# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9612888

ITEM 1 - REPORT TYPE										
☐ New report										
✓ Amended report If ame	Amended report If amended, provide filing date of report that is being amended 2021 09 17 (YYYY-MM-DD)									
ITEM 2 - PARTY CERTIFYING THE REPORT										
Indicate the party certifying the report (select only one). For guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National Instrument 81-106 Investment Fund Continuous Disclosure and the companion policy to NI 81-106.										
☐ Investment fund issuer										
✓ Issuer (other than an investigation)	stment fund)									
☐ Underwriter										
ITEM 3 - ISSUER NAME AND OT	HER IDENTIFIERS									
Provide the following information about to	he issuer, or if the issuer is an in	vestment fund, about the fund.								
Full legal name	Lucky Minerals Inc.									
Previous full legal name										
If the issuer's name changed in th	e last 12 months, provide most	recent previous legal name.								
Website	https://www.luckyminer	rals.com/ (if applicab	le)							
If the issuer has a legal entity identifier. pr	ovide below. Refer to Part B of t	he Instructions for the definition	of "legal entity identifier".							
Legal entity identifier										
If two or more issuers distributed a single	security, provide the full legal no	ame(s) of the co-issuer(s) other th	han the issuer named above							
Full legal name(s) of co-issuer(s)		(if applicab	le)							
ITEM 4 - UNDERWRITER INFORM	MATION									
If an underwriter is completing the report,	provide the underwriter's full le	gal name and firm NRD number	<u> </u>							
Full legal name										
Firm NRD number		(if applicable)		J						
If the underwriter does not have a firm NF	PD number, provide the head off	ice contact information of the ur	nderwriter.							
Street address										
Municipality		Province/State								
Country		Postal code/Zip code								
Telephone number		Website	(if applicable)							

ITEM 5 - ISSUER INFORMATION
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 2 1 2 2 9 9
If the issuer is in the <b>mining industry</b> , indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations.
✓ Exploration □ Development □ Production
Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.  Mortgages Real estate Commercial/business debt Consumer debt Private companies
Cryptoassets
b) Number of employees
Number of employees: 🗸 0 - 49 📗 50 - 99 📗 100 - 499 📗 500 or more
c) SEDAR profile number
Does the issuer have a SEDAR profile?
No Yes If yes, provide SEDAR profile number 0 0 0 2 8 5 7 7
If the issuer does not have SEDAR profile complete item 5(d) - (h).
d) Head office address
Street address Province/State
Municipality Postal code/Zip code
Country Telephone number
e) Date of formation and financial year-end
Date of formation Financial year-end MM DD Financial year-end
f) Reporting issuer status
Is the issuer a reporting issuer in any jurisdication of Canada? No Yes
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.
AII AB BC MB NB NL NT
□ NS         □ NU         □ ON         □ PE         □ QC         □ SK         □ YT
g) Public listing status
If the issuer has a CUSIP number, provide below (first 6 digits only)
CUSIP number
If the issuer is publicly listed, provide the name of the exchange on which the issuer's equity securities primarily trade. Provide only the name of an exchange and not a trading facility such as, for example, an automated trading system.
Exchange name
h) Size of issuer's assets

Select the size of the issuer's assets based on its most recently available annual financial statements (Canadian \$). If the issuer has not prepared annual financial statements for its first financial year, provide the size of the issuer's assets at the distribution end date.

☐ \$0 to under \$5M	☐ \$5M to under \$25M	☐ \$25M to under \$100M
\$100M to under \$500M	☐ \$500M to under \$1B	\$1B or over

ITEM 6 - INVESTMENT FUND ISSUER INFORMATION							
If the issuer is an investment fund, provide the following information.							
a) Investment fund ma	anager information						
Full legal name							
Firm NRD number	(if applicable)						
If the investment fund mand	ager does not have a firm NRD number, provide the head office contact information of the investment fund manager.						
Street address							
Municipality	Province/State						
Country	Postal code/Zip code						
Telephone number	Website (if applicable)						
b) Type of investment	fund						
Type of investment fund tha	it most accurately identifies the issuer (select only one) .						
Money market	☐ Equity ☐ Fixed income ☐ Balanced						
Alternative strate	gies Cryptoasset Other (describe)						
Indicate whether one or bot	h of the following apply to the investment fund .						
Invests primarily in	n other investment fund issuers						
☐ Is a UCITs Fund¹							
	tive Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union of ollective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.						
c) Date of formation a	nd financial year-end of the investment fund						
Date of forma	tion Financial year-end MM DD						
d) Reporting issuer st	atus of the investment fund						
Is the investment fund a rep	orting issuer in any jurisdication of Canada? No Yes						
If yes, select the jurisdictions	s of Canada in which the investment fund is a reporting issuer.						
AII	AB BC MB NB NL NT						
□ NS □	NU ON PE QC SK T						
e) Public listing status	s of the investment fund						
If the investment fund has a	CUSIP number, provide below (first 6 digits only)						
	CUSIP number						
	blicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the oot a trading facility such as, for example, an automated trading system.						
Exchange on							
-	AV) of the investment fund						
	investment fund as of the date of the most recent NAV calculation (Canadian \$).						
\$0 to under \$5M	\$5M to under \$25M \$25M to under \$100M						
\$100M to under \$500	DM S500M to under \$1B S1B or over Date of NAV calculation:						
	YYYY MM DD						

# **ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION**

If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include in Item 7 and Schedule 1 information about purchasers resident in that jurisdiction of Canada only. Do not include in Item 7 securities issued as payment of commissions or finder's fees in connection with the distribution, which must be disclosed in Item 8. The information provided in Item 7 must reconcile with the information provided in Schedule 1 of the report.

	· · · · · · · · · · · · · · · · · · ·									
a)	Currency									
Sele	Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.									
✓ Canadian dollar US dollar Euro Other (describe)										
b)	Distribution date(s)									
State the distribution start and end dates. If the report is being filed for securities distributed on only one distribution date, provide the distribution date as both the start and end dates. If the report is being filed for securities distributed on a continuous basis, include the start and end dates for the distribution period covered by the report.										
	Start date	2021	09	07	End date	2021	09	16		
		YYYY	MM	DD		YYYY	MM	DD	•	

#### c) Detailed purchaser information

Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.

## d) Types of securities distributed

Provide the following information for all distributions reported on a per security basis. Refer to Part A(12) of the Instructions for how to indicate the security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.

						Canadian \$				
Security CUSIP number (if applicable)			I Description of security		Single or lowest price	Highest price	Total amount			
U	В	S	549546	Units, with each unit comprised of one common share and one common share purchase warrant.	34,098,000.00	0.0800		2,727,840.00		
U	В	S	549546	Units, with each unit comprised of one common share and one common share purchase warrant.	14,850,000.00	0.0800		1,188,000.00		

#### e) Details of rights and convertible/exchangeable securities

If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.

excl	Convertible / exchangeable security code					Exercise price (Canadian \$)		Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other items (if applicable)
						Lowest	Highest			
W	N	Т	С	М	8	0.1500		2023-09-07	1:1	One full common share purchase warrant is exercisable for the purchase of one common share at a price of \$0.15 per warrant share for a period of two years until September 7, 2023.
W	N	Т	С	M	S	0.1500		2023-09-16	1:1	One full common share purchase warrant is exercisable for the purchase of one common share at a price of \$0.15 per warrant share for a period of two years until September 16, 2023.

## f) Summary of the distribution by jurisdiction and exemption

State the total dollar amount of securities distributed and the number of purchasers for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides and for each exemption relied on in Canada for that distribution. However, if an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include distributions to purchasers resident in that jurisdiction of Canada only.

This table requires a separate line item for: (i) each jurisdiction where a purchaser resides, (ii) each exemption relied on in the jurisdiction where a purchaser resides, if a purchaser resides in a jurisdiction of Canada, and (iii) each exemption relied on in Canada, if a purchaser resides in a foreign jurisdiction.

For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Exemption relied on	Number of unique <sup>28</sup> purchasers	Total amount (Canadian \$)
British Columbia	NI 45-106 2.3 [Accredited investor]	8	192,040.00
British Columbia	NI 45-106 2.5 [Family, friends and business associates]	1	16,000.00
Alberta	NI 45-106 2.3 [Accredited investor]	2	320,000.00
Ontario	NI 45-106 2.3 [Accredited investor]	18	718,000.00
Ontario	NI 45-106 2.5 [Family, friends and business associates]	4	101,000.00
Québec	NI 45-106 2.3 [Accredited investor]	10	1,392,000.00
Québec	NI 45-106 2.5 [Family, friends and business associates]	2	35,000.00
United States	Distributions to purchasers outside of local jurisdiction (BC, AB, NB)	1	100,000.00
Netherlands	NI 45-106 2.3 [Accredited investor]	2	480,000.00
United Kingdom	NI 45-106 2.3 [Accredited investor]	2	85,000.00
Switzerland	NI 45-106 2.3 [Accredited investor]	4	225,000.00
Australia	NI 45-106 2.3 [Accredited investor]	1	56,000.00
Germany	NI 45-106 2.3 [Accredited investor]	4	67,800.00
Italy	NI 45-106 2.5 [Family, friends and business associates]	1	8,000.00
Spain	NI 45-106 2.3 [Accredited investor]	1	15,000.00
Panama	NI 45-106 2.3 [Accredited investor]	1	60,000.00
Brazil	NI 45-106 2.3 [Accredited investor]	1	15,000.00
United Kingdom	NI 45-106 2.5 [Family, friends and business associates]	1	30,000.00
	Total dollar amount of se	curities distributed	3,915,840.00
	Total number of unique purchasers <sup>2</sup> b	64	

<sup>&</sup>lt;sup>2a</sup> In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

## g) Net proceeds to the investment fund by jurisdiction

If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides. If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

<sup>&</sup>lt;sup>3</sup>"Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

<sup>&</sup>lt;sup>2b</sup> In calculating the total number of unique purchasers to which the issuer distributed securities, count each purchaser only once, regardless of whether the issuer distributed multiple types of securities to, and relied on multiple exemptions for, that purchaser.

## h) Offering materials - This section applies only in Saskatchewan, Ontario, Québec, New Brunswick and Nova Scotia.

If a distribution has occurred in Saskatchewan, Ontario, Québec, New Brunswick or Nova Scotia, complete the table below by listing the offering materials that are required under the prospectus exemption relied on to be filed with or delivered to the securities regulatory authority or regulator in those jurisdictions.

In Ontario, if the offering materials listed in the table are required to be filed with or delivered to the Ontario Securities Commission (OSC), attach an electronic version of the offering materials that have not been previously filed with or delivered to the OSC.

Description	Date of document or other material (YYYY-MM-DD)	Previously filed with or delivered to regulator? (Y/N)	Date previously filed or delivered (YYYY-MM-DD)		

TEM 8 - COMPENSATION INFORMATION								
Provide information for each person (as defined in NI 45-106) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. <b>Complete additional copies of this page if more than one person was, or will be, compensated.</b>								
Indicate whether any compensation was paid, or will be paid, in connection with the distribution.								
No ✓ Yes If yes, indicate number of persons compensated. 13								

a) Name of person compensated and registration status										
Indicate whether the person co	mpensated is a regis	trant.	✓ No	)		Yes				
If the person compensated is a	n individual, provide	the name of the indi	vidual.							
Full legal name of indi	vidual									
		Family name		Firs	st given i	name	I_	Secondary	given names	
If the person compensated is not an individual, provide the following information.										
Full legal name	e of non-individual	Patricia Monserr	ate							
Firm NRD number (if applicable)										
Indicate whether the person co	mpensated facilitated	d the distribution thr	ough a fun	ding por	tal or a	n intern	_ et-based <sub>i</sub>	portal. 🗸	No [	Yes
b) Business contact info	rmation									
If a firm NRD number is not pr	ovided in Item 8 (a),	provide the business	contact in	formation	n of the	person	being cor	mpensated.		
Street address	1708-110 Bloor S	t. W								
Municipality	Toronto				F	Provinc	e/State	Ontario		
Country	Canada		7	F	Postal	code/Z	ip code	M5S 2W7		
Email address	pattmonse@aol.c	om	7		Tele	phone	number	4163033072		_
c) Relationship to issuer	or investment fun	d manager								
Indicate the person's relationsh the Instructions and the meani	ing of "control" in sec	tion 1.4 of NI 45-106	-	rposes o	f compl	leting th	is section.	-		
Director or officer of	the investment fund	or investment fund r	nanager		Emplo	yee of t	he issuer	or investment fur	ıd manager	r
✓ None of the above										
d) Compensation details	3									
Provide details of all compensa Canadian dollars. Include cash incidental to the distribution, su allocation arrangements with to Cash commissions p	commissions, securiti uch as clerical, printin he directors, officers c	es-based compensating, legal or accounting	ion, gifts, o g services.	liscounts An issue	or othe r is not	er comp require	ensation. d to ask fo	Do not report pay	ments for se	ervices
Oddii Commissions p	2,0	00.00				Securit	y code 1	Security code 2	Security co	ode 3
Value of all securiti distributed as compensation			Security	codes		W	N T			
Describe	Describe terms of warrants, options or other rights  35,000 Finder Warrants. Each Finder Warrant is exercisable for the purchase of one common share of the Issuer at a price of \$0.15 per share until September 7, 2022.									
Other compensation	on <sup>5</sup>	Describe								
Total compensation pa	aid 2,8	00.00								
Check box if the po	Check box if the person will or may receive any deferred compensation (describe the terms below)									
<sup>4</sup> Provide the aggregate value additional securities of the iss rights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the sec additional securities o	urity codes for all se	tion, <u>exclu</u> curities dis	<u>ding</u> opti stributed	ions, wa as con	arrants (	or other ri ion, <u>includ</u>	ights exercisable i ding options, warr	to acquire ants or othe	er

a) Name of person comp	ensated and reg	istration status					
Indicate whether the person co	mpensated is a regi	istrant.	☐ No	<b>√</b>	Yes		
If the person compensated is ar	n individual, provide	e the name of the indiv	idual.				
Full legal name of indiv	vidual						
		Family name		First given na	ame	Secondary (	given names
If the person compensated is no	ot an individual, pro	ovide the following info	rmation.				
Full legal name	of non-individua	PI Financial Corp					
F	irm NRD numbe	r 5 2 9	0		(if app	olicable)	
Indicate whether the person co	mpensated facilitate	ed the distribution thro	ugh a funding p	portal or an	internet-based	portal. ✓	No Yes
b) Business contact infor	mation						
If a firm NRD number is not pro	ovided in Item 8 (a),	, provide the business o	contact informa	tion of the p	person being co	mpensated.	
Street address							
Municipality				Р	rovince/State		
Country			Ī	Postal c	ode/Zip code		
Email address				Telep	hone number		
c) Relationship to issuer	or investment fu	nd manager					
Indicate the person's relationsh the Instructions and the meanin  Connect with the issu  Director or officer of t	ng of "control" in se	ection 1.4 of NI 45-106	for the purpose	s of comple	ting this section of the issuer (ot	-	tment fund)
d) Compensation details							
Provide details of all compensate Canadian dollars. Include cash of incidental to the distribution, sur allocation arrangements with the Cash commissions page.	ion paid, or to be p commissions, securi ch as clerical, printi ne directors, officers	ities-based compensati ing, legal or accounting	on, gifts, discou g services. An is:	nts or other suer is not r npensated b	compensation. required to ask for y the issuer.	Do not report payı or details about, or	ments for services report on, internal
Value of all securitie					Security code 1 W N T	Security code 2	Security code 3
distributed as compensation			Security codes	<u> </u>	VV   IV   I		
Describe t	erms of warrants,	options or other rights	for the pure	hase of o		nder Warrant is hare of the Issue , 2022.	
Other compensatio	n <sup>5</sup>	Describe					
Total compensation pa	6,	160.00					
Check box if the pe	erson will or may re	eceive any deferred co	mpensation (de	escribe the	terms below)		
<sup>4</sup> Provide the aggregate value of additional securities of the issurights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the se dditional securities	curity codes for all sec					

a) Name of person comp	ensated and regi	stration status				
Indicate whether the person cor	mpensated is a regis	trant.	✓ No	Yes		
If the person compensated is an	n individual, provide	the name of the indivi	dual.			
Full legal name of indiv	ridual					
		Family name	Fire	st given name	Secondary	/ given names
If the person compensated is no	-	-				
Full legal name	of non-individual	Odeon Capital Gr	oup, LLC			
F	irm NRD number			(if	applicable)	
Indicate whether the person cor	mpensated facilitate	d the distribution throu	ıgh a funding poı	tal or an internet-bas	ed portal.	✓ No ☐ Yes
b) Business contact infor	mation					
If a firm NRD number is not pro	ovided in Item 8 (a),	provide the business co	ontact informatio	n of the person being	compensated.	
Street address	750 Leighton Ave	e, 27th Floor				
Municipality	New York			Province/Sta	ite New York	
Country	United States		j 	Postal code/Zip co	de 10022	
Email address	mbonner@easac	visors.com		Telephone numb	per 1917399410	)1
c) Relationship to issuer	or investment fur	d manager	J			
Indicate the person's relationship the Instructions and the meaning  Connect with the issued Director or officer of the people.	ng of "control" in sec	tion 1.4 of NI 45-106 f	for the purposes o		ion. (other than an inve	stment fund)
✓ None of the above						
d) Compensation details						
Provide details of all compensat Canadian dollars. Include cash of incidental to the distribution, sur allocation arrangements with the	commissions, securit ch as clerical, printir	ies-based compensationg, legal or accounting	n, gifts, discounts services. An issue	or other compensations or other compensations or other compensations.	on. Do not report pa	yments for services
Cash commissions pa	aid 45,5	70.00		Security code	1 Security code 2	Security code 3
Value of all securities	15 1 15 5	570.00	Security codes	WN	Т	
distributed as compensatio	""	ptions or other rights	of one commo	er Warrants, each on share at \$0.15 p 125 Finder Warran one common share	per share until Se ts, each is exerc	ptember 7, isable for the
			September 16		αι ψο. το ροι σπαι	C dritti
Other compensation	n <sup>5</sup>	Describe				
Total compensation pa	45,5	70.00				
Check box if the pe	erson will or may rec	eive any deferred con	npensation (desc	ribe the terms below	)	
<sup>4</sup> Provide the aggregate value of additional securities of the issu- rights exercisable to acquire ac <sup>5</sup> Do not include deferred comp	uer. Indicate the sec dditional securities	rurity codes for all secu				

a) Name of person comp	ensated and reg	istration status						
Indicate whether the person co	mpensated is a regi	strant.	☐ No	$\checkmark$	Yes			
If the person compensated is ar	n individual, provide	the name of the indiv	idual.					
Full legal name of indiv	ridual							
		Family name	· ·	First given n	ame	Secondary (	given names	
If the person compensated is no	•	_						
Full legal name	of non-individua	Haywood Securit	ies Inc.					]
F	irm NRD number	1 6 3	0		(if app	plicable)		
Indicate whether the person co	mpensated facilitate	ed the distribution thro	ugh a funding p	portal or an	internet-based	portal.	No Ye	es
b) Business contact infor	mation							
If a firm NRD number is not pro	ovided in Item 8 (a),	provide the business o	ontact informa	tion of the <sub>l</sub>	person being co	mpensated.		
Street address								
Municipality				Р	rovince/State			Ī
Country				Postal c	ode/Zip code			Ī
Email address			1	Telep	hone number			i
c) Relationship to issuer	or investment fu	nd manager						
Indicate the person's relationsh the Instructions and the meanin  Connect with the issu  Director or officer of t	ng of "control" in se	ction 1.4 of NI 45-106	for the purpose	s of comple	of the issuer (o	-	ment fund)	of.
<u> </u>								
d) Compensation details  Provide details of all compensat  Canadian dollars. Include cash of incidental to the distribution, sur allocation arrangements with the Cash commissions page.	ion paid, or to be po commissions, securi ch as clerical, printi ne directors, officers	ties-based compensati ng, legal or accounting	on, gifts, discou g services. An is:	nts or other suer is not r	r compensation. required to ask f by the issuer.	Do not report payi for details about, or	ments for service. report on, interr	nal
·					Security code 1	Security code 2	Security code 3	
Value of all securitie distributed as compensation			Security codes		WNT			
Describe t	erms of warrants, o	options or other rights	the purchas	se of one		der Warrant is ex re of the Issuer a , 2022.		
Other compensatio	n <sup>5</sup>	Describe						
Total compensation pa	3,5	502.80						
Check box if the pe	erson will or may re	ceive any deferred co	mpensation (de	escribe the	terms below)			
<sup>4</sup> Provide the aggregate value of additional securities of the issurights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the se dditional securities	curity codes for all sec	ion, <u>excluding</u> c curities distribut	options, wa ed as com	rrants or other inclu	rights exercisable t u <u>ding</u> options, warr	o acquire ants or other	

a) Name of person comp	pensated and regis	stration status								
Indicate whether the person co	mpensated is a regist	rant.	<b>√</b>	] No		Yes				
If the person compensated is a	n individual, provide	the name of the in	dividua	<u>!.</u>						
Full legal name of indi	vidual Lopez			Mercedes	}					
		Family name	1		First given	name		Secondary	given names	
If the person compensated is n	ot an individual, prov	ide the following i	informat	ion.						
Full legal name	of non-individual									
F	irm NRD number						(if app	olicable)		
Indicate whether the person co	mpensated facilitated	I the distribution t	hrough	a funding p	portal or a	an inter	net-based	portal. 🗸	No [	Yes
b) Business contact info	rmation									
If a firm NRD number is not pr	ovided in Item 8 (a), ¡	provide the busine	ss conta	ct informa	tion of the	e persor	n being coi	mpensated.		
Street address	Ed. Acqua II, 12 E	3, Ave. Roberto	Motta,	Costa de	I Este					
Municipality	Panama City					Provin	ce/State			
Country	Panama				Postal	code/2	Zip code			
Email address	momerinv@gmail	.com			Tele	phone	number	5072600052		
c) Relationship to issuer	or investment fun	d manager								
Indicate the person's relationsh the Instructions and the meani  Connect with the issued Director or officer of the None of the above	ng of "control" in sections of "control" in sections investment fun	tion 1.4 of NI 45-1 d manager	06 for ti	he purpose	s of comp Inside	leting to	his section issuer (ot	-	tment fund)	)
d) Compensation details	;									
Provide details of all compensa Canadian dollars. Include cash incidental to the distribution, su allocation arrangements with the Cash commissions p	commissions, securiti uch as clerical, printin ne directors, officers o	es-based compens g, legal or accoun	sation, g ting serv	ifts, discou vices. An iss	nts or oth suer is not	er comp t require by the	pensation. ed to ask fo issuer.	Do not report pay or details about, o	ments for se r report on,	ervices internal
Makan af all an and t							ty code 1	Security code 2	Security co	ode 3
Value of all securiti distributed as compensation			Sec	urity codes		W	N T			
Describe	terms of warrants, op	otions or other rigi	th		se of one	comr	non shar	nder Warrant is e of the Issuer a 2022.		
Other compensation	n <sup>5</sup>	Descri	ibe							
Total compensation pa	4,20	00.00								
Check box if the pe	erson will or may rec	eive any deferred	compe	nsation (de	scribe the	e terms	below)			
<sup>4</sup> Provide the aggregate value additional securities of the iss rights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the secondditional securities o	urity codes for all	sation, <u>e</u> securitie	excluding of the second	options, w ed as con	varrants mpensa	or other r tion, <u>inclu</u>	ights exercisable <u>ding</u> options, wari	to acquire rants or oth	er

a) Name of person comp	ensated and reg	gistration status					
Indicate whether the person co	mpensated is a reg	istrant.	☐ No	$\checkmark$	Yes		
If the person compensated is ar	n individual, provid	e the name of the indiv	ridual.				
Full legal name of indiv	vidual						
		Family name	·	First given n	ame	Secondary (	given names
If the person compensated is no	•	_					
Full legal name	of non-individua	Stephen Avenue	Securities Inc				
F	irm NRD numbe	r 8 0 8	0		(if ap	oplicable)	
Indicate whether the person co	mpensated facilitat	ted the distribution thro	ough a funding p	ortal or an	internet-base	d portal. ✓	No Yes
b) Business contact infor	rmation						
If a firm NRD number is not pro	ovided in Item 8 (a)	), provide the business	contact informat	ion of the p	person being c	ompensated.	
Street address							
Municipality				Р	rovince/State	Э	
Country			Ī	Postal c	ode/Zip cod	е	
Email address				Telep	hone numbe	er	
c) Relationship to issuer	or investment fu	ınd manager					
Indicate the person's relationsh the Instructions and the meanin  Connect with the issu	ng of "control" in se	ection 1.4 of NI 45-106 und manager	for the purposes	of comple	ting this section	on. other than an invest	tment fund)
✓ None of the above	ne investment fund	d or investment fund n	nanager	] Employ	ee of the issu	er or investment fun	a manager
d) Compensation details							
Provide details of all compensat Canadian dollars. Include cash of incidental to the distribution, su allocation arrangements with the	commissions, secur ch as clerical, print ne directors, officers	ities-based compensati ing, legal or accounting or employees of a nor	ion, gifts, discour g services. An iss	nts or other uer is not r	compensation equired to ask	n. Do not report pay	ments for services
Cash commissions pa	aid	600.00			Security code 1	Security code 2	Security code 3
Value of all securitie distributed as compensation			Security codes		W N T		
Describe t	terms of warrants,	options or other rights	the purchas	e of one		der Warrant is exe are of the Issuer a 7, 2022.	
Other compensatio	n <sup>5</sup>	Describe					
Total compensation pa	aid	600.00					
Check box if the pe	erson will or may re	eceive any deferred co	mpensation (de	scribe the	terms below)		
<sup>4</sup> Provide the aggregate value of additional securities of the issu- rights exercisable to acquire an <sup>5</sup> Do not include deferred comp	uer. Indicate the se dditional securities	ecurity codes for all sec					

a) Name of person com	pensated and regis	stration	status												
Indicate whether the person co	ompensated is a regist	rant.			✓ No			Yes							
If the person compensated is a	n individual, provide	the name	e of the in	divid	ual.										
Full legal name of indi	vidual														
		Family na	ame		'	Firs	t given	name			Seco	ndary g	given na	ames	
If the person compensated is n	•		_												
Full legal name	e of non-individual	MMP I	Munich N	/linin	g Partne	ers GN	/IBH								
F	Firm NRD number								(	if appl	icable)				
Indicate whether the person co	ompensated facilitated	the dist	ribution t	hroug	gh a fund	ing port	tal or a	n inter	net-b	ased p	ortal.	<b>√</b>	] No		Yes
b) Business contact info	rmation														
If a firm NRD number is not pr	ovided in Item 8 (a), p	orovide t	he busine	ss cor	ntact info	rmatior	of the	persoi	n beir	ng com	pensated.				
Street address	Hauptstrasse 82														
Municipality	Floh-Seligenthal						I	Provin	ce/S	state					
Country	Germany					F	Postal	code/	Zip c	ode	98593				
Email address	bl@Imp-mining.co	om					Tele	phone	nun	nber	491767	07282	12		
c) Relationship to issuer	or investment fun	d mana	ger												
Indicate the person's relationsh the Instructions and the meaning Connect with the issu	ing of "control" in sec	tion 1.4 c	of NI 45-1			ooses o <sub>l</sub>	f comp	leting t	his se	ection.	ning of "co				2) of
Director or officer of	the investment fund	or invoct	mont fun	l mar	nagor		Emplo	woo of	tho is	cuor	or investme	ant fun	d man	ogor	
	the investment fund	Ji iiivesi	ineni idile	ı ıııaı	lagei	ш	Lilipio	yee or	uic is	ssuer	or investine	ziit iuiii	J IIIAII	agei	
d) Compensation details						0():			• • • •	.,		,	"		
Provide details of all compensa Canadian dollars. Include cash incidental to the distribution, su allocation arrangements with to	commissions, securiti uch as clerical, printin he directors, officers c	es-basea g, legal o r employ	d compens or accoun	ation ting s	, gifts, dis ervices. A	counts n issue	or othe r is not	er comp requir	pensa ed to	ition. L ask fo	Do not repo	rt payr	nents f	or serv	vices
Cash commissions p	aid 9,2	00.00						Secur	ity cod	de 1	Security co	ode 2	Secur	rity cod	e 3
Value of all securiti distributed as compensation				S	ecurity co	des		W	N	Т					
Describe	terms of warrants, o	otions or	other rigl		,	hase	of one	comr	non:	share	der Warra of the Iss 2022.				for
Other compensation	on <sup>5</sup>		Descri	be											
Total compensation p	aid 9,2	00.00		L											
Check box if the po	erson will or may rec	eive any	deferred	comp	pensation	(desci	ribe the	e terms	belo	ow)					
<sup>4</sup> Provide the aggregate value additional securities of the iss rights exercisable to acquire a <sup>5</sup> Do not include deferred com	ruer. Indicate the sec additional securities o	urity cod	les for all .												•

a) Name of person comp	ensated and reg	istration status						
Indicate whether the person co	mpensated is a regi	strant.	☐ No	✓ Yes				
If the person compensated is ar	n individual, provide	e the name of the indiv	idual.					
Full legal name of indiv	vidual							
		Family name	Fir	st given name		Secondary of	iven names	
If the person compensated is no	ot an individual, pro	ovide the following info	rmation.					
Full legal name	of non-individua	Research Capital	Corporation					
F	irm NRD numbe	3 0 7	0		(if appl	icable)		
Indicate whether the person co	mpensated facilitate	ed the distribution thro	ugh a funding po	rtal or an interi	— net-based p	oortal. 🗸	No Y	'es
b) Business contact infor	rmation							
If a firm NRD number is not pro	ovided in Item 8 (a),	provide the business o	ontact informatio	n of the person	n being com	pensated.		
Street address								
Municipality				Provin	ce/State			٦
Country				Postal code/2	Zip code			Ī
Email address				Telephone	number			ī
c) Relationship to issuer	or investment fu	nd manager						
Indicate the person's relationsh the Instructions and the meanin  Connect with the issu  Director or officer of t	ng of "control" in se	ction 1.4 of NI 45-106	for the purposes o	of completing to	his section. issuer (oth	ning of "connected are than an invest or investment fun	ment fund)	of
d) Compensation details								
Provide details of all compensate Canadian dollars. Include cash of incidental to the distribution, surallocation arrangements with the Cash commissions page 1.5.	tion paid, or to be p commissions, securi ch as clerical, printi ne directors, officers	ties-based compensations, legal or accounting	on, gifts, discounts services. An issue	s or other comp er is not require ensated by the	pensation. Led to ask fo issuer.	Do not report payı r details about, or	ments for service report on, inter	rnal
Value of all securitie				Securi	ty code 1	Security code 2	Security code 3	3
distributed as compensation			Security codes					
Describe t	erms of warrants, o	options or other rights		of one comn	non share	er Warrant is ex of the Issuer a 2022.		
Other compensatio	n <sup>5</sup>	Describe						
Total compensation pa	aid 5,0	600.00						
Check box if the pe	erson will or may re	ceive any deferred cor	mpensation (desc	cribe the terms	below)			
<sup>4</sup> Provide the aggregate value of additional securities of the issurights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the se dditional securities	curity codes for all sec						_

a) Name of person comp	ensated and re	gistration status							
Indicate whether the person co	mpensated is a re	gistrant.	☐ No	<b>√</b>	Yes				
If the person compensated is an	n individual, provi	de the name of the indiv	vidual.						
Full legal name of indiv	vidual								
		Family name		First given	name		Secondary of	jiven names	
If the person compensated is no	ot an individual, p	rovide the following info	ormation.						
Full legal name	of non-individu	al Sherbrooke Stree	et Capital (S	SC) Inc.					
F	irm NRD numb	er 1 6 1	4	0		(if app	licable)		
Indicate whether the person co	mpensated facilito	ated the distribution thro	ough a funding	g portal or a	n internet	-based p	oortal. 🗸	No [	Yes
b) Business contact info	mation								
If a firm NRD number is not pro	ovided in Item 8 (d	a), provide the business	contact inforn	nation of the	person be	ing con	npensated.		
Street address									
Municipality				!	Province/	State			
Country			Ī	Postal	code/Zip	code			
Email address				Tele	phone nu	ımber			
c) Relationship to issuer	or investment f	und manager							
_	ng of "control" in s	section 1.4 of NI 45-106	for the purpo	ses of comp	leting this r of the iss	section. uer (oth	aning of "connected ner than an investor or investment fun	ment fund)	
✓ None of the above									
d) Compensation details									
Provide details of all compensate Canadian dollars. Include cash a incidental to the distribution, su allocation arrangements with the	commissions, secu ch as clerical, prin ne directors, office	rities-based compensat iting, legal or accountin rs or employees of a noi	ion, gifts, disco g services. An	ounts or othe issuer is not	er compen required t	sation. L o ask fo	Do not report payr	ments for se	ervices
Cash commissions pa	ald 2	2,800.00			Security of	ode 1	Security code 2	Security co	ode 3
Value of all securitie distributed as compensation			Security cod	es	W N	Т			
Describe t	erms of warrants	, options or other rights	the purch		commor	n share	er Warrant is ex of the Issuer a 2022.		
Other compensatio	n <sup>5</sup>	Describe							
Total compensation pa	nid 2	2,800.00							
Check box if the pe	erson will or may i	eceive any deferred co	mpensation (	describe the	e terms be	low)			
<sup>4</sup> Provide the aggregate value of additional securities of the issurights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the s dditional securitie	ecurity codes for all se							er

a) Name of person comp	ensated and regis	stration s	status						
Indicate whether the person co	mpensated is a regist	rant.		☐ No		<b>√</b>	Yes		
If the person compensated is a	n individual, provide	the name	of the indivi	dual.					
Full legal name of indiv	/idual								
		Family nar	ne		First	given n	ame		Secondary given names
If the person compensated is no	ot an individual, prov	ide the fo	llowing info	rmation.					
Full legal name	of non-individual	Leede .	Jones Gab	le Inc.					
F	irm NRD number	5	7 7	0				(if appl	icable)
Indicate whether the person co.	mpensated facilitated	the distr	ibution thro	ugh a fund	ing porto	al or an	interne	t-based p	oortal. Ves
b) Business contact info	rmation								
If a firm NRD number is not pro	ovided in Item 8 (a), p	provide th	e business c	ontact info	rmation	of the p	person b	eing com	npensated.
Street address									
Municipality						Р	rovince	e/State	
Country				Ī	Р	ostal c	ode/Zi <sub>l</sub>	p code	
Email address				]		Telep	hone n	umber	
c) Relationship to issuer	or investment fun	d manag	jer						
									ning of "connected" in Part B(2) of
the Instructions and the meaning	•			for the purp		-	-		
Connect with the issu	ier or investment fun	d manag	er		Ш	nsider	of the is	suer (oth	ner than an investment fund)
Director or officer of t	he investment fund	or investn	nent fund m	anager		Employ	ee of th	e issuer (	or investment fund manager
None of the above									
d) Compensation details									
Canadian dollars. Include cash	commissions, securiti ch as clerical, printin	es-based g, legal oi	compensation r accounting	on, gifts, dis services. A	counts on issuer	or other is not r	comper equired	nsation. L to ask fo	tribution. Provide all amounts in Do not report payments for services r details about, or report on, internal
Cash commissions pa		00.00			·		Security		Security code 2 Security code 3
Value of all securition distributed as compensation				Security co	odes		W N		Security code 2 Security code 3
Describe	terms of warrants, or	otions or o	other rights						
Other compensation	n <sup>5</sup>		Describe						exercisable for the purchase
				8,750 F	inders \	Warra	nts, ea	ch is exe	share until Sept. 7, 2022 and ercisable for the purchase of are until Sept. 16, 2022.
Total compensation pa	24,70	00.00							
Check box if the pe	erson will or may rec	eive any o	deferred cor	npensation	(descri	be the	terms b	elow)	
<sup>4</sup> Provide the aggregate value									
additional securities of the issurights exercisable to acquire a 5Do not include deferred comp	dditional securities d			urīties disti	iduted a	as com <sub>l</sub>	vensatio	on, <u>Includ</u>	ung options, warrants or other

a) Name of person comp	ensated and reg	gistration status					
Indicate whether the person co	mpensated is a reg	istrant.	☐ No	$\checkmark$	Yes		
If the person compensated is ar	n individual, provid	e the name of the indiv	ridual.				
Full legal name of indiv	vidual						
		Family name	<u>'</u>	First given r	name	Secondary (	given names
If the person compensated is no	-	_					
Full legal name	of non-individua	Raymond James	Ltd.				
F	irm NRD numbe	8 2 4	0		(if ap	plicable)	
Indicate whether the person co	mpensated facilitat	ted the distribution thro	ugh a fundin	g portal or a	n internet-basea	l portal. ✓	No Yes
b) Business contact infor	mation						
If a firm NRD number is not pro	ovided in Item 8 (a)	), provide the business (	contact inforn	nation of the	person being co	mpensated.	
Street address							
Municipality				F	Province/State		
Country			Ī	Postal	code/Zip code		
Email address			1	Telep	ohone numbei	,	
c) Relationship to issuer	or investment fu	ınd manager					
Indicate the person's relationsh the Instructions and the meanin  Connect with the issu  Director or officer of t	ng of "control" in se	ection 1.4 of NI 45-106	for the purpo	ses of comple	eting this section of the issuer (o	-	tment fund)
None of the above							
d) Compensation details							
Provide details of all compensat Canadian dollars. Include cash of incidental to the distribution, su allocation arrangements with the	commissions, secur ch as clerical, print ne directors, officers	ities-based compensati ing, legal or accounting s or employees of a nor	on, gifts, disco g services. An	ounts or othe issuer is not	r compensation. required to ask ;	Do not report pay	ments for services
Cash commissions pa	aid 1,	,680.00			Security code 1	Security code 2	Security code 3
Value of all securitie distributed as compensation			Security cod	es	W N T		
Describe t	erms of warrants,	options or other rights	the purch	ase of one		nder Warrant is one of the Issuer and 7, 2022.	
Other compensatio	n <sup>5</sup>	Describe					
Total compensation pa	nid 1,	680.00					
Check box if the pe	erson will or may re	eceive any deferred co	mpensation (	describe the	terms below)		
<sup>4</sup> Provide the aggregate value of additional securities of the issurights exercisable to acquire as <sup>5</sup> Do not include deferred comp	uer. Indicate the se dditional securities	ecurity codes for all sec					

a) Name of person comp	ensated and reg	istration status							
Indicate whether the person co	mpensated is a regi	strant.	☐ No	✓	Yes				
If the person compensated is an	n individual, provide	the name of the indiv	idual.						
Full legal name of indiv	vidual								
		Family name		First given	name		Secondary g	jiven names	
If the person compensated is no	ot an individual, pro	vide the following info	rmation.						
Full legal name	of non-individual	POWERONE CA	PITAL MAR	KETS LIM	IITED				
F	irm NRD number	1 7 0	1	0		(if appl	icable)		
Indicate whether the person co	mpensated facilitate	ed the distribution thro	ugh a funding	portal or a	n internet-l	based p	ortal.	] No 🗌	Yes
b) Business contact info	rmation								
If a firm NRD number is not pro	ovided in Item 8 (a),	provide the business of	ontact inform	ation of the	person bei	ng com	pensated.		
Street address									
Municipality				F	Province/S	State			
Country			Ī	Postal	code/Zip	code			
Email address			Ī	Tele	phone nui	mber			
c) Relationship to issuer	or investment fu	nd manager							
Indicate the person's relationsh the Instructions and the meaning.  Connect with the issues.	ng of "control" in se	ction 1.4 of NI 45-106	-	ses of compl	leting this s	ection.	ning of "connecte		(2) of
Director or officer of t	he investment fund	I or investment fund m	anager [	Emplo	yee of the	issuer d	or investment fun	d manager	
✓ None of the above									
_									
d) Compensation details  Provide details of all compensate Canadian dollars. Include cash of incidental to the distribution, su allocation arrangements with the	tion paid, or to be po commissions, securi ch as clerical, printi	ties-based compensati ng, legal or accounting	on, gifts, disco services. An i	ounts or othe issuer is not	er compens required to	ation. E ask foi	Do not report payr	ments for ser	rvices
Cash commissions pa	aid 4,3	340.00		[	Security co	de 1	Security code 2	Security cod	de 3
Value of all securitie distributed as compensation			Security code	es	W N	Т			
Describe t	terms of warrants, o	options or other rights		rchase of	one comm	non sh	der Warrant is are of the Issue , 2022.		
Other compensatio	n <sup>5</sup>	Describe							
Total compensation pa	aid 4,3	340.00							
Check box if the pe	erson will or may re	ceive any deferred co	mpensation (d	describe the	terms belo	ow)			
<sup>4</sup> Provide the aggregate value of additional securities of the issurights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the sed dditional securities	curity codes for all sec	ion, <u>excluding</u> curities distrib	<u>i</u> options, wa uted as con	arrants or c npensation,	other rig includ	nhts exercisable t l <u>ing</u> options, warra	o acquire ants or othe	r

Indicate whether the person compensated is a registrant.    No   Yes	
If the person compensated is an individual, provide the name of the individual.	
Full legal name of individual	
Family name First given name Seco	ondary given names
If the person compensated is not an individual, provide the following information.	
Full legal name of non-individual Echelon Partners	
Firm NRD number 3 2 4 2 0 (if applicable)	
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.	✓ No ☐ Yes
b) Business contact information	
If a firm NRD number is not provided in Item 8 (a), provide the business contact information of the person being compensated.	
Street address	
Municipality Province/State	
Country Postal code/Zip code	
Email address Telephone number	
c) Relationship to issuer or investment fund manager	
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "co	onnected" in Part B(2) of
the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.	
Connect with the issuer or investment fund manager Insider of the issuer (other than an	n investment fund)
Connect with the issuer or investment fund manager Insider of the issuer (other than an Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager	,
	,
Director or officer of the investment fund or investment fund manager Employee of the issuer or investment	,
□ Director or officer of the investment fund or investment fund manager □ Employee of the issuer or investment   □ None of the above  d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. F	nent fund manager
□ Director or officer of the investment fund or investment fund manager □ Employee of the issuer or investment fund manager □ None of the above  d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provided details of all compensation, securities-based compensation, gifts, discounts or other compensation. Do not report incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details above	Provide all amounts in ort payments for services
□ Director or officer of the investment fund or investment fund manager □ Employee of the issuer or investment of the above  d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. For Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.	Provide all amounts in ort payments for services
□ Director or officer of the investment fund or investment fund manager □ Employee of the issuer or investment fund manager □ None of the above  d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provided details of all compensation, securities-based compensation, gifts, discounts or other compensation. Do not report incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details above	Provide all amounts in ort payments for services bout, or report on, internal
□ Director or officer of the investment fund or investment fund manager □ Employee of the issuer or investment of the above    None of the above   Director or officer of the investment fund manager □ Employee of the issuer or investment of the above   Director or officer or investment of the above   Director or investment of the above   Director or investment or investment of the above   Director or investment of the above   Director or investment or investment or investment of the above   Director or investment or inves	Provide all amounts in ort payments for services bout, or report on, internal
Director or officer of the investment fund or investment fund manager    Employee of the issuer or investment     None of the above    Ompensation details   Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. For Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not reposit incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.    Cash commissions paid   2,000.00	Provide all amounts in ort payments for services bout, or report on, internal
Director or officer of the investment fund or investment fund manager    Director or officer of the investment fund or investment fund manager   Employee of the issuer or investment fund manager   Director or officer of the investment fund or investment fund manager   Director or officer of the investment fund or investment fund manager   Director or officer of the investment fund or investment fund manager   Director or officer of the investment fund manager   Director or officer of the investment fund manager   Director or officer of the investment fund manager   Director or officer or investment fund manager   Director of the issuer or investment fund manager   Director of the issu	Provide all amounts in ort payments for services bout, or report on, internal
Director or officer of the investment fund or investment fund manager  ☐ Employee of the issuer or investment ☐ Employee of the issuer or investment ☐ Director or officer of the investment fund manager  ☐ None of the above  ☐ Compensation details  ☐ Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. For Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not repair incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  ☐ Cash commissions paid  ☐ Value of all securities distributed as compensation⁴  ☐ Describe terms of warrants, options or other rights	Provide all amounts in ort payments for services bout, or report on, internal
Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer of the investment fund or investment fund manager  ☐ Director or officer or or officer or or or officer or o	Provide all amounts in ort payments for services bout, or report on, internal
Director or officer of the investment fund or investment fund manager  ✓ None of the above  d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide details of all compensation, securities-based compensation, gifts, discounts or other compensation. Do not reposit incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details abla allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  2,000.00  Value of all securities distributed as compensation <sup>4</sup> Describe terms of warrants, options or other rights  Other compensation <sup>5</sup> Describe  Total compensation paid  2,000.00	Provide all amounts in ort payments for services bout, or report on, internal
Director or officer of the investment fund or investment fund manager	Provide all amounts in ort payments for services bout, or report on, internal
Director or officer of the investment fund or investment fund manager  ✓ None of the above  d) Compensation details  Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide details of all compensation, securities-based compensation, gifts, discounts or other compensation. Do not reposit incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details abla allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.  Cash commissions paid  2,000.00  Value of all securities distributed as compensation <sup>4</sup> Describe terms of warrants, options or other rights  Other compensation <sup>5</sup> Describe  Total compensation paid  2,000.00	Provide all amounts in ort payments for services bout, or report on, internal sode 2 Security code 3

тем 9 - Directors, Execu	TIVE OFFICERS	AND PROMOT	ERS OF THE ISS	SUER				
If the issuer is an investment fund	d, do not complete l	Item 9. Procced to	Item 10.					
Indicate whether the issuer is any o	f the following (select	t the one that appli	es - if more than one	applies, select onl	y one).			
✓ Reporting issuer in any juris	sdiction of Canada							
Foreign public issuer								
Wholly owned subsidiary of	a reporting issuer in	any jurisdiction of	Canada <sup>6</sup>					
Provide name of reporting issuer								
Wholly owned subsidiary of a foreign public issuer <sup>6</sup>								
Provide name of foreign public issuer							7	
Issuer distributing only eligil	ble foreign securities	and the distribution	n is to permitted clie	ents only <sup>7</sup>				_
If the issuer is at least one of the	above, do not comp	olete Item 9(a) – (d	c). Proceed to Item	10.				
<sup>6</sup> An issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the issuer's outstanding voting securities, other than securities that are required by law to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively. <sup>7</sup> Check this box if it applies to the current distribution even if the issuer made previous distributions of other types of securities to non-permitted clients. Refer to the definitions of "eligible foreign security" and "permitted client" in Part B(1) of the Instructions.								
If the issuer is none of the above, check this box and complete Item 9(a) - (c).								
a) Directors executive officer	e and promoters of	of the issuer						
a) Directors, executive officers and promoters of the issuer  Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or								
territory; otherwise state the country. For "Relationship to issuer", "D" – Director, "O" – Executive Officer, "P" – Promoter.								
Organization or company name	Family name	First given name	Secondary given names	non-individ resident jurisdictio	Business location of non-individual or residentail jurisdiction of individual		Relationship to issuer (select all that apply)	
				Province or	ce or country		0	Р
b) Promoter information								
If the promoter listed above is not an within Canada, state the province or								
Organization or company name	Family name	First given name	Secondary given names	Residential jurisdiction of individual	Relationship (select one or bo			
				Province or country	D		0	
c) Residential address of each individual								
Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.								

# ITEM 10 - CERTIFICATION

Provide the following certification and business contact information of an officer, director or agent of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer or underwriter to prepare and certify the report on behalf of the issuer or underwriter. If the report is being certified by an agent on behalf of the issuer or underwriter, provide the applicable information for the agent in the boxes below.

If the individual completing and filing the report is different from the individual certifying the report, provide the name and contact details for the individual completing and filing the report in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer or underwriter that makes a distribution of securities under certain prospectus exemptions to file a completed report of exemt distribution.

By completing the information below, I certify, on behalf of the issuer/underwriter/investment fund manager, to the securities regulatory authority or regulator, as applicable, that I have reviewed this report and to my knowledge, having exercised reasonable diligence, the information provided in this report is true and, to the extent required, complete.

Name of issuer/underwriter/ investment fund manager/agent	Lucky Minerals Inc.					
Full legal name	Mann Diane					
	Family name	First given name		Seconda	ary given na	ames
Title	Corporate Secretary					
Telephone number	7787242569	Email address	diane.mann@luckyminerals.com			ls.com
Signature	"Diane Mann"	Date	2021	09	20	
			YYYY	MM	DD	

ITEM 11- CONTACT F	PERSON					
Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.						
Same as individua	al certifying the report					
Full legal name				Title		
•	Family name	First given name	Secondary given names		_	
Name of company						
Telephone number		Er	nail address			

#### Notice - Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authority or regulator under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

The attached Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information pertaining to the individual as set out in Schedules 1 or 2, that this information is being collected by the securities regulatory authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.