# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9454123

ITEM 1 - REPORT TYPE								
New report								
Amended report If amended, provide filing date of report that is being amended 2021 04 23 (YYYY-MM-DD)								
ITEM 2 - PARTY CERTIFY	ING THE <b>F</b>	Report						
Indicate the party certifying the Instrument 81-106 Investment F						restment fund, refer to secti	on 1.1 of National	
	Investment fund issuer							
✓ Issuer (other than a standard standard)	an investr	nent fund)						
		,						
ITEM 3 - ISSUER NAME A	and Othe	er Identifi	ERS					
Provide the following informatio	_	ssuer, or if the	issuer is an in	ivestment fu	nd, about the fund.			
Full leg	gal name	FechX Tech	nologies Ir	IC.				
Previous full legal name								
If the issuer's name char	nged in the la	ast 12 months,	provide most	recent previ	ous legal name.			
	Website				(if applicabl	e)		
If the issuer has a legal entity ide	entifier <u>,</u> provi	de below. Refer	to Part B of	the Instruction	ons for the definition	of "legal entity identifier".		
Legal entity i	dentifier							
If two or more issuers distributed	ـــ d a single secı	urity, provide th	ne full legal n	ame(s) of th	e co-issuer(s) other th	an the issuer named above	<u>.</u>	
Full legal name(s) of co-	issuer(s)				(if applicabl	e)		
	L							
ITEM 4 - UNDERWRITER	INFORMA	TION						
If an underwriter is completing t	the report, pro	ovide the under	writer's full le	egal name a	nd firm NRD number.			
Full legal name								
Firm NRD number	nber (if applicable)							
If the underwriter does not have a firm NRD number, provide the head office contact information of the underwriter.								
Street address								
Municipality					Province/State		ĺ	
Country				Pos	al 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 5 1 8 2 1 0					
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✓ YesIf yes, provide SEDAR profile number00031244					
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					
YYYY MM DD MM DD					
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
S100M to under \$500M	S500M to under \$1B	\$1B or over

If the issue is an investment fund, provide the following information:         a) Investment fund manager information         Full legal name						
Full legal name						
Firm NRD number (if applicable)   If the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager.   Street address Municipality   Province/State						
If the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager. Street address Municipality County Postal code/Zip code County Telephone number Postal code/Zip code Do Type of investment fund Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Do Type of investment fund that most accurately identifies the issuer (select only one). Do Money market De Quity De County De C						
Street address   Municipality   Country   Postal code/Zip code   Telephone number   Website (if applicable) <b>b</b> Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund that most mestment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive and objective Investment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive and objective Investment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive Investment fund issuers Is a UCITS Fund' Under the investment fund issuers Is a UCITS Fund' VYYY MM DD Is the investment fund a reporting issuer in any jurisdication of Canada? NO Yes If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. NI NI NI ON Pe QC SK YI It the investment fund as a CUSIP number, provide below (first 6 digits only) CUSIP number It the investment fund is seukite the name of the exchange on which the investment fund's						
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CUSIP number						
name of an exchange and not a trading facility such as, for example, an automated trading system						
name of an exchange and not a trading facility such as, for example, an automated trading system.						
Exchange name						
f) Net asset value (NAV) of the investment fund						
Select the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).						
L L \$\the under \$\mathbf{S}M \qquad L \qquad \mathbf{S}M \text{ to under \$\mathbf{S}M \qquad \text{ to under \$\mathbf{S}M \qquad \text{to under \$\mathbf{S}M						
\$0 to under \$5M       \$5M to under \$25M       \$25M to under \$100M         \$100M to under \$500M       \$500M to under \$1B       \$1B or over       Date of NAV calculation:						

# 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									
Select the currency or currencies i	in which the distribution was made. All	dollar amounts provide	ed in the report m	ust be in Canadi	an dollars.				
Canadian dollar US dollar Euro Other (describe)									
b) Distribution date(s)									
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       04       13         YYYY       MM       DD       YYYY									
c) Detailed purchaser infor	rmation								
Complete Schedule 1 of this	s form for each purchaser and at	tach the schedule	to the complet	ed report.					
d) Types of securities distr	ibuted								
Provide the following information	n for all distributions reported on a per s SIP number, indicate the full 9-digit CU			ng distributed.					
			Single or	Canadian \$					
Security code (if applicable)	Description of security	Number of securities	Single or lowest price	Highest price	Total amount				
C M S 87875J		15,000,000.00	0.4800		7,200,000.00				
UBS 87875J exer	h UBS consists of one share one-half transferable warrant, rcisable at \$1.00 per share for ears, subject to accelerated iry.	20,000,000.00	0.5000		10,000,000.00				
e) Details of rights and cor	nvertible/exchangeable securities								
were distributed, provide the con	ns) were distributed, provide the exercise oversion ratio and describe any other ter				exchangeable securities				
Convertible / exchangeable security code Security code	Lowest Highest	Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other	items (if applicable)				
W N T C M S	1.0000 1.0000	2026-04-13							
	tion 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 or	Number of unique <sup>2</sup> purchasers	<sup>a</sup> Total a	Total amount (Canadian \$)					
British Columbia	NI 45-106 2.3 [Accredited inve	estor]	1(	08	5,088,000.00				
British Columbia	NI 45-106 2.5 [Family, friends and business 4 51,00 associates]								
Ontario	NI 45-106 2.3 [Accredited inve	estor]		8	261,000.00				
Ontario	NI 45-106 2.5 [Family, friends associates]	and business		2	260,000.00				
Manitoba	NI 45-106 2.3 [Accredited inve	estor]		1	100,000.00				

New Brunswick	NI 45-106 2.3 [Accredited investor]	2	240,000.00
Alberta	NI 45-106 2.3 [Accredited investor]	5	210,000.00
Australia	NI 45-106 2.3 [Accredited investor]	2	115,000.00
Costa Rica	NI 45-106 2.3 [Accredited investor]	1	100,000.00
Germany	NI 45-106 2.3 [Accredited investor]	3	225,000.00
Switzerland	NI 45-106 2.3 [Accredited investor]	1	500,000.00
Paraguay	NI 45-106 2.3 [Accredited investor]	1	150,000.00
Luxembourg	NI 45-106 2.3 [Accredited investor]	2	2,700,000.00
Alberta	NI 45-106 2.12 [Asset acquisition]	1	7,200,000.00
	17,200,000.00		

<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.

<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.

#### 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.<sup>3</sup> 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>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.

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)

<b>ITEM 8 - COMPENSATION</b>	INFORMATION
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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 wheth	Indicate whether any compensation was paid, or will be paid, in connection with the distribution.						
No No	✓ Yes	If yes, indicate number of persons compensated.	6				

a) Name of person compensate	d and registrat	ion status						
Indicate whether the person compensat	Indicate whether the person compensated is a registrant. No Ves							
If the person compensated is an individ	If the person compensated is an individual, provide the name of the individual.							
Full legal name of individual								
	Fam	ily name	Fir	st given na	ame	Secor	ndary given names	
If the person compensated is not an inc	lividual, provide t	he following info	rmation.					
Full legal name of non-individual Haywood Securities Inc.								
Firm NRD number 1 6 3 0 (if applicable)								
Indicate whether the person compensat	ed facilitated the	distribution thro	ugh a funding po	rtal or an	internet-ba	sed portal.	🖌 No 🗌 Yes	
b) Business contact information								
If a firm NRD number is not provided ir	n Item 8 (a), provi	ide the business c	ontact informatic	on of the p	person being	compensated.		
Street address								
Municipality				Р	rovince/Sta	ate		
Country				Postal c	ode/Zip co	de		
Email address				Telepl	hone num	per		
c) Relationship to issuer or inve	stment fund m	anager						
Indicate the person's relationship with t the Instructions and the meaning of "cc							nnected" in Part B(2) of	
Connect with the issuer or in				-	-		investment fund)	
Director or officer of the inves	stment fund or in	vestment fund m	anager	Employ	ee of the iss	suer or investme	nt fund manager	
✓ None of the above								
d) Compensation details								
Provide details of all compensation paid Canadian dollars. Include cash commiss incidental to the distribution, such as cle allocation arrangements with the direct	ions, securities-b erical, printing, le	ased compensation gal or accounting	on, gifts, discount. services. An issue	s or other er is not r	compensati equired to a	ion. Do not repor	t payments for services	
Cash commissions paid	34,950.0	00			Security code	e 1 Security coo	de 2 Security code 3	
Value of all securities distributed as compensation <sup>4</sup>			Security codes		W N	т		
Describe terms of warrants, options or other rights 69,900 common share purchase warrants exercisable at \$1.00 for 5 years.								
Other compensation <sup>5</sup>		Describe						
Total compensation paid	34,950.0	00	L					
Check box if the person will or may receive any deferred compensation (describe the terms below)								
<sup>4</sup> Provide the aggregate value of all securities distributed as compensation, <u>excluding</u> options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquire additional securities of the issuer. <sup>5</sup> Do not include deferred compensation.								

a) Name of person compensa	ated and registration sta	tus						
Indicate whether the person compen	sated is a registrant.		No No	$\checkmark$	Yes			
If the person compensated is an indi	vidual, provide the name of	the individ	ual.					
Full legal name of individual								
	Family name		Firs	t given na	ame	Seco	ndary given names	
If the person compensated is not an	-	-	nation.					
Full legal name of non-individual PI Financial Corp.								
Firm NRD number 5 2 9 0 (if applicable)								
Indicate whether the person compen	sated facilitated the distribu	ition throug	gh a funding port	tal or an	internet-b	pased portal.	✓ No 🗌 Yes	
b) Business contact informati	on							
If a firm NRD number is not provided	l in Item 8 (a), provide the b	ousiness coi	ntact informatior	n of the p	person beir	ng compensated.		
Street address								
Municipality				P	rovince/S	State		
Country			F	Postal c	ode/Zip c	code		
Email address				Telepł	hone nun	nber		
c) Relationship to issuer or in	vestment fund manager	•						
Indicate the person's relationship wit the Instructions and the meaning of							nnected" in Part B(2) of	
Connect with the issuer or		10010	· · ·		-	er (other than an	investment fund)	
	vestment fund or investme	at fund ma				ssuer or investme		
		ni iunu mai		Linploy			ni funu manager	
✓ None of the above								
d) Compensation details								
Provide details of all compensation p Canadian dollars. Include cash comm								
incidental to the distribution, such as allocation arrangements with the dire	clerical, printing, legal or a	ccounting s	ervices. An issue	r is not r	equired to	ask for details abo		
Cash commissions paid	85,350.00	oj u non-u	natviauai compei		y the issue			
Value of all securities					Security coo	de 1 Security co	de 2 Security code 3	
distributed as compensation <sup>4</sup>		S	ecurity codes					
Describe terms of warrants, options or other rights 170,700 common share purchase warrants exercisable at \$1.00 for 5 years.								
Other compensation <sup>5</sup>	[	Describe						
Total compensation paid	85,350.00							
Check box if the person will or may receive any deferred compensation (describe the terms below)								
<sup>4</sup> Provide the aggregate value of all	securities distributed as co	mpensatio	n. excludina onti	ons. wai	rrants or o	ther rights exercis	able to acquire	
additional securities of the issuer. In rights exercisable to acquire additional securities of the issuer.	ndicate the security codes f	for all secul						
<sup>5</sup> Do not include deferred compensa								

a) Name of person compensated a	and registration sta	atus							
Indicate whether the person compensated	is a registrant.		No No	$\checkmark$	Yes				
If the person compensated is an individual	If the person compensated is an individual, provide the name of the individual.								
Full legal name of individual									
	Family name	1	Firs	st given na	ame	Seco	ndary given names		
If the person compensated is not an individual, provide the following information.									
Full legal name of non-in	dividual Research	n Capital (	Corporation						
Firm NRD	Firm NRD number   3   0   7   0   (if applicable)								
Indicate whether the person compensated	Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.								
b) Business contact information									
If a firm NRD number is not provided in Ite	em 8 (a), provide the	business co	ntact information	n of the p	person be	ing compensated.			
Street address									
Municipality				Р	rovince/	State			
Country			F	Postal c	ode/Zip	code			
Email address				Telepl	hone nu	mber			
c) Relationship to issuer or investr	nent fund manage	r							
Indicate the person's relationship with the the Instructions and the meaning of "contr							nnected" in Part B(2) of		
Connect with the issuer or inves				-	-	uer (other than an	investment fund)		
Director or officer of the investm	-					issuer or investme			
		nit iunu ma		спрюу			in fund manager		
✓ None of the above									
d) Compensation details		• • • •	<u> </u>						
Provide details of all compensation paid, of Canadian dollars. Include cash commission									
incidental to the distribution, such as cleric allocation arrangements with the directors,							out, or report on, internal		
Cash commissions paid	6,000.00	5 01 0 11011 1	nativitadat compe	_	-				
Value of all securities		_			Security co	ode 1 Security co	ode 2 Security code 3		
distributed as compensation <sup>4</sup>		S	ecurity codes						
Describe terms of wa	rrants, options or oth	ner rights	12,000 comm for 5 years.	on shar	e purch	ase warrants exe	ercisable at \$1.00		
Other compensation <sup>5</sup>		Describe							
Total compensation paid	6,000.00								
Check box if the person will o	may receive any de	ferred com	pensation (desc	ribe the	terms bel	low)			
<sup>4</sup> Provide the aggregate value of all security	ities distributed as co	ompensatio	n. excludina onti	ions. wai	rrants or i	other rights exercis	sable to acquire		
additional securities of the issuer. Indicat rights exercisable to acquire additional se	e the security codes	for all secu							
<sup>5</sup> Do not include deferred compensation.									

a) Name of person compe	ensated and regis	tratior	status									
Indicate whether the person com	pensated is a regist	rant.		No No		$\checkmark$	Yes					
If the person compensated is an i	individual, provide i	he nan	ne of the indivi	dual.								
Full legal name of individ	Full legal name of individual											
		Family n	ame		First g	given na	ame		Seco	ndary give	n names	
If the person compensated is not an individual, provide the following information.												
Full legal name c	of non-individual	Cana	ccord Genui	y Corp.								
Fir	Firm NRD number   9   0   0   (if applicable)											
Indicate whether the person com	Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.											
b) Business contact inform	nation											
If a firm NRD number is not prov	vided in Item 8 (a), p	orovide	the business co	ontact infor	mation c	of the p	person b	eing com	pensated.			
Street address												
Municipality						Pi	rovince	e/State				
Country					Po	ostal c	ode/Zip	o code				
Email address					-	Telepł	none n	umber				
c) Relationship to issuer o	r investment fun	d mana	ager	-								
Indicate the person's relationship the Instructions and the meaning									ning of "co	nnected"	in Part B(	'2) of
Connect with the issue						-	-		er than an	investme	nt fund)	
			-									
Director or officer of the	e investment fund (	Drinves	ament iuna ma	anager		прюу	ee or the	e issuer (	or investme	ent iuna m	lanager	
✓ None of the above												
d) Compensation details												
Provide details of all compensation Canadian dollars. Include cash co												
incidental to the distribution, such	h as clerical, printin	g, legal	or accounting	services. A	n issuer i	is not re	equired	to ask fo				
allocation arrangements with the Cash commissions paid		r emplo	oyees of a non-	เทดเขเดินลไ	compens	sated by	y the iss	uer.				
		50.00					Security		Security co	de 2 S	ecurity coc	le 3
Value of all securities distributed as compensation			:	Security co	des		WN	Т				
Describe te	rms of warrants, or	otions o	r other rights	56,400 d for 5 yea		n shar	e purcl	hase wa	arrants exe	ercisable	at \$1.0	0
Other compensation	5		Describe									
Total compensation paid	d 28,20	00.00										
Check box if the pers	son will or may rece	eive an	y deferred con	npensation	(describ	be the t	terms be	elow)				
<sup>4</sup> Provide the aggregate value of additional securities of the issue rights exercisable to acquire add <sup>5</sup> Do not include deferred compe	er. Indicate the secu ditional securities c	irity co	des for all sec									

a) Name of person compensa	ted and regist	ration status						
Indicate whether the person compens	ated is a registro	int.	No No	$\checkmark$	Yes			
If the person compensated is an individual, provide the name of the individual.								
Full legal name of individual								
	Fa	amily name	F	First given n	ame	Secon	dary given names	
If the person compensated is not an individual, provide the following information.								
Full legal name of no	on-individual	Echelon Wealth	Partners					
Firm N	RD number	3 2	4 2 0		(if ap	plicable)		
Indicate whether the person compens	ated facilitated t	he distribution the	rough a funding p	ortal or an	n internet-based	l portal.	🖌 No 🗌 Yes	
b) Business contact information	on							
If a firm NRD number is not provided	in Item 8 (a), pr	ovide the business	contact informat	ion of the	person being co	ompensated.		
Street address								
Municipality				Р	Province/State	•		
Country				Postal o	code/Zip code	•		
Email address				Telep	hone numbei			
c) Relationship to issuer or inv	estment fund	manager						
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" 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			- , -: <i>, , ,</i>	_	-		nvestment fund)	
Director or officer of the inv	estment fund or	investment fund	manager 🔽	- 1 Employ	vee of the issue	r or investmer	nt fund manager	
✓ None of the above				] =				
d) Compensation details Provide details of all compensation por Canadian dollars. Include cash commu- incidental to the distribution, such as allocation arrangements with the dire	issions, securities clerical, printing,	-based compensa legal or accounti	tion, gifts, discour ng services. An iss	nts or othei uer is not i	r compensation required to ask	. Do not report	payments for services	
Cash commissions paid	21,00	0.00			Security code 1	Security cod	le 2 Security code 3	
Value of all securities distributed as compensation <sup>4</sup>			Security codes		W N T			
Describe terms	of warrants, opti	ions or other right	s 42,000 com for 5 years.	mon sha	re purchase v	varrants exe	rcisable at \$1.00	
Other compensation <sup>5</sup>		Describ	e					
Total compensation paid	21,000	0.00						
Check box if the person v	will or may recei	ve any deferred c	ompensation (de	scribe the	terms below)			
<sup>4</sup> Provide the aggregate value of all s additional securities of the issuer. In rights exercisable to acquire addition <sup>5</sup> Do not include deferred compensat	dicate the secur nal securities of	ity codes for all se						

a) Name of person comp	pensated and registi	ration status						
Indicate whether the person co	mpensated is a registra	int.	✓ No	Yes	5			
If the person compensated is an individual, provide the name of the individual.								
Full legal name of indiv	vidual							
	Fa	amily name	Fire	st given name	I	Seconda	ary given names	
If the person compensated is not an individual, provide the following information.								
Full legal name of non-individual 1198349 BC Ltd								
Firm NRD number (if applicable)								
Indicate whether the person co	mpensated facilitated t	he distribution throu	ıgh a funding por	tal or an inter	rnet-based p	ortal.	✓ No □	Yes
b) Business contact info	rmation							
If a firm NRD number is not pr	ovided in Item 8 (a), pro	ovide the business co	ontact informatio	n of the persor	n being com	pensated.		
Street address	517 7th Ave E							
Municipality	Vancouver			Provin	nce/State	British Col	umbia	
Country	Canada		1	Postal code/	Zip code	V5T 1N8		
Email address				Telephone	e number			
c) Relationship to issuer	or investment fund	manager						
Indicate the person's relationsh						ning of "conn	ected" in Part B(	(2) of
the Instructions and the meani	-		or the purposes o			or those on inv	(actmont fund)	
	uer or investment fund	-					vestment fund)	
Director or officer of	the investment fund or	investment fund ma	anager	Employee of	the issuer c	or investment	fund manager	
✓ None of the above								
d) Compensation details	3							
Provide details of all compensa Canadian dollars. Include cash incidental to the distribution, su	commissions, securities Ich as clerical, printing,	-based compensatio legal or accounting	n, gifts, discounts services. An issue	s or other com er is not requir	pensation. D ed to ask for	o not report p	payments for ser	vices
allocation arrangements with th		employees of a non-	individual compe	insated by the	issuer.			
Cash commissions p					rity code 1	Security code	2 Security coc	le 3
Value of all securition distributed as compensation		5	Security codes	C	M S			
Describe	terms of warrants, opti	ons or other rights	750,000 com August 16, 20		issued with	h a hold per	iod expiring	
Other compensation	on⁵	Describe						
Total compensation pa	aid							
Check box if the pe	erson will or may receiv	ve any deferred con	pensation (desc	ribe the terms	s 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 secur additional securities of	ity codes for all secu	on, <u>excluding</u> opt urities distributed	ions, warrants ' as compensa	s or other rig ation, <u>includi</u>	ihts exercisat ing options, w	ole to acquire varrants or other	 r

ITEM 9 - DIRECTORS, EXECUTIVE OFFICERS AND PROMOTERS OF THE ISSUER										
If the issuer is an investment fund, do not complete Item 9. Procced to Item 10.										
Indicate whether the issuer is any o	f the following (seled	ct the one that appli	es - if more than one	applies, select onl	y one).					
<ul><li>Reporting issuer in any juris</li></ul>	diction of Canada									
Foreign public issuer										
Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada <sup>6</sup>										
Provide nar	ne of reporting issue	ər						]		
Wholly owned subsidiary of	Wholly owned subsidiary of a foreign public issuer <sup>6</sup>									
Provide name of	foreign public issue	er								
Issuer distributing only eligi	ble foreign securitie	s and the distributio	n is to permitted clie	ents only <sup>7</sup>						
If the issuer is at least one of the	above, do not com	plete Item 9(a) – (	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.										
a) Directors, executive officer	s and promoters	of the issuer								
Provide the following information for territory; otherwise state the country.						tate the	province	or		
Organization or company name	Business location of non-individual or residentail     Relationship to issuer (select all that apply)									
				Province or	country	D	0	Р		
b) Promoter information										
If the promoter listed above is not an individual, provide the following information for each director and executive officer of the promoter. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive Officer.										
Organization or company name			Secondary given names	Residential jurisdiction of individual		ationship to promoter one or both if applicable)				
				Province or country D		0 0		)		
				country						
				country						

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	TechX Technologies Inc.					
Full legal name	Pladson					
	Family name	First given name	·	Seconda	ary given na	mes
Title	Corporate Secretary					
Telephone number	6047266749	Email address	kellyplac	lson@iclo	ud.com	
Signature	Kelly Pladson	Date	2021	05	03	
			YYYY	MM	DD	

### **ITEM 11- CONTACT 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 individual certifying the report

Full legal name				Title	
·	Family name	First given name	Secondary given names	_	
Name of company					
Telephone number		Er	mail 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.