



Relationship Disclosure Statement

Pursuant to Section 14.2 of *National Instrument 31-103 – Registration Requirements and Exemptions*, Romspen Investment Corporation (the "**Registrant**"), an exempt market dealer in the Province of Ontario, hereby discloses to potential subscribers ("**Subscribers**") for units in the Romspen Mortgage Investment Fund (the "**Issuer**") the following information regarding the relationship of the Registrant with the Subscribers:

Description of information required to be delivered	Information
<i>Nature or type of the client's account</i>	Client's "accounts" are opened for the sole purpose of assessing suitability through the collection of know-your-client information. Securities purchased by the client through the Registrant will be registered in the client's name or as the client may otherwise direct; no securities purchased by the client through the Registrant will be held or controlled by the Registrant.
<i>Products or services the Registrant offers to a client</i>	Registrant offers qualified clients prospectus exempt investments in a connected issuer
<i>Types of risks that a client should consider when making an investment decision</i>	See Issuer's offering memorandum
<i>Risks to a client of using borrowed money to finance a purchase of a security;</i>	See below
<i>Conflicts of interest that the Registrant is required to disclose to a client under securities legislation</i>	See the Issuer's offering memorandum
<i>Costs to a client for the operation of an account</i>	N/A
<i>Costs a client will pay in making, holding and selling investments</i>	See the Issuer's offering memorandum
<i>Compensation paid to the Registrant in relation to the different types of products that a client may purchase through the registered firm</i>	No compensation received by the Registrant in relation to the products that a client may purchase through the registered firm
<i>Content and frequency of reporting for each account or portfolio of a client</i>	Statements will be delivered to clients as required by applicable securities laws. No securities purchased by the client through the Registrant will be held or controlled by the Registrant, therefore the Registrant is not required to deliver statements to client other than in respect of periods when clients execute a transaction through the Registrant.

Independent dispute resolution or mediation services are available to a client, at the Registrant's expense, to mediate any dispute that might arise between the client and the Registrant about a product or service of the Registrant.

Registrant has an obligation to assess whether a purchase or sale of a security is suitable for a client prior to executing the transaction or at any other time.

Disclosure With Respect to Borrowed Money / Leveraging

Using borrowed money to finance the purchase of securities involves greater risk than a purchase using cash resources only. If you borrow money to purchase securities, your responsibility to repay the loan and pay interest as required by its terms remains the same even if the value of the securities purchased declines.

Connected / Related Issuer Disclosure

Pursuant to Section 13.6 of *National Instrument 31-103 – Registration Requirements and Exemptions*, Romspen Investment Corporation (the "**Registrant**"), an exempt market dealer in the Provinces of Ontario, British Columbia, Alberta, Saskatchewan, Manitoba, Québec, New Brunswick and Nova Scotia, hereby discloses to potential subscribers for units in Romspen Mortgage Investment Fund (the "**Issuer**") that directors and senior officers of the Registrant are also Trustees of the Issuer. Accordingly, the Issuer may be considered to be a "connected issuer" of the Registrant for purposes of securities legislation of certain provinces of Canada.