

TERM SHEET
OFFERING OF CLASS B PREFERRED SHARES
MAXIMUM OFFERING OF \$40,000,000 (4,000,000 SHARES)

- Issuer:** EquityLine Mortgage Investment Corp. (the “Corporation”).
- Offering:** Up to a maximum of 4,000,000 of Class B Preferred Shares of the Corporation (the “Offering”). The offered shares are pari passu to the Class A Preferred Shares (the “JSE Listed Shares”) that are listed and posted for trading on the Jamaican Stock Exchange (the “JSE”).
- Type of transaction:** The Private placement under offering memorandum of the Offered Shares, Class B Preferred Shares, are to be distributed in Canada pursuant to a prospectus exemption under National Instrument 45-106 – Prospectus Exemptions through a registered dealer.
- Minimum subscription amount:** The investor must subscribe for the Offered Shares through a registered dealer with a minimum subscription price of \$10.00 per Offered Shares for a minimum subscription amount of \$5,000 or 500 Class B Preferred Shares.
- Offering price:** \$10.00 CAD per Class B Preferred Shares (the “Offering Price”).
- Dealer commissions:** Private placement offering will pay commissions of up to 7.00% including dealer fee per Offered Share.
- Offer shared characteristics:**
- (a) The Offered Shares shall have a fixed* 8.00% per annum rate of return, paid monthly in arrears, no later than the 15th day of the following month.
 - (b) The Offered Shares are redeemable within 30 days-notice and with payment to be made no later than 30 days thereafter, subject to the Early Redemption Fee (the “Redemption Right”). See the Corporation’s Articles of Incorporation (the “Articles”) for further details. Monthly Redemptions are \$500,000 or 3.00% of Class B Preferred Shares whichever is greater.
 - (c) Class B Preferred Shares Voting Rights: The holders of Class B Preferred Shares will not be entitled to notice of or to attend, and will not be entitled to vote at, any meeting of shareholders, unless and until the Corporation shall have

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failed to pay three (3) monthly dividends on the Class B Preferred Shares in accordance with the terms hereof, whether or not consecutive and whether or not such dividends were declared and whether or not there are any monies of the Corporation properly applicable to the payment of such dividends. In the event of such non-payment, and for only so long as any such dividends remain in arrears, the holders of the Class B Preferred Shares shall be entitled to receive notice of all meetings of shareholders of the Corporation and to attend thereat. The holders of the Class B Preferred Shares shall be entitled to vote together with all of the voting shares of the Corporation on the basis of one vote in respect of each Class B Preferred Share held by each such holder, until all such arrears of such dividends shall have been paid. The holders of Class B Shares shall be entitled to vote separately as a class on any resolution to wind-up, dissolve or liquidate the Corporation and as set out below under "Amendments and Modification".

Other offerings:

The Corporation may undertake a concurrent or subsequent offering of Shares of any class at any time.

Use of proceeds:

The net proceeds from the sale of Offered Shares will be used for investing in the mortgages in accordance with the investment restrictions in the Articles of Incorporation.

Expenses:

The Corporation will pay all of its expenses and fees in connection with the Offering, whether or not it is completed, including, without limitation the fees and expenses of the Corporation's legal counsel.

Closing date:

Closing of the Offering will take place in one or more tranches, with the closing of the first tranche to take place on or about December 1, 2020, or such other date or dates as the Corporation may determine at any time and from time to time (the "Closing Date").

Shareholder agreement & governance:

There will be Shareholder Agreement; the governance of the Corporation will be subject to applicable securities law, the rules, policies and regulations of the Corporation and the Governance and Conflicts of Interest Policy.

DISCLAIMER

This term sheet is a summary of our offering and is for information purposes only. For full details of the offering, please refer to the EquityLine Mortgage Investment Corporation offering memorandum on our website. Any forward-looking information is provided to demonstrate the potential benefits of the business opportunity described. You should not place undue reliance on any forward-looking information. An investment in this offer must be done through a registered dealer. Please speak to your financial advisor or dealing representative for more details of the investment-process and to obtain a subscription package. Introductions are permitted exclusively through registered exempt market dealers.

** For details regarding statements about fixed rate of return please refer to our offering memorandum (pages 46 to 51).*