



XEBEC ADSORPTION INC.

INFORMATION DISCLOSURE POLICY

1. PURPOSE OF THE POLICY

Canadian securities legislation rests on the fundamental principle that everyone investing in securities in the public market has equal access to information that may affect their investment decisions. As a public company, Xebec Adsorption Inc. (“**Xebec**” or the “**Company**”) has an obligation to ensure that all its communications are complete, timely, factual, balanced, accurate and are broadly disseminated in compliance with applicable securities laws in Canada and the regulatory and legal requirements of the Toronto Stock Exchange (“**TSX**”).

Failure to fulfill this obligation may result in significant liability for Xebec and, in some instances, Xebec team members (as defined below). It is therefore important that Xebec implement prescribed procedures and policies to govern the disclosure of Xebec information to the public.

2. SCOPE OF THE POLICY

2.1 Scope

This Policy applies to all Xebec’s and all its subsidiaries’, employees, directors, officers and any other person that is engaged in or may engage in a business or professional activity with Xebec or any of its subsidiaries (including authorized representatives) (collectively, each referred to as “Xebec team members”), as well as, former Xebec team members who served in those capacities in the past.

2.2 Communications

This Policy covers all communications of the Company whether filed with securities regulators and stock exchanges or not, including any verbal or written statements made in the Company’s annual and quarterly reports, news releases, speeches and presentations made by senior management or other persons speaking on behalf of the Company and information contained on the Company’s website, through social media or in other electronic communications.

For greater clarity, this Policy extends to oral statements made in meetings and telephone conversations and communications with the members of the investment community (which includes namely: security holders, investors, analysts, investment dealers, brokers, investment advisors and investment managers), interviews with the media as well as press conferences, conference calls and web casts.

3. INFORMATION DISCLOSURE

3.1 General Principles

Xebec team members should not divulge any business matters entrusted to them or learned through their work with Xebec, which might constitute non-public Material Information until the

Material information has been publicly disclosed, unless they are required to do so in the performance of their duties. Material Information includes information that a reasonable investor would consider important in deciding to buy, hold, or sell securities. Any information that would have a substantial effect on the Company's stock price, whether positive or negative, should be considered Material. It is not always clear in determining in advance what information will or will not be considered "Material" to Xebec. For some examples of information that could constitute Material Information see Schedule "A".

As a general rule, Material Information should be publicly disclosed promptly by means of a press release, unless the release of the Material Information would be unduly detrimental to the Corporation's interests, as provided by applicable securities legislations. Prompt release is necessary to ensure that it is punctually available to all investors and to reduce the risk of persons with access to the information acting upon undisclosed information.

3.2 Context of Announcement

Announcements of Material Information should be factual and balanced, neither over-emphasizing favorable news nor under-emphasizing unfavorable news. Unfavorable news must be disclosed just as promptly and completely as favorable news. Reluctance or unwillingness to release unfavorable information or an attempt to disguise it may give rise to liability and endangers the integrity of the information and the Corporation's reputation. Changes in accounting methods to mask unfavorable information will have similar detrimental effects.

3.3 Extent of Disclosure

Disclosure must include any information, the omission of which would make the rest of the disclosure misleading and any information necessary to permit a reasonable evaluation of the matter should be included.

4. DESIGNATED SPOKESPERSONS

The Chair of the Board of Directors of the Company, the President and Chief Executive Officer ("CEO"), the Chief Financial Officer ("CFO"), the Chief Legal Officer ("CLO") and the Director, Investor Relations have been designated as the Company's official spokespersons (the "Spokespersons"). The Spokespersons are authorized to speak on behalf of the Company and respond to inquiries from, amongst others, the investment community, regulators, or the media.

In order to respond to specific inquiries, the Information Disclosure Management Team which is composed of the CEO, CFO, CLO and the Director Investor Relations, may, from time to time, designate others within the Company or Consultants with authority to speak on behalf of the Company.

Employees, directors and officers who are not authorized spokespersons must not respond under any circumstances (including on a "no-name" or "off the record basis") to calls or inquiries from the financial community, investors, shareholders or media unless specifically asked to do so by an authorized spokesperson, and all such calls and inquiries must be referred to the Investor Relations Officer, or failing such person, one of the other spokespersons referred to above.

5. RUMORS

All queries from the financial community or stock exchanges regarding rumors should be directed to the CEO, the CFO or the CLO. The Company should not comment, affirmatively or negatively, on rumors,

unless otherwise authorized by the Information Disclosure Management Team. The CEO, the CFO, or the CLO will advise the financial community and stock exchanges that Xebec's general policy is not to comment on rumors or speculations. Should a stock exchange request that the Company makes a definitive statement in response to a market rumor that is causing significant volatility in the Company's securities, the Information Disclosure Management Team will consider the matter and decide whether to make a policy exception. If Material Information has been leaked and appears to be affecting trading activity in the Company's securities, the Information Disclosure Management Team will consider taking steps to ensure that a full public announcement is made, either confirming or denying the information that was leaked.

6. CONFIDENTIALITY OF MATERIAL INFORMATION

6.1 Disclosure and Confidentiality Agreement

Non-public Material Information shall not be disclosed to anyone except in the necessary course of business until the information has been publicly disclosed. If non-public Material Information has been disclosed in the necessary course of business, anyone so informed must clearly understand that it is to be kept confidential, and, in appropriate circumstances, execute a confidentiality agreement.

6.2 Validation

When in doubt, a Xebec Team Member may consult with the CLO, or in her absence, the CFO or the CEO, to determine whether disclosure in a particular circumstance is in the necessary course of business. For greater clarity, any disclosure to analysts, institutional investors, other stock market professionals and members of the press and other media is not considered to be in the necessary course of business.

7. NO TIPPING

The Company is required under applicable securities legislation to avoid selective disclosure of Material Information. The Company has procedures for releasing Material Information in a manner that is designed to achieve broad public dissemination of the information immediately upon its release and in accordance with applicable Securities Laws.

Xebec team members should be careful to avoid inadvertently communicating Material Information to friends, family members, business partners or other person, as this is considered "tipping" if they trade on this information. Canadian Securities Laws prohibit "tipping" as it constitutes an offense.

8. QUIET PERIOD

The Company has implemented "quiet periods" to avoid potential for, or appearance of, selective disclosure. The designated Spokepersons will observe quiet periods prior to earnings announcements or when material changes are pending in accordance with applicable securities legislation. Without the express consent of the Information Disclosure Management Team, the Corporation's spokespersons will not initiate or participate in any meetings or telephone contacts with analysts or investors regarding non-public financial information or comment, discuss, provide guidance on or disclose related information (such as quarterly results and earnings estimates and cash flow or earnings projections for the current and following periods) during a "quiet period". A quiet period shall begin at the end of each quarter and end two (2) trading days on the TSX following the date of public disclosure of the financial results for that

quarter. If disclosure of material non-public information inadvertently occurs, a press release should be promptly issued in order to ensure that the information is broadly disseminated to the investing public.

During a quiet period, the Spokepersons may respond to unsolicited inquiries concerning factual matters that are already publicly disclosed. In addition, the Company may accept invitations to participate in investment meetings and conferences organized by others, as long as material, non-public information is not selectively disclosed.

9. INFORMATION REQUEST

Any person who has a question about this Policy or its application may obtain additional guidance from the CLO, or in her absence, the CFO or the CEO.

10. VIOLATION

Violation or failure to report a violation of this Policy is a serious matter that could subject Xebec or Xebec team members to legal liability. Consequently, any violation of this Policy will be taken very seriously by the Corporation and may result in written reprimands or other disciplinary action including dismissal with cause. Moreover, certain violations may lead to criminal or civil legal proceedings.

Schedule "A"

EXAMPLES OF INFORMATION THAT MAY BE MATERIAL (REPRODUCED FROM NATIONAL POLICY 51-201 : *DISCLOSURE STANDARDS*)

Changes in Corporate Structure

- changes in share ownership that may affect control of the company
- 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 of warrants or rights to buy shares
- any share consolidation, share exchange, or stock dividend
- changes in a company'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 company's assets
- any material change in the company's accounting policy

Changes in Business and Operations

- any development that affects the company's resources, technology, products or markets
- a significant change in capital investment plans or corporate 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 the Board of Directors or executive management, including the departure of the company's President and CEO, CFO, CLO or COO (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, and other key employees
- any notice that reliance on a prior audit is no longer permissible
- de-listing of the company'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 company'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
