



OAK BAY BEACH HOTEL

MORTGAGE SECURED BOND OFFERING SCHEDULE OF TERMS

THE ISSUER

Bison Properties Ltd.
1111 Wharf Street
Victoria BC
Canada
V8W 1T7

Phone Number: 250 598 4556
Email: bond@oakbaybeachhotel.com
Fax number: 250 598 6007

Currently listed or quoted: No
Reporting Issuer: No
Qualification: Investor must be Accredited or Sophisticated Investor

The Offering: Type: Private Placement
Price per bond: \$ 1,000
Minimum: \$ 150,000
Maximum: None
Minimum Offering: \$3 million
Maximum Offering: \$10 million this series
\$10 million second series
\$10 million third series

Payment Type: Bank Draft or Certified Cheque on closing
Proposed Closing Date: Closings will occur on acceptance or on a mutually agreed date at the issuers discretion.
Selling Agent: No
Rate of Return: 8% per annum simple interest, accrues to maturity

SECURITY:

Type: First mortgage on title of Oak Bay Beach Hotel lands and improvements
1175 Beach Drive
Victoria BC
V8S 2N2

Security: First Mortgage, Parri Passu charge against land and improvements at 1175 Beach Drive, Victoria, BC

Subordinated: Yes. To a construction lender if required. It is expected that construction lender will require part "A" of first position and bond holders will hold security in part "B" of this same first mortgage security.

Resale Restrictions: Yes. You will be unable to sell the bonds without the consent of the issuer.

Purchasers Rights: You will have 2 business days to cancel your agreement to purchase these bonds

No regulatory authority has assessed the merits of these bond offerings as they are developed for the Sophisticated Investor. Purchasers are encouraged to seek independent professional advice in the process of assessing this purchase.

Fund Administrator:

Deloitte Touche
Vancouver BC
Mr. Jeff Ashton
Mrs. Lisa Ethans

Fund Legal: Fasken Martineau Demoulin LLC

Vancouver, BC
Mr. Peter Finlay

REGISTRATION :

I wish to register to obtain a full Bond Subscription Application package _____

Refundable Deposit: \$ 5,000 payable to Fasken Maritineau Dumoulin LLC in trust

Non Disclosure Signed: _____

Proposed Investment Amount: _____

Proposed Draw Date: _____

Interest Rate of Return: _____

Founders Club Membership: _____

Name: _____

Address: _____

Identification: _____ (copy attached)

Sophisticated Investor: _____

Bond Offering Application Issued: _____

Bond Subscription Agreement Issued: _____

Founders Club Certificate Issued: _____

Accepted: _____

*Bison Properties Ltd.
Oak Bay Beach Hotel*

Date: _____