Securities Trading Policy

1. Purpose

Provincial securities regulators vigorously pursue violations of insider trading laws. Legislation has increased and the penalties for insider trading put the onus on companies for violations by their employees and directors. These policies and procedures covering securities trades by employees (including contractors) and directors of Street Capital Group Inc. and its subsidiaries (collectively referred to as the "Corporation" or "Street Capital") will help protect the Corporation and its employees and directors from potentially severe consequences.

This Policy establishes standards for securities trading for all employees and directors and also sets forth compliance guidelines for officers and directors to whom special reporting obligations apply. It is intended to avoid even the appearance of improper conduct on the part of anyone employed by or associated with the Corporation. It is every employee's and director's responsibility to maintain the Corporation's reputation for integrity and ethical conduct. This Policy applies not only during the course of each employee's or director's tenure with Street Capital but also after the completion or termination of such service, to the extent that an employee or director possesses material non-public information at the time such service is completed.

2. Consequences

The consequences of insider trading violations can be severe. There are substantial statutory penalties for persons or companies where there has been a breach of insider trading legislation. These penalties include fines equal to the profit made or the loss avoided plus up to $5 million (or triple any profit made or loss avoided by such contravention, whichever is greater) and a prison term of up to five years. In addition to statutory penalties, insider trading could cause the Corporation acute embarrassment and may result in disciplinary action against any employee or director who violates this Policy, which may include dismissal for cause.

3. Street Capital Policy

It is illegal for anyone to purchase or sell securities of any public entity with knowledge of material information affecting that entity that has not been publicly disclosed. Except in the necessary course of business, it is also illegal for anyone to inform any other person of material non-public information. Therefore, insiders, employees and directors with knowledge of confidential or material information about the Corporation, public entities in which the Corporation has an investment or counter-parties in negotiations of material potential transactions are prohibited from trading securities of the Corporation or any counter-party until the information has been fully disclosed and a reasonable period of time has passed for the information to be widely disseminated.

If a director, officer or any other employee has material non-public information relating to the Corporation, neither that person nor any related person may buy or sell securities of the Corporation or engage in any other action to take advantage of that information or pass it on to others. This policy also applies to information relating to any other Corporation, including our customers, suppliers or vendors and those with which the Corporation may be negotiating major transactions, obtained in the course of employment and to trading in the shares of such a customer or supplier. Information that is not material to the Corporation may nevertheless be material to one of these other companies.

Transactions that may appear justifiable for independent reasons (such as the need to raise money for an emergency) are no exception. Even the appearance of an improper transaction must be avoided to preserve our reputation for adhering to the highest standards of conduct.

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3.1. Material Information

Material information is any information relating to the business and affairs of the Corporation that results in, or would reasonably be expected to result in, a significant change in the market price or value of the Corporation's securities or that would reasonably be expected to have a significant influence on a reasonable investor's investment decisions. In short, any information that could reasonably affect the price of stock should be considered material.

3.1.1 Examples

Information that will likely be regarded as material includes: annual or quarterly financial results; projections of future earnings or losses; a significant change in earnings or earnings projections, regulatory status, news of a proposed merger, acquisition or tender offer; news of a significant purchase or sale of assets or the purchase or disposition of a division or subsidiary; changes in dividend policies or the declaration of a stock split or the offering of additional securities; changes in senior management; significant new products; impending bankruptcy or financial or liquidity problems; major litigation or regulatory sanctions; and the gain or loss of a substantial customer or supplier. Either positive or negative information may be material.

3.2. Benefit of Hindsight

Remember, if your securities transactions become the subject of regulatory scrutiny, they will be reviewed after-the-fact with the benefit of hindsight. As a result, before engaging in any transaction you should carefully consider how regulators and others might view your transaction in hindsight.

3.3. Transactions by Family Members

The very same restrictions apply to your family members and others living in your household. You are responsible for their compliance.

3.4. Tipping Information to Others

Whether the information is proprietary information about our Corporation or information that could affect our stock price, employees and directors must never pass such information on to others. The penalties for contravening securities laws apply regardless of whether or not you derive any benefit from another's actions.

Posting material, non-public information, or making statements or recommendations based on this information, on any Internet website, electronic bulletin board, Internet message board, Internet chat room, or other similar form of social media or electronic communication, can also constitute tipping under the securities laws. Because of the high potential for improper or premature disclosure of material, non-public information posed by these activities and the resulting liability under the securities laws for the employee and the Corporation, employees and directors may not post any information about the Corporation, its business plans, its employees or directors, or its customers, suppliers or vendors, nor engage in any discussions with other parties about the Corporation, its business plans, its employees or directors, or its customers, suppliers or vendors, on any of these forums. Furthermore, employees should follow the procedure set out in the Whistleblower Code if they are aware of such activities by any other employee.

3.5. When Information Becomes Public

It is also improper for an officer, director or employee to enter a trade immediately after the Corporation has made a public announcement of material information, including earnings releases. Because the Corporation's stockholders and the investing public should be afforded the time to receive the information and act upon it, as a general rule you should not engage in any transactions involving Corporation shares until one full business day after such information has been

released. Thus, if an announcement were made after the market closes on a Monday, Wednesday generally would be the first day on which you may trade. If an announcement were made before the market opens on a Friday, Monday would be the first day.

3.6. Period of No Securities Transactions

To minimize the risk of liability on the part of the Corporation and its employees and directors for violations of the foregoing insider trading restrictions, the Corporation has established a period relating to the Corporation's earnings during which the Corporation's directors and employees may not buy or sell Corporation shares or exercise stock options under any circumstances. The quiet period begins on the last day of the last month of the quarter and extends until the end of the first full business day following the public release of the Corporation's financial results for that quarter.

Quiet periods may be prescribed from time to time by the Disclosure Policy Committee, which is described in the Corporation's Disclosure Policy, as a result of special circumstances relating to the Corporation when insiders would be precluded from trading in its securities. All parties with knowledge of such special circumstances are subject to the quiet period. These parties may include external advisors such as legal counsel, investment bankers, investor relations consultants and other professional advisors, and counter-parties in negotiations of material potential transactions.

During a quiet period, the Corporation will not initiate any meetings or telephone contacts with analysts and investors, but will respond to unsolicited inquiries concerning factual matters. If the Corporation is invited to participate, during a quiet period, in investment meetings or conferences organized by others, the Disclosure Policy Committee will determine, on a case-by-case basis, if it is advisable to accept these invitations. If accepted, extreme caution will be exercised to avoid selective disclosure of any material, non- public information.

3.7. Method of Preserving Confidentiality

Any employee or director privy to confidential information is prohibited from communicating such information to anyone else, unless it is necessary to do so in the course of business. Efforts will be made to limit access to confidential information to only those who need to know the information and those persons will be advised that the information is to be kept confidential.

The question of whether a particular disclosure is being made in the necessary course of business is a mixed question of law and fact that must be determined in each case and in light of the policy reasons for the tipping provisions. Tipping is prohibited so that everyone in the market has equal access to, and opportunity to act upon, material information. Insider trading and tipping prohibitions are designed to ensure that anyone who has access to material undisclosed information does not trade or assist others in trading to the disadvantage of investors generally.

The "necessary course of business" exception exists so as not to unduly interfere with an entity's ordinary business activities. For example, the "necessary course of business" exception would generally cover communications with:

- Vendors, suppliers or strategic partners;
- Employees, officers, and directors;
- Lenders, legal counsel, auditors, underwriters, and financial and other professional advisors to the Corporation;
- Parties to negotiations;
- Industry associations;
- Government agencies and non-governmental regulators; and

- Credit rating agencies (provided that the information is disclosed for the purpose of assisting the agency to formulate a credit rating and the agency's ratings generally are or will be publicly available).

Securities legislation prohibits any person or entity that is proposing to make a take-over bid, or to become a party to a reorganization, amalgamation, merger, arrangement or similar business combination or acquire a substantial portion of an entity's property from informing anyone of material information that has not been generally disclosed. An exception to this prohibition is provided where the material information is given in the "necessary course of business" to effect the take-over bid, business combination or acquisition.

The "necessary course of business" exception would not generally permit the Corporation to make a selective disclosure of material information to an analyst, institutional investor or other market professional. There may be situations where an analyst will be acting as an advisor in a specific transaction. In these situations the analyst becomes a "person in a special relationship" with the Corporation and is subject to the prohibitions against tipping and insider trading. This means that the analyst is prohibited from further informing anyone of material undisclosed information they learn in this advisory capacity, including issuing any research recommendations or reports.

There is a distinction between disclosures to credit rating agencies, which would generally be regarded as being in the "necessary course of business", and disclosures to analysts, which would not be.

The "necessary course of business" exception would not generally permit the Corporation to make a selective disclosure of material undisclosed information to the media.

If the Corporation discloses material information under the "necessary course of business" exception, it will make sure those receiving the information understand that they cannot pass the information on to anyone else (other than in the necessary course of business), or trade on the information, until it has been generally disclosed.

The disclosure of material information pursuant to a confidentiality agreement is not an exception to the prohibition against tipping. Consequently, there must still be a determination, prior to disclosure supported by a confidentiality agreement that such disclosure is in the "necessary course of business".

Efforts will be made to limit access to such confidential information to only those who need to know the information and such persons will be advised that the information is to be kept confidential.

Communication by e-mail leaves a physical track of its passage that may be subject to later decryption attempts. You should consider whether confidential information being transmitted over the Internet to external parties should be secured with appropriate security measures.

Outside parties privy to undisclosed material information concerning the Corporation will be told that they must not divulge this information to anyone else, other than as required by law and that they may not trade in the Corporation's securities until the information is publicly disclosed. Such outside parties may be asked to confirm their commitment to non-disclosure in the form of a written confidentiality agreement.

Employees or directors of the Corporation should not discuss inside information in public places where it can be overheard such as elevators, restaurants, taxis and airplanes. Such information may only be disclosed to persons having a need to know it in order to carry out their job responsibilities. To avoid even the appearance of impropriety, directors, officers and employees should refrain from providing any advice or making recommendations regarding the purchase or sale of the Corporation's shares. Use particular caution when receiving inquiries from securities analysts, companies in the same business as the Corporation and members of the press. All such inquiries should be handled by offering no comment on the matter and by referring the inquirer to the Corporation's investor relations area of its website or the CEO or CFO.

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To prevent the misuse or inadvertent disclosure of material information, the following procedures should be observed at all times:

- Documents and files containing confidential information should be kept in a safe place, with access restricted to individuals who "need to know" that information in the necessary course of business. Code names for confidential projects should be used if necessary.
- Confidential matters should not be discussed in places where the discussion may be overheard, such as elevators, hallways, restaurants, airplanes or taxis.
- Confidential documents should not be read or displayed in public places and should not be discarded where others can retrieve them.
- Employees and directors must ensure they maintain the confidentiality of information in their possession outside of the office as well as inside the office.
- Transmission of documents by electronic means, such as by fax, e- mail or directly from one computer to another, should be made only where it is reasonable to believe that the transmission can be made and received under secure conditions.
- Unnecessary copying of confidential documents should be avoided and documents containing confidential information should be promptly removed from conference rooms and work areas after meetings have concluded. Extra copies of confidential documents should be shredded or otherwise destroyed.
- Access to confidential electronic data should be restricted through the use of passwords.

4. Additional Prohibited Transactions

Because we believe it is improper and inappropriate for any employees and directors to engage in short-term or speculative transactions involving Corporation's securities, directors and employees should not engage in any of the following activities with respect to securities of the Corporation:

1. Trading in Securities on a Short-Term Basis. Any Corporation shares purchased by any employee or director in the open market must be held for a minimum of six months and ideally longer, unless (in the case of employees who are not officers or directors) the sale results from personal emergency and the holding period is waived by the Corporation's CEO or CFO.
2. Short Sales.
3. Buying or Selling Puts or Calls.

5. Corporation Assistance/Exceptions

Any person who has any questions about specific transactions or an exception to policy may obtain additional guidance from the Corporation's Chief Financial Officer. However, the ultimate responsibility for adhering to this Policy and avoiding improper transactions rests with each employee and director.

6. Special Guidelines

6.1. Pre-Clearance of All Securities Transactions

To provide assistance in preventing inadvertent violations and avoiding even the appearance of an improper transaction (which could result, for example, where an officer, employee or director engages in a trade while unaware of a pending major development), we have implemented the following procedure:

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All transactions in Corporation securities (acquisitions, dispositions, transfers, stock option exercises, etc.) by directors and all employees must be pre-cleared by the Corporation's CEO or CFO. If you contemplate a transaction, you should contact the CEO or CFO in advance via email specifying the details of the transaction (i.e., the number of shares to be purchased or sold, the price(s) at which the transaction(s) are to take place, and the date(s) on which transactions are to take place).

6.2. Reporting Obligations of Directors and Officers

Under both the *Securities Act* (Ontario) and federal insider reporting rules, a "reporting insider" of a reporting issuer such as the Corporation is generally required to file reports disclosing information about transactions involving the reporting issuer's securities or related financial instruments. A reporting insider of a company is generally required to file insider reports disclosing:

- any direct or indirect beneficial ownership of, or control or direction over, securities of the reporting issuer;
- any interest in, or right or obligation associated with, a related financial instrument involving a security of the reporting issuer; and
- any change in any of the above information.

A general definition of a "reporting insider" includes:

- the CEO, CFO or COO of the reporting issuer
- a director of the reporting issuer
- a person or company responsible for a principal business unit, division or function of the reporting issuer
- a significant shareholder of the reporting issuer
- an individual performing functions similar to the functions performed by any of the reporting insiders described above
- any other insider that in the ordinary course receives or has access to information as to material facts or material changes concerning the reporting issuer before these are generally disclosed
- any other insider who directly or indirectly exercises, or has the ability to exercise, significant power or influence over the business, operations, capital or development of the reporting issuer

To prevent inadvertent failure to file reports disclosing transactions, all transactions in Corporation securities by all employees must be evaluated by the Corporation's CEO or CFO prior to completion, to determine whether the employee involved in the transactions is a "reporting insider".

Insider reports are generally filed in electronic format in accordance with the *System for Electronic Disclosure by Insiders* ("SEDI"). A reporting insider is generally required to file an initial insider report within 10 (ten) calendar days of becoming a reporting insider. Any subsequent insider reports reflecting changes in their holdings must be filed within 5 (five) calendar days. At the present time, the insider reports are filed on behalf of the reporting insiders by the Director, Compliance. In addition to pre-clearing all securities transactions, employees and directors are therefore responsible for informing the Director, Compliance of the details of all completed transactions.

The consequences of not filing an insider report can be severe, and can include late filing fees, public identification of the late filer, a temporary cease trade order prohibiting the reporting insider from further trading in the reporting issuer's securities, and enforcement proceedings.

7. Consequences of Violation and Reporting

Any employee or director who violates this Policy or assists in, or knowingly fails to report a violation to this Policy will be subject to possible suspension or termination or other appropriate action. Any employee who suspects a violation of this Policy is obliged to report such breaches directly to their supervisor or Human Resources, who will then report such breaches to the Chief Risk Officer, Chief Financial Officer and Chair of the Audit Committee. The employee may also choose to report such breaches anonymously in the manner set out in the Whistleblower Code.

8. Acknowledgment

The Corporation expects every employee and director to submit a signed acknowledgement form, affirming the knowledge and understanding of this document, and to disclose any transactions where it might appear to an outsider that any of these policies have not been observed.