







SAMSON LIM

Senior Vice President, Administration and Chief Financial Officer

DARREN KOZOL

General Counsel and Corporate Secretary

NEIL ALLEN

Chief Information Officer





BILL MOFFATT
Chief Operations Officer

FRANK RENOU
Chief Executive Officer

DEREK PEDDLESDEN
President

PEOPLES TRUST COMPANY

Peoples has been providing boutique financial services to the Canadian marketplace for over 25 years. Our focus is on exceptional customer service backed by extensive product knowledge and experience.

We understand that we cannot be all things to all people and have no desire to emulate the operations of the major financial institutions in Canada. However, we do believe, and have amply demonstrated, that a smaller company can be very successful if it is well managed and exceeds the expectations of its customers.

One of the important factors in becoming and remaining successful as a smaller organization is to be able to consistently identify and aggressively develop niche opportunities. Over the years Peoples has been able to find these opportunities and has been nimble enough to rapidly deploy resources to capitalize and grow these business lines. We continue to do this today.

Peoples is proud of its proven track record and is well positioned to grow and develop into the future.



2013 - OUR BEST YEAR YET!

At the start of the year, the Group underwent a restructuring that resulted in Peoples Card Services becoming a subsidiary of Peoples Trust rather than operating as an associated organization. Although this has not resulted in any major changes to activities or processes, it has meant that the revenues earned from the business lines managed by PCS now flow directly into Peoples Trust, leading to more reported profitability and significantly strengthening the capital base.

2013 was a very busy year for mortgage production, especially as it was a year with a significant amount of mortgage renewal activity. The Company was particularly active in the insured mortgage area and issued over \$1.2 billion of securitized mortgage product.

Following on the release of the web banking platform late last year, our Deposit Services Department was focused on consolidating client information on the new system and expanding our direct client base. The new application and our very attractive deposit rates were well received by old and new clients alike, resulting in the solid growth of our non-agency deposit portfolio.

The Prepaid and Merchant Acquiring Programs of Peoples Card Services have also continued to develop with the introduction of new programs. Peoples is a leader in the prepaid field and launched an innovative mobile prepaid application, in conjunction with a significant Canadian provider, toward the end of 2013. Several other new programs are scheduled to launch early in 2014 which will further contribute to the bottom line in both the prepaid and credit card areas. We expect volumes in merchant acquiring to ramp up over the course of 2014, resulting in increased profitability.

In summary, Peoples Trust had a very successful 2013 and, as a result, achieved the best financial results in our history! We look forward to continuing this success in 2014.



REVIEW OF OPERATIONS

We continued to be successful in growing all of our business lines in 2013: commercial mortgage lending achieved record volume in 2013 and, our direct client deposit base and card businesses continued their respective growth trajectories. This ongoing growth resulted in the need to further expand on the administrative side. Employee numbers have increased to support expanded operations and the Vancouver Branch was relocated back into our head office building, improving access and simplifying communications. Improvements to our corporate website are under development and will be launched early in 2014, incorporating more information, enhanced security, and a simplified application process for on-line products. The year also saw the completion of a number of additional projects that were necessary to implement for the increasingly complex requirements of the current regulatory environment.

MAJOR MILESTONES WERE:

- After tax return on equity of 19.6% (excluding non-controlling interest)
- Total administered assets grew by \$583 million to \$6.2 billion
- Mortgage Banking and Administration capability and capacity was enhanced
- Non-performing loans remain at historically low levels





DENNIS DINEENSenior Vice President and
Regional Manager, British Columbia

MICHAEL LOMBARD

Senior Vice President and Regional Manager, Eastern Canada **DENNIS AITKEN**Vice President and Regional Manager
Prairies

CREDIT AND BUSINESS DEVELOPMENT

At Peoples, we understand the importance of a strong relationship based on trust and responsiveness. We offer a customized suite of term financing products to both new and existing clients. With our strong local presence through offices located in Vancouver (servicing British Columbia), Calgary (servicing Alberta, Saskatchewan and Manitoba) and Toronto (servicing Ontario, Quebec and Eastern Canada), we use our sector expertise to create opportunities for our clients, provide sound advice, and help them raise capital.

Economic uncertainty, along with vast changes to the regulatory and competitive landscape, presents broad-reaching implications for our clients and their operations. We are helping them navigate through this period of volatility with innovative borrowing options that are competitively priced.

When you need funding for your purchase, new construction or refinancing for existing real estate holdings, look to us at Peoples Trust for comprehensive lending products tailored to your needs and objectives. We can provide effective, flexible financing solutions that are right for you, in a timely fashion.



MULTI-FAMILY LENDING

Peoples Trust has outstanding in-house expertise in all aspects of multi-family financing, whether it is construction, inventory, or long term. In addition to the acquisition of mortgages for its own portfolio, Peoples Trust has strong relationships with other institutions and has been able to engineer some innovative methods of borrowing which can reduce the cost of financing for an owner or developer.

The Company has an excellent relationship with Canada Mortgage and Housing Corporation and is adept at providing financing using mortgage insurance as a mechanism to reduce the cost of borrowing.





ADY STEEN

Manager, Commercial Mortgages
Eastern Canada

JOSH BARKER
Manager, Commercial Mortgages
Prairies

JONATHAN WONG

Manager, Commercial Mortgages
British Columbia

COMMERCIAL BIG OR SMALL

Peoples Trust has developed strategic alliances with a large number of low cost commercial mortgage investors. These partnerships allow us to provide commercial financing with some of the best terms and conditions available in the market.

Talk to our commercial mortgage specialists...they have the experience and the market knowledge to ensure you get the best solution available for your needs.



SENIORS' AND SOCIAL HOUSING

SENIORS' HOUSING: NURSING HOMES AND CONGREGATE CARE

The change in demographics in Canada will place a considerable strain on the availability of quality housing — both in the specialized care sector and in quality residential facilities for seniors. This demand has created a growth market in the development of new facilities in both private and non-profit sectors.

For over 25 years, Peoples Trust has partnered with CMHC in the financing of all types of care facilities. Consequently, we are well positioned to expand in this growth area. The Company has significant in-house expertise to arrange the appropriate construction or term financing for your facility.

SOCIAL HOUSING PROJECT FINANCING

In addition to the direct origination of financing for senior care mentioned above, Vancouver-based Peoples Trust Company began to actively participate in the BC Housing Management Commission's tender calls for the mortgage financing of social housing facilities. These provide affordable accommodation, emergency shelters, and assisted living not only for seniors, but also for women and children at risk of violence, homeless, disabled and low income citizens. These mortgage loans serve many communities across British Columbia by taking the financial burden away from a public responsibility and placing it with private investors. Peoples funded over \$33 million during 2013, which will likely grow substantially throughout 2014.



SINGLE FAMILY

Financing your home and don't meet the banks' requirements? At Peoples Trust we understand the issues you're facing and we've developed specialty programs to help. At times when you need good advice from a reliable national financial institution, we are there.

Peoples is also there to provide leading edge construction financing and a full range of development financing packages for builders and home owners. We can provide construction loans for builders for pre-sold or inventory homes. We can also provide site acquisition financing, inventory loans, renovation loans and long term financing for your project.

Our competitive rates and excellent service — the common sense approach — have proven successful with a loyal customer base and many repeat clients.

Contact us to find out how we can help.



TREASURY AND MORTGAGE BANKING

Peoples Trust is actively involved in the structuring and placement of commercial real estate mortgages across the country.

By developing relationships with numerous banks, credit unions, pension funds and insurance companies, Peoples is able to syndicate and arrange commercial mortgage opportunities to the benefit of borrowing clients. This allows Peoples Trust the flexibility to customize loan size, pricing, and other parameters within the various product categories resulting in optimal loan structures.

With significant underwriting and commercial mortgage lending experience, on a national basis, Peoples can provide a true "value added" service approach to borrowers. This ranges from construction loans on multi-family residential projects, to financing the purchase of income producing properties.

Recognized experience of this nature is what allows us the opportunity to bring mainstream institutional partners to the table to the benefit of borrowers.





SECURITIZATION

Peoples Trust has been involved in Mortgage-Backed Securities (MBS) since the inception of the program in 1987 and has issued approximately \$8.5 billion in mortgage product over the years. Our seasoned underwriting personnel continue to provide quality loans for this very successful program.

Participation in the MBS Program has consistently allowed us to provide qualified borrowers with the lowest mortgage rates available in the financial markets. With our experience in the Canada Mortgage Bond (CMB) Program we are able to provide these same borrowers with even better loan pricing!

Peoples Trust has become well known and highly regarded for its involvement in the origination of CMHC mortgages for placement in the MBS and CMB Programs. Our involvement in these programs allows us to continue offering highly competitive mortgage rates to our borrowers.

In the coming years, Peoples Trust will explore other innovative programs to further enhance the product line for our borrowers.



MORTGAGE SERVICING

Peoples Trust has an established track record in underwriting, managing and servicing a wide range of mortgages and loans secured by real estate. As a leading provider of commercial mortgage servicing in Canada we are backed by years of experience as a direct lender. We know what you need to operate effectively.

We work with our Investor Clients which include: banks, life insurance and trust companies, pension funds and fund managers. We provide them with underwriting and servicing of all mortgage products whether they are CMHC insured, conventional, construction and long term or MBS and CMB. Peoples is experienced with underwriting and administration on mortgage loans over multi-family, retail and office space, hotels, retirement and nursing homes as well as industrial properties and social housing.

From mortgage initiation and funding to monthly reporting, Peoples has the system to help.





MORTGAGE ADMINISTRATION

Peoples Trust places a very high emphasis on customer relations and customer service. Our team of administrators use their extensive experience and expertise to ensure that commitments made by our company are translated into action. This professional attitude is reflected in their ability to consistently deliver on time and with maximum efficiency! We pride ourselves on having the people, the experience and the "can do" attitude that makes our clients value our commitment and ability to deliver time and time again. We will make it work!

"Your service is impeccable...I have told many people about your incredible turnaround time." — Signature Properties Inc.



JEANETTE CURTIS Senior Manager, Deposit Services

DEPOSIT SERVICES

Peoples Trust offers a variety of interest-bearing, CDIC-insured deposit investment products. Our accounts and guaranteed investment certificates are designed to meet your everyday, tax free, or retirement savings needs. Our products are appropriate for those seeking a high yield through our very competitive interest rates with easy access through online banking. With online banking access you are in command of your money with the ability to view your balance and account activity, check interest rates, transfer money between accounts and sign up for other Deposit Services — at your convenience.

Peoples prides itself on providing great customer service, ease of access, safety and security.





ONLINE BANKING

GUARANTEED INVESTMENT CERTIFICATES

We offer very competitive interest rates which are fixed and guaranteed for the full term of your investment. Our GIC's are fully assignable and transferable. An automatic renewal option is available and interest payments can be directly deposited to the financial institution of your choice. With no fees or service charges we invite you to check it out! We have a product for you — call or visit us online.

REGISTERED RETIREMENT SAVINGS PLANS

Our interest rates are fixed and guaranteed for the full term of your investment. Interest is compounded annually and paid on the maturity date. We offer a 45 day rate guarantee for funds you transfer to us from another financial institution. With no set up or service fees, saving for your retirement is easy with Peoples Trust.

For more information on these products or to purchase online, please visit our website: www.peoplestrust.com



TAX-FREE GUARANTEED INVESTMENT CERTIFICATES

If you need a place to invest funds and would like to do so tax free, our Tax-Free Guaranteed Investment Certificate is a great choice. Rates are fixed and guaranteed for the full term and interest is compounded annually. Our interest rates make it worth your while and with no tax and no fees, you can only win with this investment option.

TAX-FREE SAVINGS ACCOUNT

Our interest rates are among the best in the country and your contributions to this account will earn that interest tax free. With the Tax-Free Savings Account you may contribute or withdraw funds anytime with no set up, service or transfer fees. With online statements and interest calculated daily you'll be able to see your savings grow.

PEOPLES CHOICE™ E-SAVINGS ACCOUNT

The e-Savings Account offers you a safe, liquid and flexible way to manage your daily savings at an above-market rate. There is no minimum balance required, no monthly fees and you can set up an automatic savings plan.

The Peoples Choice e-Savings Account is all about giving you more of what you want: more savings with a high interest rate and more convenience with the benefits of online banking.

Whether you're a current Peoples Trust customer or a new one, we invite you to power up your savings and open an e-Savings Account today. No fees or service charges, just convenient savings!





SECURED MASTERCARD® CREDIT CARD

Peoples Trust's Secured MasterCard allows most Canadian residents to get the credit they deserve!

Geared toward those who do not qualify for regular credit cards due to past financial difficulties or a lack of credit history, the Credit Builder Card allows cardholders to build or rebuild their credit rating while enjoying the benefits of having a credit card.

Cardholders set their own credit limit (from \$500 - \$25,000) by providing a security deposit which earns interest in a deposit account. By using the card and making regular payments Cardholders build a positive credit profile.

If you need to build or rebuild your credit, visit: www.bettermycredit.ca to apply or find out more.



The Credit Builder Card

HAPPINESS IS GETTING THE CREDIT YOU DESERVE.

For students, new immigrants, or people with past credit problems, Peoples Trust® Secured Credit Card can help establish the credit you need.



SECURED CARD REFERRAL PROGRAM

The Peoples Trust Referral Program is designed for business professionals that deal with clients who:

- \cdot Have had credit problems in the past and need to re-build their credit rating
- · Have no credit history and wish to establish good credit (students and new immigrants)
- · Are discharged bankrupts trying to re-build their credit rating
- · Have difficulty obtaining unsecured credit cards

If you have clients who fall into any of the above categories or if you believe you can reach these clients by utilizing online and off-line advertising methods, you can benefit greatly from our Referral Program. Contact our Secured Card Office at 877-694-6200 or visit us online at www.bettermycredit.ca to find out more.



MasterCard® and the MasterCard Brand Mark are registered trademarks of MasterCard International.









PEOPLES CARD SERVICES

PREPAID AND CREDIT. VISA®, MASTERCARD® AND INTERAC®

Peoples Card Services (PCS) is a subsidiary of Peoples Trust, the leading issuer of Visa® and MasterCard® prepaid payment cards and a pioneer in prepaid cards in Canada. PCS is acknowledged as a flexible, open and responsive organization with an impressive track record. We offer BIN sponsorships to Program Managers to rapidly develop and deploy specialized card programs, tailored to specific needs in target markets. We also offer to Independent Sales Organizations (ISO) and Merchants purchase processing connectivity to Visa®, MasterCard®, Interac® and American Express®. PCS is able to provide a 'one stop solution' for merchants in Canada. In addition to being able to support full EMV chip card processing, PCS has a unique competitive advantage through a processing partner that enables merchants to process transactions on foreign cards in their own currency. Whether it is sponsoring prepaid and credit card issuing or merchant acquiring solutions for businesses, Peoples Card Services can facilitate your payment network needs.





LEADING PREPAID

Peoples Trust is a leading issuer of Visa® and MasterCard® prepaid payment cards and a pioneer in prepaid cards in Canada. Working with clients and partners, Peoples Trust through its subsidiary Peoples Card Services, has built an extensive range of prepaid card programs in Canada.

PAYMENT & PREPAID CARDS













Program Examples







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PREPAID CARD ISSUING

Peoples Trust issues prepaid cards tailored to niche markets in the financial, corporate and retail sectors. Prepaid cards allow organizations to make distributions to employees and customers without the inconvenience of producing cheques or using cash. They are an ideal medium for payroll, commission payments, warranty and health plan distributions and other tender replacement applications. Many programs allow the cards to be re-loaded multiple times through a wide variety of convenient services including bank transfer, cash and direct loads from an employer.

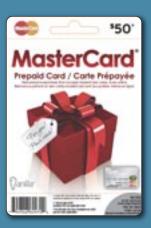
Peoples Trust offers the universal acceptance of Visa® and MasterCard® customized to the needs of their clients, whether those needs are a country-wide card program or a niche-market private label product. With MasterCard, we offered the first real-time instant issuance of a prepaid card, as well as the first contactless PayPass Prepaid Card Program in Canada. With Visa, we offered the first virtual payment card program for use on the internet.



PAYMENT CARDS

As an issuer of MasterCard® and Visa® Payment Cards in Canada, Peoples Trust is responsible for some of the most popular retail products in the country. These cards are sold through major national chains and allow the purchaser to use their card at merchants worldwide, wherever MasterCard and Visa are accepted. They are often used in place of traditional gift cards as they do not limit the recipient to a particular vendor or brand name.

Peoples Trust through its partners also provides what are known as Restricted Authorization Network (RAN) prepaid card programs. Shopping mall payment cards are a prime example. These innovative cards, often used as gifts, are used across specific retailers, points of sale, or geographic regions; a genuine example of overcoming technological, geographic and ownership limitations.







MERCHANT ACQUIRING SERVICES

MERCHANT CARD TRANSACTION ACQUIRING AND PROCESSING

Peoples Trust continues its tremendous growth in merchant transaction processing. As a principal member of both MasterCard® and Visa® with connectivity to the Interac® network, Peoples Trust is able to provide full acquiring and settlement solutions for merchants in Canada. Our business model is to sponsor and work with reputable, well established, independent sales organizations to support point of sale devices, allowing merchants to accept payments from credit and debit cards. In addition to being able to support full EMV chip card processing, Peoples has a unique competitive advantage that enables merchants to process transactions on foreign cards in their own currency.





TERRI JELIC Manager, Marketing **RICK HISLOP,** CCSA, GSEC Manager, Network and Security

KIM WILLEMS
Manager, Corporate Services





FINANCIAL RESULTS

Peoples Trust operates with a comprehensive financial planning process that considers the prevailing economic conditions, the evolving needs of our clients and other opportunities available to us across the business segments that we service. Our strategy, while dynamic and responsive to the environment, has remained robust, resulting in growth and record performance despite continued market uncertainty and regulatory change. Early in the year, we restructured Peoples Card Services into Peoples Trust, which enhanced our already strong financial performance further with the payment card and merchant transaction processing activities of the new card related business lines.

Reported net income for the year was \$23.9 million¹, an increase of \$9.3 million or 63% compared with \$14.6 million last year. Much of the year over year growth resulted from gains recognized in our Mortgage Backed Securities segment as well as the Peoples Card Services business that is now part of the Peoples Trust consolidated entity.

Includes non-controlling interest of \$1.5 million





KRISTINA KING, CGA Controller

2013 FINANCIAL STATEMENTS

CONDENSED BALANCE SHEET ¹	2013	2012
(Expressed in thousands of dollars)		
ASSETS		
Cash and securities	894,614	614,541
Mortgage receivables	956,748	832,010
Securitized mortgage receivables	2,403,756	3,247,217
Other assets	100,833	68,246
Total Assets	4,355,951	4,762,014
LIABILITIES		
Customer deposits	1,340,713	984,813
Securitization liabilities	2,692,118	3,501,180
Other liabilities	177,556	161,628
Total Liabilities	4,210,387	4,647,621
SHAREHOLDERS' EQUITY		
Share capital	26,884	20,004
Retained earnings	117,198	94,389
Non-controlling interest	1,482	
Total Equity	145,564	114,393
Total Liabilities and Equity	4,355,951	4,762,014
Total Assets Under Administration	6,199,752	5,616,486

¹Prepared from audited consolidated financial statements of Peoples Trust Company.

2013 FINANCIAL STATEMENTS

CONDENSED STATEMENT OF INCOME ¹	2013	2012
(Expressed in thousands of dollars)		
NET INTEREST INCOME		
Interest revenue	175,176	185,067
Cost of funds	136,029	145,401
	39,147	39,666
PROVISION FOR LOAN LOSSES	(131)	194
INCOME BEFORE OTHER INCOME,		
OPERATING EXPENSES AND INCOME TAXES	39,278	39,472
SECURITIZATION AND CARD SERVICES INCOME	29,420	81
OTHER INCOME	7,891	9,624
INCOME BEFORE OPERATING EXPENSES AND INCOME TAXES	76,589	49,177
OPERATING EXPENSES		
Administrative	25,390	16,994
Salaries and benefits	18,759	12,178
<u>Depreciation</u>	537	541
	44,686	29,713
INCOME BEFORE INCOME TAXES	31,903	19,464
PROVISION FOR INCOME TAXES	8,052	4,831
NET INCOME FOR THE YEAR ²	23,851	14,633

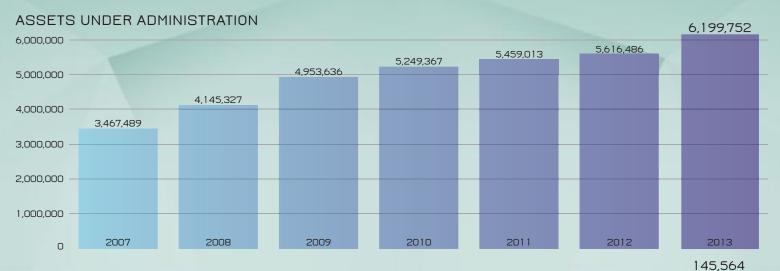


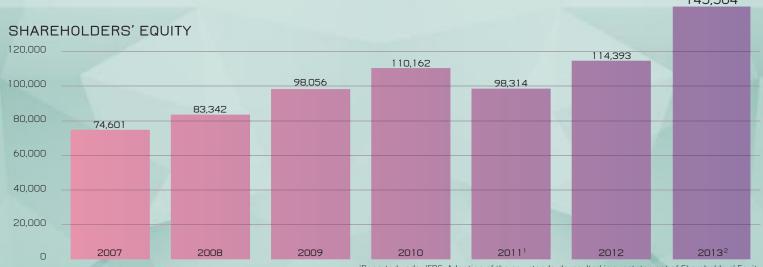




FINANCIAL RESULTS

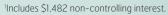
(Expressed in thousands of dollars)

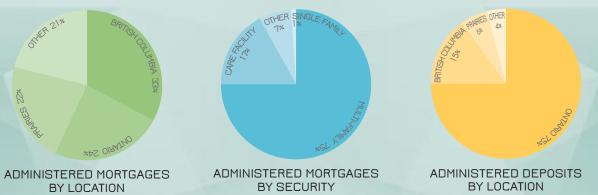




¹Reported under IFRS. Adoption of the new standards resulted in a restatement of Shareholders' Equity. ²Includes \$1,482 non-controlling interest.











PEOPLES' SPIRIT

Peoples Group, a Success Story! A success story because we know it's our people that make us succeed. We are an organization of like minded individuals who demonstrate the same drive and commitment to the Organization as we do to our families and communities across Canada. In return, we encourage all staff to have a healthy balance between work and home life, recognizing that satisfied employees contribute significantly to our ongoing growth and success. Like a family we grow and learn together, making us a stronger team and a leader in the industry. At Peoples we strive to provide a dynamic and rewarding work environment; we believe in team work and team play and that everyone should have a little fun in their day.



MEET THE PEOPLE OF PEOPLES GROUP...





























































































MEMBERSHIPS & AFFILIATIONS

CMHC Approved Lender

Mortgage Backed Securities Issuer

Approved Seller to the Canada Housing Trust

Member of Canada Deposit Insurance Corporation

Member of Canadian Payments Association

Member of Interac®

Principal Issuing Member of Cirrus®

Principal Issuing and Merchant Acquiring Member of MasterCard®

Principal Issuing and Merchant Acquiring Member of Visa®

Member of Global Prepaid Exchange

Member of Registered Deposit Brokers Association

Member of the Better Business Bureau

Member of many Provincial Industry Associations



BOARD OF DIRECTORS

BACK ROW: Michael T. Andrews, Peter R. Hindmarch-Watson, Martin Walrath, Howard S. Anson, Jonathan A. Levin FRONT ROW: Keith Thompson, Nelson Merizzi, David Ghermezian, Frank Renou, Andrew Bury

ABSENT: Eskandar Ghermezian



SENIOR MANAGEMENT

PEOPLES TRUST COMPANY

FRANK RENOU Chief Executive Officer

DEREK PEDDLESDEN. CA

President

BILL MOFFATT

Chief Operations Officer

SAMSON LIM, BCOM (HONS), CA Senior Vice President, Administration and Chief Financial Officer

NEIL ALLEN, BSC Chief Information Officer

DARREN KOZOL

General Counsel and Corporate Secretary

DENNIS DINEEN

Senior Vice President and Regional Manager, British Columbia

DENNIS AITKEN

Vice President and Regional Manager, Prairies

MICHAEL LOMBARD

Senior Vice President and Regional Manager, Eastern Canada

PEOPLES CARD SERVICES

PETER READ

President

JOHN PALS

Chief Operating Officer, Issuing

SAMSON LIM, BCOM (HONS), CA

Chief Financial Officer

GERRY SERRATORE

Vice President, Sales and Business Development

SHIRLEY MATTHEW

Vice President, Merchant Acquiring Services





CORPORATE OFFICES

VANCOUVER

14th Floor, 888 Dunsmuir Street Vancouver, BC V6C 3K4 Telephone 604-683-2881 Facsimile 604-331-3469

DEPOSIT SERVICES

Suite 750, 888 Dunsmuir Street Vancouver, BC V6C 3K4 Telephone 604-331-3465 Facsimile 604-683-5110 Toll Free 800-663-0324

MORTGAGE SERVICING

Suite 550, 888 Dunsmuir Street Vancouver, BC V6C 3K4 Telephone 604-683-2881 Facsimile 604-683-8798

SECURED MASTERCARD

P.O. Box 48235, 595 Burrard Street Vancouver, BC V7X 1A1 Telephone 604-694-6200 Facsimile 604-694-6209 Toll Free 877-694-6200

REGIONAL OFFICES

VANCOUVER

Suite 450, 888 Dunsmuir Street Vancouver, BC V6C 3K4 Telephone 604-685-1068 Facsimile 604-683-2787

CALGARY

Suite 955, 808 - 4th Avenue S.W. Citigroup Place Calgary, AB T2P 3E8 Suite 901, 123 F Telephone 403-237-8975 Toronto, ON M5 Facsimile 403-266-5002 Telephone 416-

TORONTO

Citigroup Place Suite 901, 123 Front Street W. Toronto, ON M5J 2M2 Telephone 416-368-3266 Facsimile 416-368-3328

PEOPLES CARD SERVICES

ISSUING CARD SERVICES

Suite 1400, 888 Dunsmuir Street Vancouver, BC V6C 3K4 Telephone 604-694-6214 Toll Free 855-694-6214 Facsimile 604-694-6209

MERCHANT ACQUIRING SERVICES

Citigroup Place Suite 901, 123 Front Street W. Toronto, ON M5J 2M2 Telephone 416-368-3266 Facsimile 416-368-3328

www.peoplestrust.com www.peoplescardservices.com



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