



STATEMENT OF EXECUTIVE COMPENSATION

June 27, 2025

The following information is presented in accordance with National Instrument 51-102 – *Continuous Disclosure Obligations* and Form 51-102F6V – *Statement of Executive Compensation – Venture Issuers*, and sets forth compensation for each NEO (as defined below) and director of Frontenac Mortgage Investment Corporation (the “**Company**” or “**FMIC**” or “**Frontenac**”) during the financial year ending December 31, 2024. This Statement of Executive Compensation is dated for reference June 27, 2025. All monetary amounts herein are expressed in Canadian Dollars (“\$”) unless otherwise stated.

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Summary of Compensation Table

Applicable securities legislation requires disclosure of all direct and indirect compensation for both of its two most recently completed financial years provided to each Director and Named Executive Officer (“**NEO**”) of the Company during the most recently completed financial year. NEO is defined by securities legislation to mean: (i) the Chief Executive Officer; (ii) the Chief Financial Officer; (iii) the most highly compensated Executive Officer of the Company, including any of its subsidiaries, or the most highly compensated individual acting in a similar capacity, other than the Chief Executive Officer and Chief Financial Officer, at the end of the most recently completed financial year whose total compensation was more than \$150,000 for that financial year; and (iv) each individual who would be a “NEO” under paragraph (iii) but for the fact that the individual was neither an Executive Officer of the Company or its subsidiaries, nor acting in a similar capacity, at the end of the most recently completed financial year.

During the financial years ended December 31, 2024, the Company had three (3) NEOs: Matthew Robinson, Former Chief Executive Officer, Katie Harker, Chief Financial Officer, and Daniel Komorowski, former Chief Financial Officer. The NEOs of the Company were all employed by the Manager (see “Management Contracts - Management Agreement” below) and their services were provided to the Company pursuant to the Management Agreement (as defined below). Pursuant to the Management Agreement, the Manager directed the affairs and managed the business and administered or arranged for the administration of the Company’s day-to-day operations during the financial years ended December 31, 2024 and 2023. The Company did not have any employment agreements with its NEOs, and is not responsible for overseeing, determining or paying their compensation. In consideration for the management services provided to the Company, the Manager was paid a monthly management fee equal to one-twelfth of one percent of the value of the Company’s gross assets, calculated on a monthly basis (see “Management Contracts - Management Agreement” below). The Company also reimburses the Manager for any out-of-pocket fees, costs and expenses incurred in the provision of the management services. However, the Company is not required to reimburse the Manager for the salaries and other remuneration of the management or personnel of the Manager who carry out any services or functions for the Company or overhead for such persons.

The following table and notes thereto provide a summary of the compensation paid by the Manager to each NEO of the Company that is attributable to time spent by such NEO on the activities of the Company, and the compensation paid by the Company to the members of the Board of Directors, for the financial years ended December 31, 2024 and December 31, 2023. The following table is presented in accordance with form 51-102F6V – *Statement of Executive Compensation – Venture Issuers* under National Instrument 51-102 – *Continuous Disclosure Obligations*.

Table of Compensation Excluding Compensation Securities							
Name and Position	Year	Salary, Consulting Fee, Retainer or Commission (\$)	Bonus (\$)	Committee Fees (\$)	Value of Perquisites (\$)	Value of All other Compensation (\$)	Total Compensation (\$)
Matthew Robinson ⁽¹⁾⁽²⁾ <i>Former Chief Executive Officer</i>	2024	103,732	Nil	Nil	Nil	Nil	103,732
	2023	210,000	Nil	Nil	Nil	Nil	210,000
Wayne Robinson ⁽¹⁾⁽⁴⁾ <i>Former Chief Executive Officer</i>	2024	Nil	Nil	Nil	Nil	Nil	Nil
	2023	Nil	Nil	Nil	Nil	Nil	Nil
Daniel Komorowski ⁽¹⁾⁽³⁾ <i>Former Chief Financial Officer</i>	2024	78,472	Nil	Nil	Nil	Nil	78,472
	2023	100,000	Nil	Nil	Nil	Nil	100,000
Katie Harker ⁽¹⁾⁽⁵⁾ <i>Chief Financial Officer</i>	2024	20,103	Nil	Nil	Nil	Nil	20,103
	2023	Nil	N/A	N/A	N/A	N/A	Nil
Meghan Davis ⁽⁶⁾ <i>Director and Interim Chair</i>	2024	39,483	Nil	Nil	Nil	Nil	39,483
	2023	20,800	Nil	Nil	Nil	Nil	20,800
Ryan Wykes <i>Director</i>	2024	36,183	Nil	Nil	Nil	Nil	36,183
	2023	20,800	Nil	Nil	Nil	Nil	20,800
Eric Dinelle <i>Director</i>	2024	36,183	Nil	Nil	Nil	Nil	36,183
	2023	20,800	Nil	Nil	Nil	Nil	20,800
Andrew Blanchard ⁽⁷⁾ <i>Director</i>	2024	3,883	Nil	Nil	Nil	Nil	3,883
	2023	Nil	Nil	Nil	Nil	Nil	Nil
Robert Barnes ⁽⁸⁾ <i>Former Director</i>	2024	9,000	Nil	Nil	Nil	Nil	9,000
	2023	20,800	Nil	Nil	Nil	Nil	20,800
Jody Becker ⁽⁸⁾ <i>Former Director and former Chair</i>	2024	15,083	Nil	Nil	Nil	Nil	15,083
	2023	34,800	Nil	Nil	Nil	Nil	34,800
Alex de Korte ⁽⁸⁾ <i>Former Director</i>	2024	9,000	Nil	Nil	Nil	Nil	9,000
	2023	20,800	Nil	Nil	Nil	Nil	20,800
Allison Martin ⁽⁸⁾ <i>Former Director</i>	2024	9,000	Nil	Nil	Nil	Nil	9,000
	2023	20,800	Nil	Nil	Nil	Nil	20,800

Ryan Seeds ⁽⁹⁾⁽¹⁰⁾ <i>Former Director and former Chair</i>	2024	52,100	Nil	Nil	Nil	Nil	52,100
	2023	20,800	Nil	Nil	Nil	Nil	20,800

Notes:

1. Represents the portion of the salary paid by the Manager attributable to the time spent on the activities of FMIC.
2. Ceased acting as Chief Executive Officer in November 2024.
3. Ceased acting as Chief Financial Officer in November 2024.
4. Appointed as Chief Executive Officer in November 2024. Ceased acting as Chief Executive Officer in December 2024.
5. Appointed Chief Financial Officer in November 2024. Ceased acting as Chief Financial Officer subsequent to the 2024 financial year.
6. Appointed as interim Chair of the Board of Directors on December 8, 2024. Director since 2021.
7. Appointed as a Director on December 8, 2024.
8. Ceased being a Director in May 2024.
9. Acted as Chair of the Board of Directors between May 2024 and November 2024.
10. Ceased being a Director in November 2024.

Discussion of Compensation

Compensation of NEOs

The Company has no control over the form or amount of the compensation paid by the Manager to the NEOs. The sole element of compensation paid by the Manager to the NEOs is base salary. Base salaries are determined and approved by the Manager. No portion of a NEO’s base salary is tied to performance criteria or goals.

On April 2, 2025, the Company entered into a Management Agreement with Advanced Capital Corporation (the “**New Manager**”), to succeed the Manager as the provider of management and administrative services to the Company. The New Manager’s management responsibilities started on May 1, 2025. Similar to the Manager, the New Manager provides the services of its employees as NEOs of the Company, and is solely responsible for overseeing, determining or paying their compensation. Accordingly, effective as of the May 1, 2025 transition date, the compensation program for the Company’s NEOs became the New Manager’s compensation program for its employees, which will affect NEO compensation.

Compensation of Directors

Director compensation is determined by the Board of Directors. The Directors’ fees described above relate to the work that the Directors are asked to perform on the Board of Directors and on Committees. The Directors provided oversight for the Company over the Manager and Administrator. Detailed activities include: reviewing and approving mortgages, financial oversight (review of financial statements), reviewing materials for the Company at the various Board of Directors’ meetings and providing advice and approval of the Chief Executive Officer’s strategic direction. In determining Director compensation, the Board of Directors considers factors including market rates for compensation of similarly-qualified Directors across different economic sectors, the aggregate assets of the Company, the responsibilities and time committed by the Directors past increases in compensation. The compensation of the Chair is greater than that of other Directors because the Chair assumes a greater workload, meeting with the Chief

Executive Officer on a regular basis to discuss the Company's business and with the staff of the Administrator on an as needed basis to review and approve mortgages.

The Company does not have a stock option plan or any other security-based compensation plan, and does not award any security-based compensation to any of its NEOs or directors.

MANAGEMENT CONTRACTS

Amended and Restated Management Agreement

During the financial year ended December 31, 2024, the Company was party to a management agreement made between the Company and W. A. Robinson Asset Management Ltd. (the "**Manager**") dated July 29, 2008, as amended ("**Management Agreement**"). Subject to the exclusive and overriding authority of the Board of Directors over the management of the Company, the Company appointed the Manager as its manager. The Manager was responsible for the following tasks and duties:

- 1) acting as Frontenac's registrar and transfer agent;
- 2) advising the Company on its compliance with legislation and providing all reports, studies, analyses, advice and information and arranging for the provision to the Company of such services by others as the Board of Directors may reasonably request in connection with the activities of the Company and the functions of the Board of Directors;
- 3) preparing financial statements for the Company;
- 4) maintaining the books and records of the Company and performing administrative functions in connection with the issuance, registration and redemption of common shares of the Company; and
- 5) supplying clerical, accounting and administrative staff and services as required for the efficient day-to-day function of the Company.

The Management Agreement had an initial term of five years which was automatically renewed. The Manager is paid 1/12th of 1% of the value of the Company's gross assets each month for its services. Total management fees earned by the Manager for the year ended December 31, 2024, including applicable sales taxes was \$2,193,817.

The Management Agreement was terminated on May 1, 2025.

Amended and Restated Administration Agreement

During the financial year ended December 31, 2024, the Company was party to an amended and restated administration agreement made between the Company and Pillar Financial Services Inc. (the "**Administrator**") dated July 29, 2008, as amended (the "**Amended and Restated Administration Agreement**"). Pursuant to this agreement, the Administrator was appointed on an exclusive basis to source and administer the mortgage portfolio. In order to carry out this mandate, the Administrator was required to:

- 1) Underwrite the mortgages for the account of the Company, including setting the interest rates thereof;

- 2) Collect payments from borrowers and discharge mortgages upon payout;
- 3) Ensure the safe custody of mortgage deeds; and
- 4) Monitor and, where appropriate, pursue arrears and institute and pursue legal actions for the enforcement of the Company's rights as a mortgagee.

The Amended and Restated Administration Agreement had an initial term of five years which was automatically renewed. The Administrator is paid 1/12th of 1% of the value of the Company's gross assets each month for its services. Total administration fees earned by the Administrator for the year ended December 31, 2024, was \$1,941,431.

The Amended and Restated Administration Agreement was terminated on May 1, 2025.

New Management Agreement (Advanced Capital Corporation)

On April 2, 2025, the Company entered into a Management Agreement with Advanced Capital Corporation (the "**New Manager**"), appointing the New Manager as the exclusive provider of day-to-day management and administrative services to the Company. The agreement was entered into pursuant to the orderly wind-up plan approved by shareholders of the Company at the special meeting held on December 18, 2024, and is designed to ensure an efficient and value-maximizing wind-down of operations. The New Manager is responsible for implementing the orderly wind-up plan, together with its affiliate, the Mortgage Administrator (as defined below), and for providing all management and administrative services required by the Company during the term of its appointment. Compensation to the New Manager includes an initial annual management fee of \$1,250,000 (paid in equal monthly payments) and, for any subsequent renewal term, a fee equal to 1.25% per annum of the Company's gross assets. The agreement has an initial one-year term, which started on May 1, 2025, with automatic renewal for a further one-year term unless terminated. The Company also reimburses the Manager for any out-of-pocket fees, costs and expenses incurred in the provision of the management services. However, the Company is not required to reimburse the Manager for the salaries and other remuneration of the management or personnel of the Manager who carry out any services or functions for the Company or overhead for such persons.

The Company may terminate the agreement for material breach or insolvency, or at the end of the initial term with 90 days' notice. The agreement includes standard indemnities and limitation of liability provisions in favour of the New Manager, and contains detailed transition procedures in the event of termination. The New Manager replaces the Manager in the management of the Company.

New Administration Agreement (Advanced Alternative Lending)

On April 2, 2025, the administration agreement was executed between the Company, 7016514 Canada Inc. operating as Advanced Alternative Lending (the "**Mortgage Administrator**"), and the New Manager. Pursuant to the administration agreement, the Company appointed the Mortgage Administrator as its exclusive agent for the administration and servicing of its mortgage loans and related rights. The Mortgage Administrator is responsible for a comprehensive suite of services including collection of payments, managing defaults and enforcement actions, providing investor reports, maintaining insurance, and coordinating third-party service providers. The Mortgage Administrator is entitled to a fixed

administration fee of \$1,250,000 (paid in equal monthly payments), with future compensation set at 1.25% per annum of the Company's gross assets. The agreement is for an initial one-year term, with automatic renewal unless terminated. It may be terminated under specific circumstances such as material breach, insolvency, or the Company completing its wind-up. The agreement includes mutual indemnities, limits on liability, provisions for transition of services upon termination, and recognizes the Manager's oversight role. It also allows for delegation of duties by the Mortgage Administrator, subject to oversight and continued responsibility. The Mortgage Administrator replaces the Administrator as the administrator of the Company's mortgage portfolio.

Custodian Agreement

Frontenac is a party to a custodian agreement made among the Company, Computershare Trust Company of Canada (the "**Custodian**") and the Manager dated July 29, 2008. The Custodian's responsibilities include:

- 1) Appearing on the title of mortgages funded by Frontenac
- 2) Maintaining a list of mortgagees funded by Frontenac
- 3) Issuing an ownership certificate to Frontenac on mortgages funded by Frontenac

The contract has since been automatically renewed.