

**NO. 82-34703**

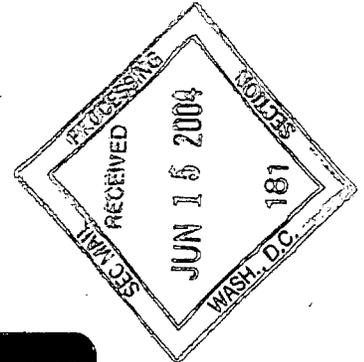
**FORM 45-102F3  
SECURITIES ACT**

**Notice of Intention to Distribute Securities and Accompanying Declaration  
under Section 2.8 of Multilateral Instrument 45-102 Resale of Securities**

**1. Name and address of the reporting issuer:**

Prima Developments Ltd.  
Suite 200 – 20351 Duncan Way  
Langley, B.C.  
V3A 7N3  
(604) 532 – 5311

SUPPL



**2. Date and jurisdictions where issuer became a reporting issuer:**

**Date:** November 26, 1999

**Jurisdiction:** British Columbia

**3. Name and address of the selling security holder:**

Commonwealth Enterprise Fund  
c/o Suite 200 – 20351 Duncan Way  
Langley, B.C.  
V3A 7N3



04030774

**4. State whether the selling security holder is an insider or officer of the issuer (if an officer, state title):**

No

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**5. Amount or number and designation of securities of the issuer beneficially owned, directly or indirectly, by the selling security holder:**

THOMSON FINANCIAL

| Designation of Security | Number of Securities Owned |
|-------------------------|----------------------------|
| Common shares           | 4,758,342                  |

**6. Amount or number and designation of securities of the issuer proposed to be sold by the selling security holder.**

| Designation of Security | Number of Securities to be Sold |
|-------------------------|---------------------------------|
| Common shares           | 200,000                         |

*dlw 6/17*

**DECLARATION, CERTIFICATE and UNDERTAKING**

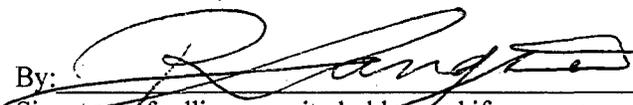
The selling security holder for whose account the securities are to be sold, and to which this certificate relates, hereby:

- (1) declares that the selling security holder has no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed;
- (2) declares that to the best of the selling security holder's information and belief:
  - (a) no unusual effort has been made to prepare the market or to create a demand for the securities to be sold and no extraordinary commission or other consideration has been paid in respect of such trade,
  - (b) the transaction to which this notice of intention and declaration relate is an arm's length transaction made in good faith, and
  - (c) the securities have been held for the period of time required under section 2.8 of Multilateral Instrument 45-102. Resale of Securities and other conditions of the applicable subsection of that section have been met;
- (3) undertakes that no unusual effort will be made to prepare the market or to create a demand for the securities to be sold and no extraordinary commission or other consideration will be paid in respect of such trade.;
- (4) undertakes that this Form will be renewed and filed on the 60<sup>th</sup> day after the date of filing this Form and thereafter at the end of each 28 day period; and
- (5) certifies that the information given in the answers to the questions in this Form are true.

**DATED** at Vancouver, B.C. this 1st day of June, 2004.

Commonwealth Enterprise Fund

\_\_\_\_\_  
Name of Selling Security Holder *(please print)*

By:   
\_\_\_\_\_  
Signature of selling security holder, and if a company,  
Signature of authorised signatory

Roland J. Langset, Managing Director

\_\_\_\_\_  
Name and office of authorised signatory  
*(please print)*

**IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A RECORD REQUIRED TO BE FILED OR PROVIDED UNDER THE SECURITIES ACT OR SECURITIES RULES THAT, AT THE TIME AND IN THE LIGHT OF CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.**

**N0. 82-34703**[Back](#) 2004-06-04, 17:20:45, EDT**Insider:** Commonwealth En**Issuer:** Prima Developme**Security:** Common Sha

## File insider report - Completed

The transaction has been reported.

### Reported transactions for this session.

| Security designation | Registered holder | Opening Balance | Date of transaction | Nature of transaction                                | Number or value acquired or disposed of | Closing Balance |
|----------------------|-------------------|-----------------|---------------------|--|---|-----------------|
| Common Shares        |                   | 4758342         | 2004-05-26          | 10 - Acquisition or disposition in the public market | -16500                                  | 4741842         |

**N0. 82-34703****Back** 2004-06-04, 17:38:30, EDT**Insider:** Langset.R**Issuer:** Prima Developme**Security:** Common Sha**Holder:** Commonwealth Enterpr

## File insider report - Completed

The transaction has been reported.

### Reported transactions for this session.

| Security designation | Registered holder                 | Opening Balance | Date of transaction | Nature of transaction                                | Number or value acquired or disposed of | Closing Balance |
|----------------------|-----------------------------------|-----------------|---------------------|--|---|-----------------|
| Common Shares        | Commonwealth Enterprise Fund Inc. | 4758342         | 2004-05-26          | 10 - Acquisition or disposition in the public market | -16500                                  | 4741842         |

**N0. 82-34703****Back** 2004-06-01, 12:18:27, EDT**Insider:** Smith.D**Issuer:** Prima Developme**Security:** Common Sha**File insider report - Completed**

The transaction has been reported.

**Reported transactions for this session.**

| Security designation | Registered holder | Opening Balance | Date of transaction | Nature of transaction                                | Number or value acquired or disposed of | Closing Balance |
|----------------------|-------------------|-----------------|---------------------|--|---|-----------------|
| Common Shares        |                   | 200876          | 2004-05-21          | 10 - Acquisition or disposition in the public market | -1000                                   | 199876          |

[Back](#) 2004-06-04, 17:16:47, EDT

Insider: Smith.D

Issuer: Prima Developme

Security: Common Sha

**File insider report - Completed**

The transaction has been reported.

**Reported transactions for this session.**

| Security designation | Registered holder | Opening Balance | Date of transaction | Nature of transaction                                | Number or value acquired or disposed of | Closing Balance |
|----------------------|-------------------|-----------------|---------------------|--|---|-----------------|
| Common Shares        |                   | 199876          | 2004-06-01          | 10 - Acquisition or disposition in the public market | -1000                                   | 198876          |