STRONGCO CORPORATION

INSIDER TRADING AND REPORTING POLICY

Strongco Corporation wishes to continue to ensure compliance by its insiders with the reporting obligations and trading restrictions imposed by the various provincial securities commissions and the Toronto Stock Exchange. This insider trading and reporting policy will set forth some key aspects of these obligations and restrictions for the benefit of directors, officers and affected personnel of Strongco Corporation and its subsidiaries and controlled entities (collectively, the "**Corporation**").

This policy should be carefully read before making any trades in securities of the Corporation or making any disclosure to third parties of confidential information concerning the Corporation. This policy is primarily addressed to the directors, officers and affected personnel of the Corporation and includes recommended guidelines for your conduct.

INSIDER REPORTING

1. Who is Required to File an Insider Report?

Every reporting insider of the Corporation is subject to reporting requirements under Canadian securities law. The term reporting insider means an insider of the Corporation if the insider is:

(a) the chief executive officer ("**CEO**"), the chief financial officer ("**CFO**"), or chief operating officer ("**COO**") of the Corporation, of a Significant Shareholder (as such term is defined below) of the Corporation or of a major subsidiary of the Corporation;

(b) a director of the Corporation, of a Significant Shareholder of the Corporation or of a major subsidiary of the Corporation;

(c) a person or company responsible for a principal business unit, division or function of the Corporation;

(d) a Significant Shareholder;

(e) a Significant Shareholder based on Post-Conversion Beneficial Ownership (as such term is defined below) or a director, the CEO, the CFO or the COO of a Significant Shareholder based on Post-Conversion Beneficial Ownership;

(f) a management company that provides significant management or administrative services to the Corporation or a major subsidiary of the Corporation, or a director of the management company, or the CEO, the CFO or the COO of the management company, or every Significant Shareholder of the management company;

(g) an individual performing functions similar to the functions performed by any of the insiders described above in (a) through (f);

(h) the Corporation, if it has purchased, redeemed or otherwise acquired a security of its own issue for so long as it continues to hold that security; or

(i) any other insider that:

(i) in the ordinary course receives or has access to information as to material facts or material changes concerning the Corporation before the material facts or material changes are generally disclosed; and

(ii) directly or indirectly exercises, or has the ability to exercise, significant power or influence over the business, operations, capital or development of the Corporation.

A subsidiary of the Corporation is considered to be a "**major subsidiary**" if (a) the assets of the subsidiary, as included in the Corporation's most recent annual audited or interim balance sheet, or, for a period relating to a financial year beginning on or after January 1, 2011, a statement of financial position, are 30% or more of the consolidated assets of the Corporation reported on that balance sheet or statement of financial position, as the case may be, or (b) the revenue of the subsidiary, as included in the Corporation's most recent annual audited or interim income statement, or, for a period relating to a financial year beginning on or after January 1, 2011, a statement of comprehensive income, is 30% or more of the consolidated revenue of the Corporation on that statement.

For the purposes of this policy, "**Significant Shareholder**" means a person or company that has beneficial ownership of, or control or direction over, whether direct or indirect, or a combination of beneficial ownership of, or control or direction over, whether direct or indirect, securities of an entity carrying more than 10% of the voting rights attached to all of the outstanding voting securities of such entity.

For the purposes of this policy, "**Significant Shareholder based on Post-Conversion Beneficial Ownership**" means a person or company who is not a Significant Shareholder but has beneficial ownership of, post-conversion beneficial ownership (as such term is defined below) of, control or direction over, whether direct or indirect, or any combination of beneficial ownership of, post-conversion beneficial ownership of, or control or direction over, whether direct or indirect, securities of the Corporation carrying more than 10% of the voting rights attached to all the Corporation's outstanding voting securities. A person or company is considered to have, as of a given date, "**post-conversion beneficial ownership**" of a security, including an unissued security, if the person or company is the beneficial owner of a security convertible into the security within 60 days following that date or has a right or obligation permitting or requiring the person or company, whether or not on conditions, to acquire beneficial ownership of the security within 60 days, by a single transaction or a series of linked transactions.

The term "**insider**" means:

(a) every director or officer of the Corporation;

(b) every Significant Shareholder of the Corporation and every Significant Shareholder based on Post-Conversion Beneficial Ownership;

(c) every management company that provides significant management or administrative services to the Corporation or a major subsidiary of the Corporation, or a Significant Shareholder of such management company; and

(d) every director or officer of a company that is:

(i) itself an insider of the Corporation, or

(ii) a subsidiary of the Corporation.

The term "**officer**" means: (a) the Chair (or any Vice-Chair) of the board of directors, the CEO, the COO, the CFO, the President, each Vice-President, the Secretary, the Assistant Secretary, the Treasurer, the Assistant Treasurer and each General Manager of the Corporation; (b) every individual who is designated as an officer under a by-law or similar authority of the Corporation; and (c) any other person who performs functions similar to those normally performed by a person holding one of such offices in (a) or (b) above.

2. What Should You Report?

Each reporting insider must disclose any securities of the Corporation (which includes any options, warrants or other convertible or exchangeable security and interest in, or right or obligation associated with, a related financial instrument involving a security of the Corporation), directly or indirectly beneficially owned by him/her as well as all such securities over which he/she has control or direction, whether direct or indirect.

Indirect ownership of securities is also caught by the insider rules. An insider of the Corporation is deemed to own beneficially any securities of the Corporation owned by a company controlled by him/her or by an affiliate of such company. Companies are affiliated where one is the subsidiary of the other (i.e. more than 50% of the voting shares of Company A are held by Company B) or if both are subsidiaries of the same company or are controlled by the same person or company.

Thus, the following security holdings must be included:

(a) securities held personally (whether or not registered in your name);

(b) securities held through a company or companies ultimately controlled by you;

(c) securities over which you exercise control or direction, either by virtue of family relationships (i.e. young children, or in certain circumstances, other family) or agreement; and

(d) securities held in trust for your benefit.

Areas of uncertainty should be addressed with the Corporation's President & Chief Executive Officer.

3. When Should You File an Insider Report?

If you are an insider, an insider report must be filed when, through direct or indirect holdings, as referred to above:

(a) you become a reporting insider and hold securities of the Corporation at such time;

(b) you are a reporting insider and you acquire securities of the Corporation for the first time; or

(c) you are a reporting insider and there is a change in your holdings of securities of the Corporation.

Please note that NIL reports are not required except upon a change in holdings of securities of the Corporation reducing the holdings to nil.

4. When Should You File Your First Report?

Insider reports are filed electronically on an online computer system known as System for Electronic Disclosure by Insiders (the "**SEDI System**"). The electronic filing system contains the information required under Form 55-102F2 of National Instrument 55-102. Before a reporting insider can access the SEDI System, such reporting insider (or an agent on behalf of such insider) must be registered as a SEDI System user and file an insider profile containing the information required under Form 55-102F1 of National Instrument 55-102. It is your responsibility to ensure that you are registered as a SEDI System user and that you file the required insider profile and insider reports within the required time periods. If you have any questions in this regard, you may call the President & Chief Executive Officer, the Vice-President & Chief Financial Officer or the Vice-President, Administration and Secretary.

Initial reports must be filed within ten days of a person becoming a reporting insider. If a company becomes an insider of the Corporation, the CEO, CFO, COO and the directors of such company must file, within ten days of such company becoming an insider, an insider report for all transactions involving the securities of the Corporation that occurred in the previous six months (or such shorter period as such person was the CEO, CFO, COO or a director of such company).

Duplication of reports is not required so long as all direct and indirect holdings are disclosed. As an example, should you hold securities of the Corporation personally and through a holding company, one filing will suffice to disclose both holdings.

5. When Should You File Further Reports?

Reporting insiders also have to file through the SEDI System an insider report with respect to changes in their holdings of securities of the Corporation.

All changes in holdings of securities of the Corporation (both beneficial and registered) must be reported, not just net changes. For reporting purposes, ownership is considered to change on the date of trade, not on the settlement date.

Any change in a reporting insider's holdings in securities of the Corporation that occurs prior to November 1, 2010 must be reported within ten days of the trade date. Commencing on November 1, 2010, any change in a reporting insider's holdings in securities of the Corporation must be reported within five days of the trade date.

The reporting obligations set out in this policy do not apply to directors and officers of the Corporation with respect to an acquisition of securities of the Corporation acquired under an automatic securities purchase plan (other than an acquisition of securities under a lump-sum provision of the plan) or a specified disposition of securities of the Corporation acquired under such plan; provided that the reporting insider files an insider report:

(a) with respect to a disposition or transfer (other than a specified disposition) within five days of the date of such disposition or transfer; and

(b) with respect to any acquisitions during a calendar year (that has not been disposed of or transferred) and any specified dispositions, on or before March 31 of the next calendar year.

The exemption noted above with respect to reporting obligations related to automatic securities purchase plans, does not apply to an acquisition of options or similar securities granted to a director or officer of the Corporation.

The reporting obligations set out in this policy do not apply to directors and officers of the Corporation with respect to acquisition of securities of the Corporation acquired under a compensation arrangement of the Corporation, or specified disposition of securities of the Corporation acquired under such compensation arrangement, provided that:

(a) the Corporation has previously disclosed the existence and material terms of the compensation arrangement in an information circular or other public document filed on SEDAR;

(b) in the case of an acquisition of securities of the Corporation, the Corporation has previously filed an issuer grant report on the SEDI System that complies with the requirements set out in National Instrument 55-104; and

(c) the reporting insider files an insider report:

(i) with respect to a disposition or transfer (other than a specified disposition) within five days of the date of such disposition or transfer; and

(ii) with respect to any acquisition during the calendar year (that has not been disposed of or transferred) and any specified dispositions, on or before March 31, of the next calendar year.

For the purposes of this policy, a "**specified disposition**" means a disposition or transfer that: (i) does not involve a discrete investment decision by the reporting insider; or (ii) is made to satisfy a tax withholding obligation arising from the distribution of securities under the plan that occurs automatically without communication or election by the reporting insider or occurs as a result of an irrevocable election communicated by the reporting insider at least 30 days prior to the disposition or transfer.

A reporting insider is required to file an amended insider profile on SEDI if there is a change in the insider's name or the insider's relationship to the Corporation or if the insider ceases to be a reporting insider of the Corporation. In each such case, the amended insider profile must be filed within ten days after the occurrence of such event. If there is any other change to the insider profile, such change must be reflected next time the insider is required to file an amended insider profile or insider report. Again, it is your responsibility to ensure that all required amended insider profiles and insider reports reflecting any changes in your holdings are filed within the required time periods. If you have any questions you may call the President & Chief Executive Officer, the Vice-President, Finance and the Vice-President, Administration and Secretary.

6. Supplemental Reporting

If a reporting insider enters into, materially amends or terminates an agreement, arrangement or understanding that: (a) has the effect of altering, directly or indirectly, such reporting insider's

economic exposure to the Corporation, and involves, directly or indirectly, a security of the Corporation; and (b) the reporting insider is not otherwise required to file an insider report in respect of such event, the reporting insider must file an insider report which discloses the existence and material terms of such agreement, arrangement or understanding. In the event that a person or company becomes a reporting insider and the person or company is party to an agreement, arrangement or understanding of the nature noted above which is still in effect, such reporting insider must file an insider report which discloses the existence and material terms of such agreement, arrangement or understanding.

INSIDER TRADING

7. Who are Caught by the Insider Trading Rules?

In addition to the insider reporting requirements set out above, Canadian securities laws contain insider trading restrictions applicable to those persons in a special relationship with an issuer. The purpose behind these restrictions is to prohibit a person who has acquired material information about an issuer which has not been generally disclosed to the public from trading in securities to the disadvantage of other securityholders or potential investors. Note that the prohibition extends not only to trading, but to passing on knowledge or tipping other persons who, in turn, make a trade in these securities.

The definition of a "**special relationship**" is very broad and includes:

(a) a person or company that is an insider, affiliate or associate of,

  (i) the Corporation,

  (ii) a person or company that is proposing to make a take-over bid, as defined in Part XX of the *Securities Act* (Ontario) (the "**Act**"), for the securities of the Corporation, or

  (iii) a person or company that is proposing to become a party to a reorganization, amalgamation, merger or arrangement or similar business combination with the Corporation or to acquire a substantial portion of the Corporation's property;

(b) a person or company that is engaging in or proposes to engage in any business or professional activity with or on behalf of the Corporation or with or on behalf of a person or company described in (a)(ii) or (iii) above;

(c) a person who is a director, officer or employee of the Corporation or of a person or company described in (a)(ii) or (iii) or (b) above;

(d) a person or company that learned of the material fact or material change with respect to the Corporation while the person or company was a person or company described in (a), (b) or (c) above; and

(e) a person or company that learns of a material fact or material change with respect to the Corporation from any other person or company described in (a) to (d) and knows or ought reasonably to have known that the other person or company is a person or company in such a relationship.

No person or company in a special relationship with the Corporation may purchase or sell securities of the Corporation with knowledge of a material fact or a material change that has not been generally disclosed to the public. As well, no person or company in such a special relationship may tip another person or company of a material fact or a material change before same has been generally disclosed.

The only defences to a claim of insider trading are:

(a) that you reasonably believed that the material fact or material change had been generally disclosed;

(b) that you reasonably believed that the person or company to whom you sold the securities or from whom you purchased the securities had knowledge of the material fact or change; and

(c) in the case of tipping only, the information was given in the necessary course of business.

8. What Constitutes a Material Fact or Material Change?

Canadian securities laws require reporting issuers to make timely disclosure of certain facts or events affecting the business, operations or capital of a reporting issuers. The general principle behind this requirement is that all investors should be on an equal footing with respect to their knowledge regarding reporting issuers.

Developments requiring disclosure include, among other things:

Changes in Structure

- changes in share ownership that may affect control of the reporting issuer
- major reorganizations, amalgamations, or mergers
- take-over bids, issuer bids, or insider bids

Changes in Capital Structure

- the public or private sale of additional securities
- planned repurchases or redemptions of securities
- planned splits of common shares or offerings or warrants or rights to buy shares
- any share consolidation, share exchange, or stock dividend
- changes in a reporting issuer's dividend payments or policies
- the possible initiation of a proxy fight
- material modifications to rights of security holders

Changes in Financial Results

- a significant increase or decrease in near-term earnings prospects
- unexpected changes in the financial results for any periods
- shifts in financial circumstances, such as cash flow reductions, major asset write-offs or write-downs
- changes in the value or composition of the reporting issuer's assets
- any material change in the reporting issuer's accounting policy

Changes in Business and Operations

- any development that affects the reporting issuer's resources, technology, products or markets
- a significant change in capital investment plans or objectives
- major labour disputes or disputes with major contractors or suppliers
- significant new contracts, products, patents, or services or significant losses of contracts or business
- significant discoveries by resource companies
- changes to board of directors or executive management, including the departure of the reporting issuer's CEO, CFO, COO or president (or persons in equivalent positions)
- the commencement of, or developments in, material legal proceedings or regulatory matters
- waivers of corporate ethics and conduct rules for officers, directors, trustees, and other key employees
- any notice that reliance on a prior audit is not longer permissible
- de-listing of the reporting issuer's securities or their movement from one quotation system or exchange to another

Acquisitions and Dispositions

- significant acquisitions or dispositions of assets, property or joint venture interests
- acquisitions of other companies, including a take-over bid for, or merger with, another company

Changes in Credit Arrangements

- the borrowing or lending of a significant amount of money
- any mortgaging or encumbering of the reporting issuer's assets
- defaults under debt obligations, agreements to restructure debt, or planned enforcement procedures by a bank or any other creditors
- changes in rating agency decisions
- significant new credit arrangements

The underlying concern is that any developments which would reasonably be expected to significantly affect the market price or value of the Corporation's securities or would reasonably be expected to have a significant impact on an investor's investment decision should be disclosed.

Note that material facts and changes include external facts (e.g. legislation or governmental policy) which would have a direct effect on the business and affairs of the Corporation that is both material and uncharacteristic of the effect generally experienced by other companies. The nature of the effect of such information on the securities of the Corporation (i.e. positive or negative) is irrelevant.

When any such matter is under consideration but has not yet reached the disclosure level, one must be very careful in transactions involving securities of the Corporation.

9. What Sanctions can be Imposed?

The Act provides both civil and criminal penalties for insider trading. In particular, the Act provides for imprisonment for up to five years less a day and a maximum fine of the greater of $5,000,000 or three times the profit made or loss avoided as a result of the contravention.

TRADING GUIDELINES

10.1 Directors, officers and other special relationship persons should treat their holdings in the Corporation as medium to long-term investments. Speculation or trading in such securities oriented towards short-term profits (including short selling or trading in puts or calls) is prohibited.

10.2 The Corporation is careful to ensure timely disclosure of all material changes in the business. Nonetheless, as transactions are considered and undertaken, it is not always easy to identify when a material fact or change prohibiting trading has occurred. In circumstances where you intend to trade any securities of the Corporation, you must contact the Vice-President and Chief Financial Officer to discuss any restrictions which might apply in the circumstances. The Corporation will use reasonable efforts to send a notification to insiders when a material fact or change prohibiting trading has occurred. Insiders shall inform the Corporation of their trades and make the required filings on SEDI.

10.3 Due to the concerns regarding timing of trades, you are prohibited from leaving any standing buy or sell orders with your broker.

10.4 For any director, officer or employee of the Corporation or its subsidiaries who is directly involved in the preparation of the financial statements of the Corporation, a trading blackout period will be in effect beginning on the first day following the end of a quarter until the close of business on the first trading day following the day on which a news release disclosing quarterly results is released.

For any director, officer or employee of the Corporation or its subsidiaries who is not directly involved in the preparation of the financial statements of the Corporation, a trading blackout period will be in effect beginning on the 11th day following the end of a quarter (or in the case of the fourth quarter, beginning on the next following February 1st) until the close of business on the first trading day following the day on which a news release disclosing quarterly results is released.

Blackout periods may also be prescribed from time to time as a result of special circumstances relating to the Corporation pursuant to which insiders would be precluded from trading in securities of the Corporation. All personnel of the Corporation with knowledge of such special circumstances will be covered by the blackout.

There also exists the possibility that at any time the Corporation may be purchasing its own securities through a stock exchange under a normal course issuer bid, and senior personnel of the Corporation should not be in the market at that time.

If you have any questions or concerns on this insider trading and reporting policy or the guidelines, please contact the President & Chief Executive Officer, the Vice President & Chief Financial Officer or the Vice President, Administration and Secretary.

Approved by the Board of Directors with effect as of July 1, 2010.

Amended by the Board of Directors on August 9, 2010.

Amended by the Board of Directors on March 29, 2011.