

iLOOKABOUT Corp.

CORPORATE DISCLOSURE POLICY

I. OBJECTIVE AND SCOPE

- A. The objective of this Disclosure Policy is to ensure that communications to the public about the business and affairs of the Corporation (including its subsidiaries) are:
 - i. timely, factual and accurate; and
 - ii. broadly disseminated in accordance with all applicable legal and regulatory requirements.
- B. This Disclosure Policy extends to all ILA Personnel, which, for the purposes of this policy, includes Directors, members of Senior Management, employees, contract workers, consultants, advisors and agents engaged or employed by the Corporation.
- C. This Disclosure Policy covers disclosures in documents filed with securities regulators, the Corporation's new releases, letters to shareholders, presentations by Senior Management, and information contained on the Corporation's website and other electronic communications. It also extends to oral statements made in meetings and telephone conversations with shareholders, analysts, or potential investors; interviews with the media; as well as speeches, news conferences and conference calls.

II. RELATED POLICIES

- A. The corporate policies governing Disclosure of Material Information and Trading in Securities also apply to ILA Personnel. Trading restrictions that apply to others with access to material undisclosed information are discussed below under "Trading Restrictions and Blackout Periods".

III. DISCLOSURE POLICY COMMITTEE

- A. The Governance Committee ("GC") shall oversee the Disclosure Policy Committee ("DPC") and the Corporation's disclosure practices.
- B. The DPC shall be comprised of the Board Chair, the Audit Committee Chair, the GC Chair, the Chief Executive Officer and the Chief Financial Officer. The Chair of the GC shall also be the Chair of the DPC.
- C. The DPC shall meet as conditions dictate. Minutes of meetings of the DPC shall be maintained by a designated person who need not be a member of the DPC.
- D. It is essential that the DPC be kept fully informed of all pending material corporate developments in order to evaluate and discuss these developments on a timely basis and

determine the appropriateness and timing of any public release of information relating thereto. If the DPC determines that the relevant information is material and should remain confidential, any two members of the DPC, one of whom must be a Director, may determine how such disclosure of such information will be controlled, having regard to the Corporation's disclosure obligations.

- E. The DPC will review and update, as necessary, this Disclosure Policy on an annual basis or as needed to ensure compliance with changing regulatory requirements.
- F. The DPC will report to the GC, which shall in turn report to the Board on an annual basis or as more often as may be appropriate any decisions it has made in respect of the disclosure of any information relating to the business and affairs of the Corporation.

IV. PRINCIPLES OF DISCLOSURE OF MATERIAL INFORMATION

- A. The DPC will set benchmarks, as required from time to time, for a preliminary assessment of the materiality of information and will determine when developments require disclosure. Material information is any information relating to the business and affairs of the Corporation, which, if generally known, would result 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. Material information includes a material change.
- B. In complying with the requirement to disclose all material information under applicable laws and regulatory requirements on a timely basis, the Corporation will adhere to the following basic disclosure principles:
 - i. in most cases, material information will be publicly disclosed immediately via a news release;
 - ii. in certain circumstances where the DPC determines that the public disclosure of material information would be unduly detrimental to the Corporation (for example, if the release of the information would prejudice negotiations in a corporate transaction), the information shall be kept confidential until the DPC determines it is appropriate to publicly disclose the information. In such circumstances, the DPC shall cause a confidential material change report to be filed with the applicable securities regulators and will periodically (at least every 10 days or such shorter period as is required pursuant to regulatory requirements) review its decision to keep the information confidential;
 - iii. disclosure of material information must include all relevant and material information, as the omission of information or "half truths" may make the rest of the disclosure misleading;

- iv. unfavourable material information must be disclosed as promptly and completely as favourable information;
 - v. no selective disclosure is permitted and previously undisclosed material information shall not be disclosed to selected individuals other than ILA Personnel who are advised of such information in connection with their responsibilities to the Corporation (for example, in a telephone conversation with a shareholder). If previously undisclosed material information is inadvertently disclosed to any person other than ILA personnel who are not bound by an express confidentiality obligation, such information must be publicly disclosed immediately via a news release;
 - vi. disclosure on the Corporation's website does not constitute adequate disclosure of material information; and
 - vii. disclosure must be corrected immediately if the Corporation subsequently learns that earlier disclosure of any material information by the Corporation contained a material error or material omissions at the time it was given.
- C. Select disclosure of confidential material information is permitted in the "necessary course of business" as required, which may include disclosure of confidential information in the appropriate circumstance to:
- i. vendors, suppliers or strategic partners on issues such as sales and marketing, investor relations and supply contracts;
 - ii. employees and consultants who require such information in the course of the their duties to the Corporation
 - iii. members of Senior Management and Directors;
 - iv. lenders;
 - v. legal counsel and external auditors;
 - vi. financial advisors and underwriters;
 - vii. parties to negotiations with the Corporation;
 - viii. government agencies and non-governmental regulators; and
 - ix. credit rating agencies.
- D. However, when the Corporation discloses confidential material information in the necessary course of business, it shall ensure that those receiving such information understand the confidential nature of the information and agree to keep the information

confidential and to use the information solely for the conduct of the relevant business and not for personal gain.

- E. The Corporation requires execution of its standard non-disclosure agreement when confidential material information is reasonably expected to be required to be shared with a third party. In cases where the third party is precluded from executing non-disclosure agreements (i.e. auditors, bank), the Corporation shall document this fact and the mitigating controls to be relied upon.

V. TRADING RESTRICTIONS AND BLACKOUT PERIODS

- A. It is illegal for anyone to purchase or sell securities of any public corporation with knowledge of material information affecting that corporation 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, ILA Personnel with knowledge of material information about the Corporation or counterparties in negotiations of material potential transactions that has not been publicly disclosed are prohibited from trading securities of the Corporation or such counterparty until the information has been fully disclosed and a reasonable period of time has passed for the information to be widely disseminated. The Corporation's trading policy is that one full trading day following public dissemination of material information is a reasonable time in most circumstances.
- B. Blackout periods may be prescribed from time to time by the DPC as a result of special circumstances relating to the Corporation pursuant to which ILA Personnel shall be precluded from trading in securities of the Corporation. All persons with knowledge of such special circumstances would be covered by the blackout. Such persons may include external advisors such as legal counsel, investment bankers and counterparties in negotiations of material potential transactions.
- C. Reference should be made to the Corporation's policy entitled "Disclosure of Material Information and Trading in Securities".

VI. MAINTAINING CONFIDENTIALITY

- A. Any ILA Personnel who is privy to confidential information is prohibited from disclosing such information to any other person, including other ILA Personnel, unless it is necessary to do so in the course of his or her employment or engagement. Efforts will be made to limit access to such confidential information to only those who need to know the information in the proper course of business and such persons should be advised that the information is to be kept confidential.
- B. Communication by email leaves a physical track of its passage that may be subject to later decryption attempts. Where practical, ILA Personnel should avoid using email to transmit confidential information.

- C. Outside parties who may be privy to undisclosed confidential information concerning the business or affairs of Corporation will be told that they must not divulge such information to any other person and, if such information is material, that they may not trade in the Corporation's securities until such information is publicly disclosed and the applicable blackout period has expired. Such outside parties will confirm these obligations in the form of a written agreement or shall be bound by professional rules of conduct to adhere to such obligations.
- D. ILA Personnel must ensure that they maintain the confidentiality of information in their possession both inside and outside of the office. In order to prevent the misuse or inadvertent disclosure of confidential information, the procedures set forth below shall be observed at all times:
- i. documents and files containing confidential information should be kept in a safe place to which access is restricted to ILA Personnel who "need to know" such information in the necessary course of fulfilling their duties to the Corporation and code names should be used if necessary;
 - ii. confidential matters should not be discussed in places where the discussion may be overheard, such as elevators, hallways, restaurants, airplanes or taxis;
 - iii. confidential matters should not be discussed on wireless telephones or other wireless devices where security of such discussions cannot be reasonably assured;
 - iv. confidential documents should not be read or displayed in public places and should not be discarded where others can retrieve them;
 - v. transmission of documents containing confidential information by electronic means, such as by fax or email, should be made only where it is reasonable to believe that the transmission can be made and received under secure conditions;
 - vii. unnecessary copying of documents containing confidential information should be avoided and documents containing confidential information should be promptly removed from conference rooms and work areas after meetings have concluded, and extra copies or drafts of confidential documents should be shredded or otherwise destroyed; and
 - viii. access to confidential electronic data should be restricted, including through the use of passwords when possible.

VII. DESIGNATED SPOKESPERSONS

- A. The Corporation shall designate a limited number of authorized spokespersons responsible for communication with the public, the investment community and the media.

The CEO and Board Chair shall be the authorized spokespersons for the Corporation. Individuals holding these offices may, from time to time, designate other members of Senior Management or the Board to speak on behalf of the Corporation in their absence or to deal with specific matters. One or more of the authorized spokespersons or their designate shall be present during any meetings or calls involving the Corporation and members of the investment community or the media.

- B. ILA Personnel who are not authorized spokespersons or their designate must not, under any circumstances, respond to inquiries from the public, the investment community or the media. All such inquiries shall be referred to an authorized spokesperson.

VIII. NEWS RELEASES

- A. Once the DPC determines that material information has arisen, it shall authorize the issuance of a news release and applicable regulatory filing, unless it determines that such material information needs to remain confidential, in which case it shall authorize the appropriate confidential filings to be made and control of the dissemination of same shall be instituted. Should a material statement inadvertently be made in a selective forum, the DPC shall be immediately advised of same and the Corporation will immediately issue a news release in order to fully disclose such information to the public and advise the applicable securities regulators accordingly.
- B. If the TSX Venture Exchange is open for trading at the time of a proposed announcement, prior notice of a news release announcing the material information will be provided to the market surveillance department by the CFO (or their designate in the CFO's absence). If a news release announcing material information is issued outside of the TSX Venture Exchange's trading hours, the CFO (or their designate in the CFO's absence) will notify the market surveillance department of the news release before the market opens.
- C. Interim and annual financial results and other annual disclosure material will be publicly released as soon as possible following their approval by the Audit Committee and the Board.
- D. News releases will be disseminated through an TSX Venture Exchange approved news wire service that provides simultaneous national distribution. News releases will be made available on the Corporation's website immediately after release over the news wire. The news release page of the Corporation's website shall include a notice that advises the reader that the information posted was accurate at the time of posting, but may be superseded by subsequent news releases.

IX. RUMOURS

- A. The Corporation will not confirm, deny or comment on any rumours about the business or affairs of the Corporation that may be in the public domain, including, but not limited to, rumours on the Internet, unless it is determined by the DPC or the TSX Venture Exchange that any such rumour is having a material impact on the trading value of the Corporation's shares. In all other cases, the Corporation's authorized spokespersons shall respond consistently to any such rumour by saying that, "It is our policy not to comment on market rumours or speculation." Should the DPC or the TSX Venture Exchange determine that a rumour is causing significant volatility in the trading value of the Corporation's shares, the Corporation shall issue a press release correcting such rumour.

X. CONTACT WITH ANALYSTS, SHAREHOLDERS OR POTENTIAL INVESTORS

- A. The Corporation has determined that conference calls with analysts represent a situation where an inadvertent selective disclosure could occur. Accordingly, the Corporation will not participate in any such conference calls or forums unless otherwise approved in advance by the Board.
- B. Only an authorized spokesperson or their designate shall be authorized to actively participate in any meeting or discussion with any analysts, shareholder or potential investors relating to the business or affairs of the Corporation. Such spokespersons shall take care to limit their discussion to previously disclosed material information; non-material information, whether in the public domain or not; and, publicly available industry-related information

XI. REVIEWING ANALYST DRAFT REPORTS AND MODELS

- A. No ILA Personnel shall confirm, deny, endorse, attempt to influence or otherwise comment on an analyst's information, opinions or conclusions, nor any analyst's financial model, earnings estimates or other forward looking statements, whether financial or otherwise.
- B. The Corporation may, but shall be under no obligations to, review and comment on any analyst's reports either before or after they are published. However, if the Corporation does so, all comments on behalf of the Corporation shall be made by an authorized spokesperson or their designate and shall be limited to content which represents information relating to the business and affairs of the Corporation previously disclosed by the Corporation; non-material information, whether in the public domain or not; and, publicly available industry-related information. Without limiting the restrictions set out in this Disclosure Policy, the Corporation does not undertake to review and/or update any forward-looking statement that an analyst makes or has made.

XII. DISTRIBUTING ANALYST REPORTS

- A. Analyst reports are proprietary products of the analyst's firm and the re-circulating of such a report by or on behalf of the Corporation may be viewed as an endorsement by the Corporation of the report. The Corporation shall not re-circulate or otherwise distribute any analyst reports through any means to any person outside of the Corporation. However, the Corporation may post on its website reference to any investment firms or analysts who provide research coverage on the Corporation, provided that the website clearly disclaims any obligations of the Corporation in respect to the accuracy or completeness of any information, opinions or conclusions, or any financial models, earnings estimates or other forward looking statements, whether financial or otherwise, contained in such reports.

XIII. FORWARD-LOOKING INFORMATION

- A. At this time, the Corporation will not issue forward-looking information, including but not limited to, forward-looking financial information, in any format or through any medium. Should the Corporation elect to disclose forward-looking information in the future, the DPC shall propose definitive guidelines relating to such disclosure to the Board and this Disclosure Policy shall be amended accordingly.

XIV. DISCLOSURE RECORD

- A. The CFO will maintain a five year file containing all public information released by the Corporation, including continuous disclosure documents, news releases, transcripts or tape recordings of conference calls, debriefing notes and notes from meetings and telephone conversations with analysts and investors, as well as any analysts' reports regarding the Corporation.

XV. ELECTRONIC COMMUNICATIONS

- A. This Disclosure Policy applies to electronic communications and accordingly, the authorized spokespersons for the Corporation shall be responsible for electronic communications to the public.
- B. The DPC is responsible for establishing and monitoring processes that ensure that all corporate information placed on the Corporation's website is accurate, complete, up-to-date and in compliance with relevant securities regulations.
- C. Investor relations material shall be contained within a separate section of the Corporation's website, and shall include a notice that advises the reader that the information posted was accurate at the time of posting, but may be superseded by subsequent disclosures. All data posted to the investor section of the Corporation's website, including text and audiovisual material, shall conspicuously show the date that such material was issued or recorded. Any material changes to any information posted on

the Website must be updated immediately in accordance with applicable securities regulations.

- D. The authorized spokespersons (or their designates in their absence) shall be responsible for responses to electronic inquiries relating to the business and affairs of the Corporation from analysts, shareholder or potential investors. Only public information or information which may otherwise be disclosed in accordance with this Disclosure Policy shall be utilized in responding to electronic inquiries.
- E. In order to ensure that no material undisclosed information is inadvertently disclosed, all ILA Personnel are prohibited from participating in Internet chat rooms or newsgroup discussions or from maintaining blogs on matters pertaining to the business or affairs of the Corporation. Anyone who encounters an electronic discussion pertaining to the Corporation should advise the CFO of such fact immediately so that the discussion may be monitored as appropriate.

XVI. COMMUNICATION AND ENFORCEMENT

- A. This Disclosure Policy extends to all ILA Personnel and a copy of it shall be made available to all ILA Personnel and shall be posted on the Corporation's website in the section designated for investors.
- B. Violations of this Disclosure Policy will result in the Corporation taking appropriate action, including the possible discharge of the violator from his or her employment or engagement for cause. The violation of this Disclosure Policy may also violate certain securities laws and regulations. If it appears that ILA Personnel may have violated any securities laws or regulations, the Corporation may refer the matter to the appropriate regulatory authorities, which could lead to penalties, fines or imprisonment.

iLOOKABOUT Corp.

POLICY & STANDARDS - DISCLOSURE OF MATERIAL INFORMATION AND TRADING IN SECURITIES

I. OBJECTIVE AND SCOPE

- A. This Policy applies to ILA and all Directors, members of Senior Management, employees, contract workers, consultants, advisors and agents (“**ILA Personnel**”).
- B. Securities laws, including the requirements of applicable securities regulatory authorities, such as the Ontario Securities Commission, and stock exchanges, such as the TSX Venture Exchange, (collectively “**Securities Laws**”) impose obligations upon public companies, such as ILA, to publicly disclose material information on a timely basis. The underlying principle of Securities Laws is to ensure that participants in the marketplace have equal access to material information relating to public companies. Accordingly, persons who have knowledge of undisclosed material information are prohibited from trading in securities, counselling others to trade in securities or improperly disclosing such material information. ILA and ILA Personnel shall at all times comply with the requirements of the Securities Laws respecting disclosure of material information. In addition, all ILA Personnel shall at all times comply with the requirements of applicable Securities Laws relating to trading in securities.

II. DEFINITIONS

- A. In this Policy, the following terms shall have the meaning ascribed to them below:
 - i. “**Insiders**” means all employees, members of Senior Management and Directors of ILA; any person who owns, directly or indirectly, 10% or more of the issued and outstanding shares in the capital of ILA and such shareholder’s directors and senior officers; persons engaged in any business or professional activity on behalf of ILA, which is known as “special relationship” and who becomes privy to confidential information; and such others as may be determined in specific circumstances;
 - ii. “**Inside Information**” means confidential information not generally disclosed to the public in enough time for the relevant securities markets to absorb it, which information would reasonably be expected to have a significant effect on the market price or value of the Securities of ILA, which information may include, but is not limited to, changes in share ownership that effect control, changes in corporate structure, the declaration of dividends, major acquisitions or dispositions of affiliates or assets, changes in dividend rates or earnings, major new products, services, or discoveries, significant litigation, significant contracts or loss of business and material financing activities;

- iii. “**Securities**” includes, but is not limited to, the debt and equity securities of ILA and any derivative or security related thereto, including options, warrants and stock appreciation rights (SAR’s); and
- iv. “**Trade**” includes any purchase or sale of a Security, including any derivative and the exercise of any stock option or warrant.

III. PROHIBITION ON INSIDER TRADING

- A. In addition to any specified blackout period prescribed by ILA or Securities Laws, no Insider shall, at a time when he or she is in possession of Inside Information:
 - i. Trade, or permit any member of his or her immediate family, any person acting on his or her behalf or any person to whom he or she has disclosed the Inside Information to Trade in Securities of ILA;
 - ii. advise or encourage any other person to Trade in Securities of ILA; and
 - iii. inform any other person of the Inside Information, except as is necessary in the ordinary course of performance of the Insider’s duties to ILA and then only to persons who need to know such information and to the extent required.
- B. Access to material information concerning ILA which has not been generally disclosed to the public shall be limited to those ILA Personnel who require access to such information for the purpose of performing their duties for the Corporation.

IV. DERIVATIVE TRANSACTIONS

- A. ILA encourages all ILA Personnel to acquire Securities in ILA, but only for purposes of long-term investment. Speculative transactions may have the appearance of being improper. Accordingly, any trading in puts or calls, or engaging in short selling, of Securities of the Corporation, or the taking of any derivative positions, which will give effect to the foregoing, is prohibited. Such trading activity constitutes the speculation on the performance of ILA’s stock price and, as such, is contrary to the intention that investing be made on a long-term and non-speculative basis.

V. PREARRANGED TRADING PROGRAM

- A. A prearranged trading program is an arrangement pursuant to which irrevocable instructions are provided to a broker to effect a permitted Trade in a Security of ILA, including the exercise of stock options, if applicable, at certain future dates at a specified price.
- B. Prearranged trading programs may be established for Trades during known or reasonably anticipated blackout periods, such as quarter ends. These kinds of arrangements must be

made in writing, be approved by the Governance Committee, and otherwise comply with applicable Securities Laws.

VI. BLACKOUTS

- A. The Corporation may, from time to time, impose blackout periods in the trading of the Corporation's Securities, which may extend to all or specific segments of ILA Personnel. Generally, blackouts periods are prescribed when there is or may be the potential for a significant pending event involving ILA where material information is available, but has not yet been disseminated to the public, including the release of quarterly and annual financial statements.
- B. ILA has established three standing blackout periods during which Trades in Securities shall not occur:
- i. for all ILA Personnel, from five trading days prior to the release of the quarterly or annual financial statements of the Corporation until one full trading day after the public release of such statements; and
 - ii. for those employees who are involved in the preparation or review of the quarterly or annual financial statements and all members of Senior Management, from the end of the relevant quarter or annual period until for one full trading day following the public release of such information; and
 - iii. for those Insiders who receive copies of quarterly and annual financial statements for the purposes of their approval prior to their release to the public, from the date of their receipt of such information or knowledge about such information until one full trading day following the public release of such statements.
- C. The Board may prescribe additional blackout periods in particular circumstances for some or all ILA Personnel, and the imposition of such blackout periods may constitute confidential information that may not be disclosed.
- D. Notwithstanding the prescribed blackout periods, the overriding principal is that an Insider shall not Trade in Securities while in possession of Insider Information that is not available to the public. Trading outside of blackout periods does not necessarily mean that the Trade is not a prohibited trade. In the event that an Insider is privy to financial information, operating results or other material information that is not, in the normal course, generally disclosed to the public (such as monthly financial performance or operating statements), such Insider is prohibited from trading in Securities of ILA where such information could reasonably be expected, if known to the public, to significantly influence, positively or negatively, the trading price or value of the Securities.

XII. SANCTIONS

- A. Violations of this Policy will result in the Corporation taking appropriate action, including the possible discharge of the violator from his or her employment or engagement for cause.
- B. This Policy augments existing Securities Laws and failure to abide by such Securities Laws may result in sanctions being brought against any individual or corporation that Trades in Securities in violation thereof. These sanctions may include, but may not be limited to, criminal charges, penalties, fines, imprisonment and civil liability to the party with whom the transaction is made for the profit made or loss avoided. If it appears that an Insider or any other person may have violated any Securities Laws, the Corporation may refer the matter to the appropriate regulatory authorities.

XIII. ENQUIRIES

- A. Questions pertaining to this Policy should be directed to the CFO or the Chair of the Governance Committee.