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**“Servicing both Private and Public companies”**

**FEE SCHEDULE**

**FEE SCHEDULE - PART A - ISSUANCE FEES**

***Security Issuances***

- Transfer - \$25.00/transfer per paper certificate (free trading shares only)
- Transfer - \$40.00/transfer per paper certificate (restricted)
- Two or more incoming certificates \$1.00 each
- Shares issued due to new financing - \$2.00/certificate issued
- Rush - *additional* \$25.00/certificate

***Treasury directions***

- Issuance - \$15.00/certificate
- Cancellations without re-issuances \$2.00/certificate
- Print new certificate - *additional* \$2.00/certificate (unless it is from preprinted certificate stock)
- Legends (e.g. Rule 144) - *additional* \$15.00/certificate
- 504 issuances - *additional* \$20.00/certificate
- Contract Restriction - call for price

***Restriction Removal Per Certificate***

- Rule 144 - \$50.00/certificate
- Control Stock - \$50.00/certificate
- Contract Restriction - call for price

***These Security and Treasury charges include the following services:***

- Validation of transfers
- Collection of certificate fees
- Issuance of new certificates
- Cancellation of old certificates
- Placing and removing stop transfer orders
- Postings to stock transfer management system.

***Other Issuances***

- Replacement of lost share certificates \$40.00/replacement per certificate (free trading)
- Replacement of lost share certificates \$45.00/replacement per certificate (restricted)

- Estate transmissions - \$30.00/estate transmissions

*These charges include the following services:*

- Communication with shareholders
- Replacement and removal of stop transfer order
- Proper documentation is received to authorize transfers in connection with the replacement certificate or estate transmission
- Ensuring proper indemnities are obtained to protect the corporate client

***DWAC transaction fees***

Basic

Rush (before 11:00 Eastern time)

DWAC fees are not quoted here currently and are pending a current DTC review of DWAC fees, charges and approvals.

\*\*\*ALL DWAC transfers are to be paid in advance by wire from company and/or company officer. Each officer is jointly and severally responsible for incurred liability.

***Administrative stop transfer requirements***

If an issuer wishes to place an administrative stop transfer (administrative hold) on a certificate, the following must be received prior to placement of the stop:

1. Board of Directors resolution authorizing the stop transfer with a letter outlining the reason for such action.
2. Check for \$100.00 per certificate involved in the stop transfer.

A court order from a court of competent jurisdiction halting the transfer of the stock is acceptable.

Please note: An administrative hold is good for only 30 days. The hold is automatically lifted by our computer program at the end of 30 days.

Administrative hold fee - \$100.00

***Delivery Services***

Billed to Client's DHL, FedEx, UPS, or other courier account – no charge

UPS	US	\$30.00
	Outside US	\$50.00 to \$75.00

Insurance – actual cost

***Note:*** There is no separate charge for canceling certificates and posting to the system. As permitted, BCTAR collects a \$3.00 certificate transaction fee.

## FEE SCHEDULE – PART B – SHAREHOLDER SERVICES

### *Inquiries*

BCTAR does not impose a fee for general inquiries. However, appropriate fees may be charges to shareholders, brokers, financial institutions, etc. for research or correspondence in response to their inquiries.

### *Escrow Agent*

- Annual fee - \$600.00 per agreement
- Setup fee (standard form) - \$600.00 per agreement
- Release from/transfer within escrow - \$ 20.00 per transaction

### *Rights And Warrants Agent*

An appropriate fee will be charged for our engagement as an agent for Rights and Warrants offerings.

### *Disbursements*

Disbursements are in addition to our fees. Disbursement costs may be requested prior to the performance of specific duties. i.e. mailing to shareholder. These include:

- Postage
- Long distance telephone
- Telecopier
- Storage
- Couriers
- Stationery
- Photocopies

### *Shareholders meetings*

- Proxy tabulation - \$0.50 per proxy issued (\$200.00 minimum)

Our shareholder maintenance fees include Scrutineer Services for your Annual Shareholders meeting. An additional fee based upon time and responsibilities will be addressed for Special Shareholder Meetings.

### *Shareholder Mailings*

Addressing envelopes, proxies, etc.	\$ 0.10
Enclosing (per enclosure)	\$ 0.10
Folding	\$ 0.05
Matching where needed	\$ 0.30
Minimum fee	\$100.00

These charges apply to all mailings including those for Shareholders' Meetings and Interim Statements.

## SUPPLEMENTAL MAILING LISTS

Maintenance of mailing lists, opening new accounts,  
purging old accounts, and mailing to shareholders.  
- \$2.50/shareholder account mailed (\$175.00 minimum)

## **FEE SCHEDULE PART C – ADMINISTRATION**

### *Initial Set-up Fees (Negotiable):*

An Initial set up fee of \$500.00, payable in advance, applies.

Plus:

Companies preparing to be or already publicly traded

Up to 150 names \$750.00

For each additional name beyond 150, \$0.50 per name

Privately held companies

Up to 150 names \$250.00

For each additional name beyond 150, \$0.50 per name

### *Maintenance of shareholder records*

#### **For an issuer with:**

Up to 100 Shareholders	\$125.00/month
101 – 250 Shareholders	\$150.00/month
251 – 500 Shareholders	\$175.00/month
501 – 1,000 Shareholders	\$225.00/month
1,001 – 2,000 Shareholders	\$275.00/month
2,001 – 3,000 Shareholders	\$325.00/month
3,001 – 4,000 Shareholders	\$425.00/month
4,001 – 5,000 Shareholders	\$525.00/month
5,001 – 10,000 Shareholders	\$625.00/month
More than 10,000 Shareholders	negotiated

#### *These charges include the following services:*

- Maintenance of names, addresses, number of shares and certificates registered to shareholders on BCTAR security transfer management system,
- Maintenance of historical record of all transfers on the system,
- Application of address changes,
- Ensuring that shareholder records are balanced to company's / BCTAR control; and
- Maintenance of other relevant information on the system, e.g. Social Security Number

## **FEE SCHEDULE – PART D – MISCELLANEOUS FEES & TERMS**

### *Miscellaneous Fees*

Court Appearances - \$100.00 per hour plus applicable travel fees and expenses.

General labor for special services / circumstances - \$50.00 per hour.

Search Fees – Lost shareholder per name - \$50.00

#### Shareholder List

One free (non cumulative) per month

Each Additional - \$50.00

Certified List – stamped, sent by mail with signature - \$50.00

Stock Split (mandatory, forward or reverse) - \$200 base

Extra charges: certificates, CUSIP, processing fees - as agreed

Termination fee - \$1500.00

Transfer Journal - \$50.00

Reconciliation of Shareholder Position with previous agent and/or DTC/CEDE - \$50.00 per hour

Reject Fee – Improper paper work or insufficient fees - \$45.00 plus return courier fee

Setup fee for artwork on certificates - \$100.00

Replacement of certificates – Company error (e.g. misspelled names) - \$25.00 per certificate

Contact us for rates on special services.

### *Terms:*

*All prices, fees and terms are subject to change without notice.*

*Fees and expenses are invoiced monthly. Interim invoices may be rendered for fees and expenses depending upon the amount involved and the service provided.*

*Payment is due within 10 days of invoice date. Interest at the rate of 2.0 % per month may be charged on any unpaid balances. If after 15 days an account remains in arrears, services may be withdrawn.*

*OUR POLICY IS TO SUSPEND DIRECTED ISSUANCES, TRANSFERS AND CANCELLATIONS WHEN THE COMPANY HAS AN OUTSTANDING BALANCE OF \$1000/- OR MORE*

*An NSF check fee of \$35.00 per check applies.*