in _____ itself and will not utilize the services of a real estate agent on an exclusive basis.

DISCLAIMER

NEITHER THE [STATE/PROVINCIAL AUTHORITY] NOR ANY OTHER AUTHORITY OF THE GOVERNMENT OF THE STATE/PROVINCE OF _____ HAS IN ANY WAY PASSED ON THE MERITS OF THE MATTERS DEALT WITH IN THIS DISCLOSURE STATEMENT. THIS DISCLOSURE STATEMENT HAS BEEN FILED WITH THE [STATE/PROVINCIAL AUTHORITY], WHICH HAS NOT YET DETERMINED WHETHER OR NOT IT COMPLIES WITH PART ____ OF THE [insert name of act in your jurisdiction which governs].

NO SECURITIES COMMISSION OR SIMILAR REGULATORY AUTHORITY HAS PASSED ON THE MERITS OF THE SECURITIES OFFERED NOR HAS IT REVIEWED THIS DISCLOSURE STATEMENT AND ANY REPRESENTATION TO THE CONTRARY IS AN OFFENCE.

PLEASE REFER TO PAGE ____ FOR THE REAL ESTATE SECURITIES ASPECT OF THE OFFERING.

SECTION ____ OF THE _____ ACT PROVIDES THAT EVERY PURCHASER OF ANY PART OF THE SUBDIVIDED LAND TO WHICH THIS DISCLOSURE STATEMENT OR PROSPECTUS RELATES SHALL BE DEEMED TO HAVE RELIED ON THE REPRESENTATIONS MADE IN THE DISCLOSURE STATEMENT OR PROSPECTUS AND IF ANY MATERIAL FALSE STATEMENT IS CONTAINED IN THE DISCLOSURE STATEMENT OR PROSPECTUS, THE DEVELOPER, ITS DIRECTORS AND ANY PERSON WHO HAS AUTHORIZED THE ISSUE OF THIS DISCLOSURE STATEMENT IS LIABLE TO MAKE COMPENSATION TO THE PURCHASER, SUBJECT TO ANY DEFENSES AVAILABLE UNDER SECTION ____ OF THE _____ ACT.

THE _____ ACT (_____) REQUIREMENTS

The _____ Act states that a developer may sell Strata Lots prior to the proposed strata plan being deposited in a Land Titles Office if the creation of the proposed Strata Lots has been approved by an Approving Officer, all monies are held in trust and a prospectus or disclosure statement has been accepted and filed with the [state/provincial authority]. The [state/provincial authority] has held in the past that evidence of approval of the creation of the proposed Strata Lots includes the issuance of a building permit by the appropriate approving authority.

Pursuant to Policy Statements No. _____ issued by the [state/provincial authority], the [state/provincial authority] will accept for filing a prospectus or disclosure statement where the developer has been

granted development approval prior to the issuance of a building permit, and before any commitment as to financing has been obtained, provided that:

- (a) the estimated date for the issuance of a building permit and commitment as to financing, as disclosed in the prospectus or disclosure statement, is not in excess of ____ months from the date of the prospectus or disclosure statement;
- (b) the developer may offer proposed Strata Lots for sale under the prospectus or disclosure statement for a period of no longer than ____ months from the date of acceptance of the prospectus or disclosure statement by the [state/provincial authority] unless an amendment to the prospectus or disclosure statement is accepted by the [state/provincial authority] during that period, setting out particulars of the issued building permit and setting out a financing commitment acceptable to the [state/provincial authority]; and
- (c) the prospectus or disclosure statement includes, as an exhibit, a copy of the agreement for sale to be used by the developer, and that such agreement for sale shall:
 - (i) be terminable at the option of the purchaser for a period of seven days after receipt of the amended prospectus or disclosure statement if the amendments materially affect the offering or if the amended prospectus or disclosure statement is not received within nine months after acceptance of the initial prospectus or disclosure statement, at which time all funds, including interest earned, are required to be returned to the purchaser without deduction;
 - (ii) require that no greater than ____% of the purchase price be paid by way of deposit or otherwise; and
 - (iii) require that all such funds are to be held in a trust account of a licensee under the _____ Act a solicitor or a notary public until completion of the transaction or earlier termination.

Please see [sub]sections _____ below in respect of the above requirements.

1. THE DEVELOPER

1.1 Directors

The directors of the Developer who are resident in _____ are: [list]

The directors of the Developer who are not resident in _____ are: [list]

1.2 Financial Statements

The operation of the Rental Pool (as hereinafter defined) will not commence until the Development is open to the general public for business. Therefore, no financial statements for the business of the Rental Pool exist as of the date of this Disclosure Statement.

1.3 The Developer

[corporate and share structure of Developer, direct or indirect ownership interests Developer holds in other projects, summary of Developer's corporate expertise]

2. LEGAL DESCRIPTION AND LOCATION OF THE DEVELOPMENT

2.1 The Strata Lots

The Residential Lots (as hereinafter defined) offered for sale by the Developer pursuant to this Disclosure Statement will be located on a portion of the lands (the "Lands") in _____ which are presently legally described as follows:

The site for the Development (the "Development Site") will be subdivided out, substantially as shown as Lot A on the draft subdivision plan attached as Exhibit ___ to this Disclosure Statement.

2.2 Strata Plan

Titles for the individual Strata Lots comprising the Development will be created by the deposit of the final surveyed strata plans (the "Strata Plans") for each Phase of the Development in the _____ Land Title/Registry Office (the "Land Title/Registry Office"). Following the deposit of the Strata Plans, it is expected that the Strata Lots (as hereinafter defined) will be legally described as follows:

The plan number for the Strata Plan will be assigned when the Strata Plans are deposited in the Land Title/Registry Office.

2.3 Location

[description of development location]

3. THE DEVELOPMENT

3.1 General Description of the Development

- (a) The Development is a ___-phase strata development which will, upon completion of all phases, consist of ___ Strata Lots (the "Strata Lots"), ___ of which (the "Residential Lots") are intended for residential/hotel use, one of which (the "Management Lot") is intended to be used by the Manager (as hereinafter defined) for its operations, one of which (the "Commercial Lot") will be used for commercial purposes and one of which (the "Spa Lot") will include swimming pools, hot tubs and certain other facilities as more particularly described in section _____. The Strata Lots will be located within a _____ [description of building(s) encompassing the Strata Lots].
- (b) The Residential Lots, which will be located on the _____ floors of the Development, are all within the first phase ("Phase 1") of the Development and are currently intended to be of the following types:

Number of Strata Lots	Type of Strata Lots
	Studio
	One bedroom
	Two bedroom

Prior to obtaining a final building permit for the Development, the Developer may alter slightly the location within the Development of some Residential Lots relative to other Residential Lots and common areas.

- (c) The Spa Lot and the Management Lot will be located on the _____ floors of Phase 1 of the Development respectively, and areas designated as limited Common Property for the Management Lot will be located throughout the Development. The Commercial Lot will be located in Phase 2. The Developer reserves the right to reconfigure the Management Lot, the Commercial Lot and/or the Spa Lot (collectively, the "Non-Residential Lots") by altering the division among the Non-Residential Lots, including as part of a Non-Residential Lot some or all of the areas shown as hallways adjacent to a Non-Residential Lot or reconfiguring such hallway

areas, adding or deleting areas as limited common property for the Management Lot or dividing the Commercial Lot into more than one Strata Lot, all as required by the Developer.

- (d) Each of the owners of the Strata Lots will also be entitled to a proportionate share of the common property (the "Common Property") of the Development and the common facilities and other assets of the strata corporation (the "Strata Corporation") created upon deposit of the Phase 1 Strata Plan in the Land Title/Registry Office, which the owners of the Strata Lots will own as tenants in common.
- (e) The proposed layout of Phase 1 and the dimensions and location of the Strata Lots in Phase 1 (the "Phase 1 Strata Lots") are set out in the preliminary strata plan (the "Preliminary Plan") for Phase 1 which is attached as Exhibit ___ to this Disclosure Statement. Phase 1 will contain all of the Residential Lots, the Management Lot and the Spa Lot. The actual Strata Lots as constructed may vary somewhat from what is depicted on the Phase 1 Preliminary Plan and the Non-Residential Lots are subject to reconfiguration as set out in section _____.

THIS IS A 20-PAGE DOCUMENT.