

AGENCY DISCLOSURE AND CONFIDENTIALITY AGREEMENT

3949 Shelbourne Street, Saanich, B.C. (the "Property")

In connection with our possible interest in the sale of 3949 Shelbourne Street, Saanich, B.C. (the "Property"), Colliers Macaulay Nicolls Inc. ("Colliers") may furnish us with certain information concerning the Property that is non-public, confidential or proprietary in nature. The possible sale of the Property is referred to herein as the "Transaction".

The Property is owned by 3949 Shelbourne Holdings Ltd. (the "Vendor").

Agency Disclosure

Michael Miller and Brandon Selina have been appointed by Colliers as the Vendor's Designated Agents (the "Designated Agents"). The conduct of the Vendor's Designated Agents is closely regulated by the Real Estate Council of British Columbia. Under British Columbia's Real Estate Services Act, agency and disclosure rules effective June 15, 2018 require licensees to inform customers of the duties and responsibilities owed to both clients and unrepresented parties before working with customers. In addition, the Real Estate Act prohibits dual agency. Licensees must make a Disclosure of Representation in Trading Services prior to providing any form of trading services to the customer; including:

- Making representations about the Property;
- Showing the Property;
- Negotiating the terms of a potential sale of the Property;
- Presenting offers for the Property; and
- Receiving deposits for the Property.

The attached Disclosure of Risks to an Unrepresented Party explains what a licensee acting for another party can and cannot do for an unrepresented party.

The attached Disclosure of Representation in Trading Services stipulates that the Designated Agents are acting for the Vendor and, as an interested purchaser, _____ (purchaser name) chooses to be an unrepresented party.

Please sign both of these documents in conjunction with this agreement to confirm that the Designated Agents have properly explained their duties and responsibilities as well as the risks to an unrepresented party.

Confidentiality Agreement

As used herein, the following terms have the following meanings:

"Representatives" mean our agents, lenders, financial advisors, attorneys, accountants and professional consultants retained in connection with the Transaction. All Representatives retained by us will act solely on our behalf and will be paid by us.

"Confidential Information" means information about the Property or the Transaction furnished by Colliers to us, whether in oral, written or electronic form, together with all analyses, compilations, forecasts and studies prepared by us incorporating such information. The term "Confidential Information" does not include information (i) which was publicly known, or otherwise known to us, at the time of disclosure, (ii) which subsequently becomes publicly known through no act or omission by us or our Representatives, or (iii) which otherwise becomes known to us, other than through disclosure (a) by Colliers, or (b) from a source actually known by us to be bound by a confidentiality agreement or other legal or contractual obligation of confidentiality with respect to such information.

We agree that we will hold in confidence and not disclose the Confidential Information, except (a) as may be required by law; and (b) to our officers, directors, and employees, and our Representatives who have agreed in writing to be bound by the terms of this Agreement.

Except with the prior written consent of Colliers, we will not permit any of our Representatives to:

- 1) use any of the Confidential Information other than for the purpose of evaluating and completing the Transaction, or
- 2) disclose to any person, other than in accordance with this agreement:
 - (a) any Confidential Information;
 - (b) that we have received the Confidential Information;
 - (c) that we are considering a possible transaction with the Vendor, or;
 - (d) that discussions or negotiations are taking place concerning a possible transaction, including the status of any offer made or contemplated.
- 3) disclose the terms of the rent roll to any member of the brokerage community.

Except with the prior written consent of the Vendor, we will not contact or speak with any tenants in the Property.

Upon termination of our consideration of the Transaction, or such earlier time as Colliers may request, we agree to return all Confidential Information to Colliers, including copies of documents and extracts of Confidential Information produced by us or our Representatives, and we further agree that we will return to Colliers or cause to be destroyed all other documents in our possession or in the possession of our Representatives containing Confidential Information.

We understand and acknowledge that Colliers (including their respective client) does not make any representations or warranties, express or implied, as to the accuracy or completeness of the Confidential Information, it being understood and agreed that only those particular representations and warranties made in connection with a definitive agreement when, as and if one is executed, shall have any legal effect.

We understand and acknowledge that any dispute is governed under the laws of British Columbia.

Dated this _____ day of _____, 2020 at _____.

Yours very truly,

Company: _____

Name: _____

Title: _____

Signature: _____

Email: _____

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.



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.

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: Brandon Selina & Michael Miller

Brokerage: Colliers Macaulay Nicolls Inc.

Signature: 



Date: May 19, 2020

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

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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.



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.

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: Brandon Selina & Michael Miller

Brokerage: Colliers Macaulay Nicolls Inc.

Signature:   Date: May 19, 2020

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**