

APPENDIX C - OFFER TO PURCHASE or AUCTION PROPOSAL

TO: **MNP LTD., IN ITS CAPACITY AS RECEIVER OF DDK VENTILATION PRODUCTS LTD., AND NOT IN ITS PERSONAL OR CORPORATE CAPACITY**

1. _____
(Name of Prospective Purchaser)

2. _____

(Address, Phone, Fax and E-mail of Prospective Purchaser)

3. **Purchase:**
Purchaser to strike out the inapplicable provision.

- a. **The** undersigned hereby irrevocably offers to purchase the Assets at the following price, in the lawful currency of Canada, namely:

PURCHASE PRICE	\$ _____
GST	_____
PST	_____
TOTAL	\$ _____

- b. The undersigned hereby irrevocably offers to auction the Assets on the terms of the Auction Proposal attached hereto, with a Net Minimum Guarantee, in the lawful currency of Canada, as shown in the attached Auction Proposal.

4. Enclosed is a bank draft or certified cheque payable to MNP Ltd. – In Trust, in the amount of \$_____ in the lawful currency of Canada, representing 10% of the total purchase price plus applicable taxes if applicable.
5. The undersigned hereby represents and warrants that it is not a non-Canadian as defined in the *Investment Act (Canada)* and that it is not a non-resident of Canada as defined in the *Income Tax Act (Canada)*.
6. The undersigned acknowledges receipt of a copy of the Terms and Conditions of Sale and acknowledges such Terms and Conditions of Sale are deemed to form part of this Offer to Purchase and agrees to be bound by them and covenants.

Dated at _____, this _____ day of _____, 2020.
(City, Province) (Date) (Month)

Print Name of Prospective Purchaser

Authorized Signatory

Print Name and Position of Authorized Signatory