

Form 62-103F1
REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

Made Pursuant To
NATIONAL INSTRUMENT 62-104
Take-Over Bids and Issuer Bids

(Update to the Early Warning Report of Richard K. Skauge dated April 7, 2011)

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

Securities: common shares (the “**Common Shares**”)

Issuer: Olympia Financial Group Inc. (the “**Reporting Issuer**”)
2300, 125 – 9th Avenue S.E.
Calgary, Alberta
T2G 0P6

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

Not applicable. See item 2.2.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Richard K. Skauge (the “**Acquiror**”)
2300, 125 – 9th Avenue S.E.
Calgary, Alberta
T2G 0P6

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On March 24, 2017 Target Capital Inc. (“**Target**”) sold to several arms-length private parties, through a private sale, an aggregate of 55,200 Common Shares at a price of \$29.00 per Common Share (the “**Disposition**”).

2.3 State the names of any joint actors.

Linda Skauge (Spouse); Tarman Inc. (a private issuer controlled by the Acquiror); Target (a reporting issuer listed on the TSX-V of which the Acquiror is the controlling shareholder); Read Brandon (a private issuer controlled by the Acquiror; and KMC Capital Inc. (a private issuer controlled by the Acquiror).

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s securityholding percentage in the class of securities.

The 55,200 Common Shares sold pursuant to the Disposition represents approximately 2.29% of the issued and outstanding Common Shares on a non-diluted and fully diluted basis.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.

Target disposed of the 55,200 Common Shares. See item 2.2.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror’s securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Prior to the date hereof, the Acquiror beneficially owned and controlled 754,620 Common Shares representing 31.36% of the then issued and outstanding Common Shares on a non-diluted and fully diluted basis.

After giving effect to the Disposition, the Acquiror beneficially owns and controls 699,420 Common Shares representing 29.07% of the issued and outstanding Common Shares on a non-diluted and fully diluted basis.

3.5 State the designation and number or principal amount of securities and the acquiror’s securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

After giving effect to the Disposition, the Acquiror beneficially owns and controls 699,420 Common Shares representing 29.07% of the issued and outstanding Common Shares on a non-diluted and fully diluted basis.

(b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and

Not Applicable.

(c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.

Not Applicable.

- 3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.**

Not applicable.

- 3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.**

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

Not applicable.

Item 4 – Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

\$29.00 per Common Share for total consideration of \$1,600,800.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.**

See item 2.2. \$29.00 per Common Share for total consideration of \$1,600,800.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.**

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) **the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**

No plan or intention to acquire or dispose of additional Common Shares.

- (b) **a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**

No plan or intention to pursue a corporate transaction involving the Reporting Issuer.

- (c) **a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**

No plan or intention to pursue a sale of a material amount of the assets of the Reporting Issuer.

- (d) **a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**

No plan or intention to change the board of directors or management of the Reporting Issuer.

- (e) **a material change in the present capitalization or dividend policy of the reporting issuer;**

No plan or intention to change the present capitalization or dividend policy of the Reporting Issuer.

- (f) **a material change in the reporting issuer's business or corporate structure;**

No plan or intention to make a material change in the Reporting Issuer's business or corporate structure.

- (g) **a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;**

No plan or intention to make a change in the Reporting Issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the Reporting Issuer by any person or company.

- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;**

No plan or intention to delist a class of securities of the Reporting Issuer or ceasing to be authorized to be quoted on, a marketplace.

- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;**

No plan or intention to cease to be a reporting issuer in any jurisdiction of Canada.

- (j) a solicitation of proxies from securityholders;**

No plan or intention to solicit proxies from securityholders;

- (k) an action similar to any of those enumerated above.**

None.

The disposition of the 55,200 Common Shares by Target was made in order to allow Target to repay amounts owing to Target bondholders. The Acquiror currently has no intention to dispose of or acquire additional Common Shares.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not applicable.

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 – Certification

I, as the acquiror, certify, or I, as the agent filing this report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

Date: March 25, 2017

“Richard K. Skauge”

Richard K. Skauge