

# FORM 1B

## Listing Application

### General Instructions

Please complete the following application and submit to CNSX in printed form with the application fee and the documents listed in Appendix A.

### Part 1

#### ISSUER INFORMATION

General instruction: In this application, the term "predecessor" means any legal predecessor of the CNSX Issuer and any company with which the Issuer has engaged in a transaction that would give effect to a Fundamental Change.

Initial Application

Application Following Fundamental Change

**1.1 Issuer Name:**

*State the full legal name(s) of Issuer.*

The Streetwear Corporation (There will be a name change to: ARC Corp.)

**1.2 Address:**

*Please give all addresses. Indicate registered office, head office, mailing, etc.*

133 Richmond St. W., Suite 403, Toronto, Ontario, M3H 2L3

**1.3 Telephone Number:**

(416) 708 - 6871

**1.4 Fax Number:**

(416) 603 - 8436

**1.5 General e-mail address:**

arcexploration@exadyn.com

**1.6 Website address:**

The Issuer does not currently have a web site.

**1.7 Jurisdiction of Incorporation:**

The Issuer is incorporated in the Province of Ontario.

**1.8 Reporting Jurisdictions:**

*In addition to Ontario please state any other reporting jurisdiction.*

The Issuer is not a reporting issuer in any other jurisdictions.

**1.9 North American Industrial Classification:**

*Please state your industrial classification below.*

The North American Industrial Classification code is 21, for Mining and Oil and Gas Extraction.

**1.10 Description of Business:**

*Briefly describe the business the Issuer is engaged in.*

The Issuer is an exploration company with a focus in minerals. Currently, it has 1 property located in the Province of Ontario and will seek to acquire additional exploration properties that will enhance shareholder value.

**1.11 Class (es) of Shares/Description of Securities to be qualified for listing:**

The securities of the issuer that are to be qualified for listing are the Common Shares.

**1.12 CUSIP Number(s):**

*Please provide CUSIP numbers for all securities to be listed.*

1 863303103

2 \_\_\_\_\_

3 \_\_\_\_\_

**1.13 Desired CNSX Symbol(s)**

Please specify 3 choices in order of preference. A symbol must be 3 letters and will be subject to availability. CNSX has final approval of any symbol request.

1. ARC

2. ARE

3. ARP

**1.14 Trading Currency:**

CDN\$  US\$

**1.15 Outstanding Shares (equity securities only):**

Basic: **68,984,244 common shares (Upon closing)**

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Fully Diluted:

(provide details) **83,568,334 common shares plus warrants (Upon Closing)**

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**1.16 Outstanding Warrants, Rights, Options (equity securities only):**

*(provide details of terms such as exercise price, expiry date, etc. as well as number outstanding)*

<u>Security</u>	<u>Number Outstanding</u>	<u>Details</u>
<b>Warrants Series A</b>	<b>14,584,090</b>	<b>10 cents, 2 years after listing</b>

**1.17 Fiscal Year End:**

The fiscal year end is December 31.

**1.18 News Wire Service:**

*Please specify which Newswire service (s) currently disseminates Issuer press releases.*

The Issuer will use the services of Filing Services Canada Inc.

**1.19 Issuer Contact Information:**

*Please provide full contact details of the person to be contacted regarding regulatory matters, accounting/administration and for shareholder inquiries.*

**Regulatory Contact:**

Name:

Exadyn Consultants Inc. c/o Claude Ayache

Address:

466A Ellerslie Ave., Toronto, Ontario, M2R 1C4

Telephone number:

B: (647) 932-5002

M: (416) 820-5002

Fax number:

E-mail address:

arcexploration@exadyn.com

**Accounting/Administrative Contact:**

Name:  
Exadyn Consultants Inc. c/o Claude Ayache  
Address:  
466A Eilerslie Ave., Toronto, Ontario, M2R 1C4

Telephone number:  
B: (647) 932-5002  
M: (416) 820-5002

Fax number:

E-mail address:  
arcexploration @exadyn.com

**Investor Relations:**

Name:  
Franz Kozich

Address:  
133 Richmond St. W., Suite 403, Toronto, Ontario, M5H 2L3

Telephone number:  
(416) 708 – 6871

Fax number: (416) 603 - 8436

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E-mail address:

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**Other Contacts:**

Name:

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Address:

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Telephone number:

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Fax number:

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E-mail address:

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## 1.20 **Directors, Officers, Promoter and Related Persons**

*Provide the name, residential address, birth date, place of birth and position or status with the Issuer for each Related Person as defined in CNSX Policy 1. Provide date and jurisdiction of incorporation or formation if not an individual.*

**(Please provide attachments if additional space is necessary.)**

<u>Name and Address</u>	<u>Birth date and Place of Birth<sup>(1)</sup></u>	<u>Position with Issuer</u>
Peter Lukesch	June 4, 1952, Vienna, Austria	Director, CEO
Andrew McQuire	January 26, 1944 Peterborough, Ontario	Director, CFO
Franz Kozich	July 18, 1950, Ebenfurth, Austria	Director, Corporate Secretary
Warren Hawkins	December 7, 1963 Toronto, Ontario	Director
Friedrich Pindt	May 25, 1977 Vienna, Austria	Director

(1) *Provide date and jurisdiction of incorporation or formation if not an individual.*

## 1.21 **Predecessor and Related Companies (as defined in CNSX Policy 1)**

Names:

None.

## 1.22 **Other Listings**

Provide the name and the address of any other stock exchanges on which any securities of the issuer are already listed (or to which application for listing has been made)

Names:

The securities of the Issuer have not been listed for trading since the CDNX closed its doors in 1999.

## **Part 2**

### **TRADING INFORMATION**

#### **2.1 Transfer and Registration:**

*Please provide contact information for the company's Transfer Agent(s) and Registrar(s) where (i) transfers may be effected, and (ii) registration facilities are maintained.*

#### **Transfer agent:**

Name:

Capital Transfer Agency Inc.

Address:  
121 Richmond St., Suite 401, Toronto, Ontario, M5H 2K1

Telephone number:  
(416) 350 – 5007

Fax number:  
(416) 350 – 5008

E-mail address:  
info@capitaltransferagency.com

**Registrar:**

Name:  
Capital Transfer Agency Inc.

Address:  
121 Richmond St., Suite 401, Toronto, Ontario, M5H 2K1

Telephone number:  
(416) 361 – 0930 x236

Fax number:  
(416) 361 - 0470

E-mail address:  
info@capitaltransferagency.com

- 2.2** *Has the Issuer traded on another exchange in Canada? If yes, please provide trading symbol.*

The Issuer previously traded on the CDNX, until the time when that quotation system closed its doors under the symbol “WEAR”

- 2.3** *Does the Issuer have any other class of shares?*

The issuer does not have any other classes of securities.

**Part 3**

**HISTORICAL INFORMATION**

- 3.1** *Has the Issuer (or any of its predecessors) ever applied to have its shares traded on another market and been denied? If yes, please provide the name of the market or markets, dates and the reason why the application was denied.*

Neither the Issuer or any predecessor company has been declined a listing.

- 3.2** *Has the Issuer or any predecessor ever had trading in its securities halted by a marketplace or been suspended from trading or delisted by an exchange? If yes, provide details. Do not include routine halts for dissemination of information, halts due to system problems in the marketplace or volatility controls imposed by a marketplace or sector or market-wide halts not specific to the Issuer (e.g. a halt due to circuit breakers for price drops). Be specific when providing reasons (e.g. suspended for failure to meet financial requirements, not “failure to meet exchange requirements”). State whether the action giving rise to the halt or suspension was remedied.*

A Cease Trade Order (“**CTO**”) was issued against the predecessor company, The Streetwear Corporation (“**TSC**”), in 2005, when it stopped filing its audited financial statements. In 2004, TSC divested itself of its only operating activities which at the time was losing over \$1 million per year due to the dramatic increase in the Canadian dollar versus the US dollar, where its products were being sold while being manufactured in Canada. TSC continued to file its quarterly and annual financial statements as well as holding its annual general meetings from the time that the CDNX closed up to and including the time it divested of its only operation whose deficit was growing daily. With the fiscal year end being January 31, and its audited financial statement due 120 days later, the Corporation advised the OSC prior to this deadline that it was not planning on filing such statements due to lack of financial resources. Upon the due date, the OSC issued a CTO on the securities of TSC, which had not been trading since 2000.

In November 2012, a revocation to the CTO was issued by the OSC. The Issuer is now in good standings with the OSC.

- 3.3** Has the issuer or any of its predecessors ever been in default of their obligations as a reporting issuer (or equivalent) or its obligations as a listed issuer on another exchange? in any jurisdiction in which it is or has been a reporting issuer (or equivalent)? Include any details of cease trade orders against the issuer or any predecessor.

A Cease Trade Order (“**CTO**”) was issued against the predecessor company, The Streetwear Corporation (“**TSC**”), in 2005, when it stopped filing its audited financial statements. In 2004, TSC divested itself of its only operating activities which at the time was losing over \$1 million per year due to the dramatic increase in the Canadian dollar versus the US dollar, where its products were being sold while being manufactured in Canada. TSC continued to file its quarterly and annual financial statements as well as holding its annual general meetings from the time that the CDNX closed up to and including the time it divested of its only operation who’s deficit was growing daily. With the fiscal year end being January 31, and its audited financial statement due 120 days later, the Corporation advised the OSC prior to this deadline that it was not planning on filing such statements due to lack of financial resources. Upon the due date, the OSC issued a CTO on the securities of TSC, which had not been trading since 2000.

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**Part 4**

**BANKING INFORMATION**

*Please provide banking details.*

Bank Name:  
TDCanadaTrust

Address:  
580 Sheppard Avenue W., Toronto, Ontario, M3H 2A1

Transit number (five digits): **18002**

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Account number (Proof of Account Required): 0597-5233078

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Account Manager (Please Print): Tony Krillis

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Telephone Number: (416) 398 - 3798

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Fax Number:

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**I certify that the above information is true to the best of my knowledge.**

Date: \_\_\_\_\_

this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

Director

Signing Officer

Name

Name

[Print or type names beneath signatures]



# Appendix A

## **FILING REQUIREMENTS**

Please supply the following documentation along with the completed application form.

- a) The documentation set out in Part B of the relevant Appendix to Policy 2.
- b) Certified copies of all charter documents, including, Articles of Amendment, Articles of Continuance, Articles of Amalgamation, or equivalent documents.
- c) A letter from the transfer agent stating that it has been duly appointed by the Issuer and is in a position to make transfers and make prompt delivery of share certificates.
- d) An unqualified letter from the Canadian Depository for securities Limited (CDS) confirming the CUSIP number(s) assigned to the shares.
- e) One copy of each of the annual reports for the past three years. If the applicant was formed as a result of an amalgamation, one copy of the annual reports for each of the amalgamated companies for the past three years.
- f) Any additional financial statements required in the Listing Statement (Form 2A).
- g) If applicable, copies of reports required to support the disclosures in the Listing Statement.
- h) For non-operating companies issuing equity securities, evidence that the company meets the requirements of section 1.6 of Appendix A – Equity Securities to Policy 2.
- i) Such other documentation as may be required by CNSX to consider the application.
- j) One copy of each of the preliminary and final receipts (if applicable) issued by the Ontario securities Commission in respect of the preliminary and final prospectus, as they become available.
- k) A void cheque for automatic withdrawal of monthly maintenance fee.
- l) A cheque representing the application fee.