Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9156546

| ITEM 1 - REPORT TYPE | | | | | | | | | | | | | |
|--|--|------------------|-------------------|---------|------------|----------|---------|-----------|----------------|---------------|---------------|-------------------------|--|
| ✓ New report | New report Amended report If amended, provide filing date of report that is being amended (YYYY-MM-DD) | | | | | | | | | | | | |
| Amended report | Amended report If amended, provide filing date of report that is being amended (YYYY-MM-DD) TEM 2 - PARTY CERTIFYING THE REPORT | | | | | | | | | | | | |
| ITEM 2 - PARTY CERTIFY | /ING T | 'he R | EPOR ⁻ | Г | | | | | | | | | |
| Indicate the party certifying the Instrument 81-106 Investment | | | | | | | | | | restment fund | d, refer to s | section 1.1 of National | |
| Investment fund is | | | | | | i | . , | | | | | | |
| ✓ Issuer (other than an investment fund) ✓ Underwriter | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| ITEM 3 - ISSUER NAME | | | | | | | | | | | | | |
| Provide the following information | | _ | | | | | ment fu | nd, abou | it the fund. | | | | |
| Full legal name Altum Resource Corp. Previous full legal name | | | | | | | | | | | | | |
| Previous full legal name If the issuer's name changed in the last 12 months, provide most recent previous legal name. | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| Website (if applicable) | | | | | | | | | | | | | |
| If the issuer has a legal entity identifier, provide below. Refer to Part B of the Instructions for the definition of "legal entity identifier". | | | | | | | | | | | | | |
| If the issuer has a legal entity identifier, provide below. Refer to Part B of the Instructions for the definition of "legal entity identifier". Legal entity identifier | | | | | | | | | | | | | |
| Legal entity identifier If two or more issuers distributed a single security, provide the full legal name(s) of the co-issuer(s) other than the issuer named above. | | | | | | | | | | | | | |
| Full legal name(s) of co | If two or more issuers distributed a single security, provide the full legal name(s) of the co-issuer(s) other than the issuer named above. Full legal name(s) of co-issuer(s) (if applicable) | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| ITEM 4 - UNDERWRITER | | RMA [.] | TION | | | | | | | | | | |
| If an underwriter is completing | the repo | ort, pro | vide the | underw | riter's fu | ll legal | name a | nd firm N | VRD number. | | | | |
| Full legal name | | | | | | | | | | | | | |
| Firm NRD number | | | | | | | | (if app | licable) | | | | |
| If the underwriter does not hav | e a firm | NRD n | umber, j | orovide | the head | office | contact | informat | tion of the un | derwriter. | | | |
| Street address | | | | | | | | | | | | | |
| Municipality | | Province/State | | | | | | | | | | | |
| Country | | | | | | | Pos | tal code | e/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 0 | | | | | | | | | |
| If the issuer is in the mining industry , 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 4 8 7 9 4 | | | | | | | | | |
| 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 | S1B or over |

| ib terms is an investment fund, provide the following information: iiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiii | | | | | | | | |
|---|--|--|--|--|--|--|--|--|
| Full legal name | | | | | | | | |
| Firm NRD number | | | | | | | | |
| 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 Country Postal code/Zjp code Telephone number Website (if applicable) D Type of investment fund Type of investment fund fund that most accurately identifies the issuer (select only one). Money market Country Postal code/Zjp code Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Country Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment fund Date of formation and financial year-end of the investment fund YYYY MM DD MM DD | | | | | | | | |
| Street address Municipality Province/State Country Postal code/Zip code Telephone number Website (if applicable) Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Money market Equity Fixed income Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITs Fund 'Understring for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union fEU) directives that allow collective Investment fund issuers Is a UCITs Fund 'YYYY MM DD YYYY MM DD MM DD MM DD YYYY MM DD MM DD MM DD MM DD MM DD YYYY MM DD YYYY MM DD MM DD Sector SK I YT O Public listing status of the investment fund is a reporting issuer. O Public listing status of the investment fund is a reporting issuer. O Public listing status of the investment fund is a reporting issuer. YYY MM DD YYY MM DD Sector SK Y T O Public listing status of the investment fund is a reporting issuer. U All A B B C MB A NB A NL YT O Public listing status of the investment f | | | | | | | | |
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| YYYY MM DD < | | | | | | | | |
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| If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All All NS NU ON PE QC SK (first 6 digits only) CUSIP number, provide below (first 6 digits only) CUSIP number | | | | | | | | |
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| e) Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number | | | | | | | | |
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| If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number | | | | | | | | |
| CUSIP number | | | | | | | | |
| If the investment fund is publicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the | | | | | | | | |
| If the investment fund is publicly listed, provide the name of the exchange on which the investment fund's 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 | | | | | | | | |
| 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 \$). | | | | | | | | |
| | | | | | | | | |
| \$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

| lf an purci conn | issuer hasers ectior | r loca ; resic ; with | ted ou lent ir the a | utside 1 that listrib | of Can jurisdi | ada completes c ction of Canada | only. Do not include | sdiction of Canada, ind in Item 7 securities isso e information provided | ued as po | ayment of | commi | ssions or fi | nder's fees in |
|--|--|-----------------------------|----------------------------|-----------------------------|------------------------------|------------------------------------|----------------------|--|--------------------------------------|----------------------------|---|---|--|
| a) | chedule 1 of the report. a) Currency elect the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars. | | | | | | | | | | | | |
| Selec | t the | currei | ncy or | r curre | encies i | n which the disti | ribution was made. A | ll dollar amounts prov | ided in tl | he report n | nust be | in Canadi | an dollars. |
| ✓ (| Cana | dian | dolla | r | | US dollar | Euro | Other (descri | be) | | | | |
| b) | Dist | ribut | ion d | ate(s | s) | | | | | | | | |
| as bo | 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 2020 06 03 End date 2020 06 03 | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| | 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 VYYY VYYY | | | | | | | | | | | | |
| c) | | | | | | | | | | | | | |
| Con | | | | | | | | | | | | | |
| d) | | | | | | | | | | | | | |
| | 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 code CUSIP number (if applicable) Description of security Number of securities Single or lowest price Highest price Total amount 02210W10 Common shares and common 5.792.844.00 0.1000 0.1000 579.284.40 | | | | | | | | | | | | |
| U | UBS02210W10 1Common shares and common share purchase warrants5,792,844.000.10000.1000579,284.40 | | | | | | | | | | | | |
| e) | | | | | | | | | | | | | |
| | 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 | were distributed, provide the conversion ratio and describe any other to Convertible / exchangeable security code Underlying security code Lowest Highest | | | | Expiry date (YYYY- MM-DD) | Conve rat | | Desc | Describe other items (if applicable) | | | | |
| w | N | т | С | М | S | 0.3500 | 0.5000 | 2021-12-03 | 0.5:1 | v e V s V V | varrar exercis Varrar Accele shares Varrar Varrar | Its, Warr sable at nt B exe eration if is great nt A and nt B for g | f two half rant A \$0.35 and rcisable at \$0.50. f closing price of ter than \$0.45 for \$0.65 for greater than 10 ay be provided. |
| f) | 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. | | | | | | | | | | | | | |
| | | | ince o untry | r | | | Exemption relied | on | | er of unique urchasers | 9 ²⁸ | Total ar | mount (Canadian \$) |
| | Brit | | Colu | mbia | a | NI 45-106 2 | .3 [Accredited in | vestor] | | | 12 | | 201,000.00 |

| United State | es | Distributions to purch jurisdiction (BC, AB, 1 | | ocal | | 11 | | 378,284.40 | | | |
|--|--|--|----------------------|--|---------------|---|-----------------------|------------|--|--|--|
| | | | Total dollar amo | unt of se | curities dis | stributed | | 579,284.40 | | | |
| | | Total nu | umber of unique purc | hasers ^{2b} | | 23 | | | | | |
| ^{2a} In calculating the nu | ^{2a} In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser. | | | | | | | | | | |
| | ^{2b} 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. ³ 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. | | | | | | | | | | | |
| | | _ | | | | | | | | | |
| | | | | | | | | | | | |
| Total net proceeds to the investment fund | | | | | | | | | | | |
| | | s proceeds realized in the ju g the distribution period cov | | ributions | for which the | e report is | being filed, less the | e gross | | | |
| h) Offering mater | ials - This | s section applies only in S | Saskatchewan, Onta | rio, Qué | bec, New | Brunswic | k and Nova Scot | ia. | | | |
| 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 | with or de regul | busly filed elivered to lator? //N) | | eviously filed or delivered YY-MM-DD) | | | | | |
| | | | | | | | | | | | |

L

| Ітем 8 - Со | TEM 8 - COMPENSATION INFORMATION | | | | | | | | | | |
|---------------|----------------------------------|--|--|--|--|--|--|--|--|--|--|
| | | rson (as defined in NI 45-106) to whom the issuer directly provides, or will pro litional copies of this page if more than one person was, or will be, com | | | | | | | | | |
| Indicate whet | her any compens | ation was paid, or will be paid, in connection with the distribution. | | | | | | | | | |
| 🗌 No | ✓ Yes | If yes, indicate number of persons compensated. | | | | | | | | | |

| 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 conduct the following information. Full legal name of non-individual [Canaecord Genuity Corp. Firm NRD number 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | a) Name of person compo | ensated and regis | stration s | status | | | | | | | | | |
|--|--|--|------------------------|-----------------|----------------|-----------|--------------|----------|-------------------|-------------|------------|--------------|----|
| Full legal name of individual Femily name First given name Secondary given names If the person compensated is not an individual, provide the following information. Full legal name of non-individual Canaccord Genuity Cop: Film NRD number 9 0 if the person compensated facilitates the distribution through a funding portol or an internet-based portal. No Yes D Subiness contact information If a firm NRD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. No Yes If a firm NRD number is not provided in Item 8 (a), provide the business contact information Province/State | Indicate whether the person con | npensated is a regist | trant. | | No No | | \checkmark | Yes | | | | | |
| Family name First given name Secondary given names If the person compensated is not an individual, provide the following information. Full legal name of non-individual Canaccord Genuity Corp. Firm NRD number 9 0 | | | | | | | | | | | | | |
| If the person compensated is not an individual, provide the following information. Full legal name of non-individual [Canaccoord Genuity Corp. Firm NRD number 9 0 0 (# applicable) Indicate whether the person compensated focilitated the distribution through a funding portol or an internet-based portol. No Vers D Eusiness contact information If d frm NRD number is not provided in term 8 (a), provide the business contact information of the person being compensated. Street address Country Country Postal code/Zip code Fielphone number Country Country Country Postal code/Zip code Fielphone number Country Countr | | | | | | | | | | | | | |
| Full legal name of non-individual Canaccord Genuity Corp. Firm NRD number 9 0 | | | | | | | | | | | | | |
| Firm NRD number 9 0 | If the person compensated is not | | | | | | | | | | | | |
| Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. No Yes D 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 | Full legal name | of non-individual | Canaco | cord Genuit | ty Corp. | | | | | | | |] |
| 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 Indicate the person's relationship to issuer or investment fund manager Telephone number 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 "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the issuer or investment fund manager Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund manager Employee of the issuer or 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 B(a) in connection with the distribution. Provide all amounts in Canadian dolta. Include cash commissions, securities-based compensation, gifts, discounts or compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to as for details about, or report on, internal allocation arrangements with the directory, officers or employees of a non-individual compensated by the issuer. | Fi | rm NRD number | 9 | 0 0 | | | | | (if appl | icable) | | | |
| If a firm NDD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. If a firm NDD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. If a firm NDD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. If a firm NDD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. If a firm NDD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. If a firm NDD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. If a firm NDD number is not provide in Portion 14 of NI 45-106 for the purposes of completing this section. 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 "connect with the issuer or investment fund manager inset or officer 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. Provide all amounts in Canadian dallos. Canadian dallos. Cash commissions paid 7,910.00 Value of all securities distributed as compensation, gifts, discounts or other compensation at \$\security code 1 Security code 2 Security code 3 VN N T I Security code 2 Security code 3 VN N T I Security code 2 Securities distributed as compensation are exercisable at \$0.35 for 18 months from closing. Other compensation and the person will or may receive any deferred compensation, excluding options, warrants or o | | | | | | | | | | | | | |
| Street address Municipality Country Email address Municipality Country Email address Municipality Country Email address Telephone number Context the person's relationship with the issuer or investment fund manager Indicate the person's relationship with the issuer or investment fund manager Connect with the issuer or investment fund or investment fund manager Connect with the issuer or investment fund or investment fund manager Connect with the issuer or investment fund or investment fund manager Connect with the issuer or investment fund or investment fund manager Connect with the issuer or investment fund or investment fund manager Connect with the issuer or investment fund or investment fund manager Connect with the issuer or investment fund or investment fund manager Connect with the distribution, provide all amounts in Condition 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 all amounts in Condition 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 all amounts in Condition details Provide details of all compensation Context on stress or or employees of a non-individual compensation but, or report on, internal allocation arrangements with the directory, officers or employees of a non-individual compensation but | | | | | | | | | | | | | |
| 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 "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 investment fund manager Insider of the issuer or investment fund Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund Condend data: Insider of the issuer or investment fund manager Employee of the issuer or investment fund manager Condend data: Insider of the issuer or investment fund provide at amounts in Condend that. Include cash commissions, securitie-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not require to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities Security codes Muntify the assume or warrants, options or other rights Mon-transferable warrants are exercisable at \$0.35 for 18 months from closing. | If a firm NRD number is not provided in Item 8 (a), provide the business contact information of the person being compensated. | | | | | | | | | | | | |
| Country Postal code/Zip code | Street address | | | | | | | | | | | | |
| 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 "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of the Instructions and the meaning of "connected" in Part B(2) of Instructions and the meaning of "connected" in Part B(2) of Connect with the issuer or investment fund manager Connect with the issuer or investment fund or investment fund manager Director or officer of the investment fund or investment fund manager Bon of the above D Onepnensation 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 all amounts in Canadin adulars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employages of a non-individual compensated | Municipality | | | | | | Pi | rovince | /State | | | | Ī |
| 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 "connot" 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 or investment fund) Director or officer of the investment fund or investment fund manager Insider of the issuer or investment fund manager Onneet with the issuer or investment fund or investment fund manager Insider of the issuer or investment fund manager Onneet with the issuer or investment fund or investment fund manager Insider of the issuer or investment fund manager Onne of the above Employee of the issuer or investment fund manager On 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 all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. | Country | | | | | Po | ostal c | ode/Zip | o code | | | | Ī |
| 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. | Email address | | | | | | Telepl | hone n | umber | | | | Ī |
| 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 I insider of the issuer (other than an investment fund) 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 all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities 27,685.00 Security codes Value of all securities Cash compensation ⁴ Describe terms of warrants, options or other rights Check box if the person will or may receive any deferred compensation (describe the terms below) Check box if the person will or may receive any deferred compensation (describe the terms below) | c) Relationship to issuer of | or investment fun | d manag | ger | | | | | | | | | _ |
| Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager Mone 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 all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities Security codes Value of all securities of warrants, options or other rights Monter services allocation Other compensations Check box if the person will or may receive any deferred compensation (describe the terms below) ⁴ Provide the aggregate value of all securities distributed as compensation, excluding options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, including options, warrants or other rights exercisable to acquire additional securities of the issuer. | | | | | | | | | | | | | |
| ✓ 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 all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities Security codes Value of all securities 27,685.00 Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 for 18 months from closing. Other compensation ⁵ Describe Total compensation paid On exercise any deferred compensation (describe the terms below) | | | | | | | | | | | | | |
| ✓ 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 all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities Security codes Value of all securities 27,685.00 Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 for 18 months from closing. Other compensation ⁵ Describe Total compensation paid On exercise any deferred compensation (describe the terms below) | | | | | | | | | | | | | |
| 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 all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities 27,685.00 Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 for 18 Other compensation ³ Describe Total compensation paid Total compensation paid ^4Provide the aggregate value of all securities distributed as compensation, excluding options, warrants or other rights exercisable to acquire additional securities distributed as compensation, excluding options, warrants or other rights exercisable to acquire rights exercisable to acquire other security codes of the issuer. | | | | | | | | | | | | | |
| Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities distributed as compensation 27,685.00 Security codes V N T | | | | | | | | | | | | | |
| Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities 27,685.00 Describe terms of warrants, options or other rights Security code Other compensation ⁵ Describe Total compensation paid Describe Check box if the person will or may receive any deferred compensation (describe the terms below) ⁴ 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. | | | | | | | | | | | | | |
| allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 7,910.00 Value of all securities 27,685.00 Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 for 18 months from closing. Other compensation ⁵ Describe Total compensation paid Describe any receive any deferred compensation (describe the terms below) ^4 Provide the aggregate value of all securities distributed as compensation, <u>excluding options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, including options, warrants or other rights exercisable to acquire additional securities of the issuer. </u> | | | | | | | | | | | | | 25 |
| Cash commissions paid 7,910.00 Value of all securities 27,685.00 distributed as compensation ⁴ 27,685.00 Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 for 18 months from closing. Other compensation ⁵ Describe Total compensation paid Describe terms of warrants are exercise the terms below) Check box if the person will or may receive any deferred compensation (describe the terms below) 4 ⁴ Provide the aggregate value of all securities distributed as compensation, <u>excluding options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, including options, warrants or other rights exercisable to acquire additional securities of the issuer. </u> | | incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal | | | | | | | | | | | |
| Value of all securities distributed as compensation ⁴ 27,685.00 Security codes W N T I </td <td>5</td> <td></td> <td></td> <td></td> <td>unutridudi</td> <td>compens</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>_</td> | 5 | | | | unutridudi | compens | | | | | | | _ |
| distributed as compensation ⁴ 27,685.00 Security codes Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 for 18 months from closing. Other compensation ⁵ Describe Total compensation paid | | , | 10.00 | | | | | | | Security co | de 2 Sec | urity code 3 | - |
| Other compensation ⁵ Describe Total compensation paid | | 276 | 85.00 | | Security co | des | | | | | | | |
| Total compensation paid Check box if the person will or may receive any deferred compensation (describe the terms below) ⁴ Provide the aggregate value of all securities distributed as compensation, <u>excluding options</u> , warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, <u>including options</u> , warrants or other rights exercisable to acquire additional securities of the issuer. | | | | | | | | | | | | | |
| Check box if the person will or may receive any deferred compensation (describe the terms below) ⁴ Provide the aggregate value of all securities distributed as compensation, <u>excluding options</u> , warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, <u>including options</u> , warrants or other rights exercisable to acquire additional securities of the issuer. | Other compensation | 1 ⁵ | | Describe | | | | | | | | | Ī |
| ⁴ 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. | Total compensation pai | id | | | | | | | | | | | _ |
| 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. | Check box if the person will or may receive any deferred compensation (describe the terms below) | | | | | | | | | | | | |
| 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. | | | | | | | | | | | | | |
| 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. | ⁴ Provide the anaronate value of all securities distributed as compensation, evoluting options, warrants or other rights everyicable to acquire | | | | | | | | | | | | |
| | additional securities of the issue | er. Indicate the sec | urity code | es for all secu | urities distri | ibuted as | s comp | pensatio | on, <u>includ</u> | ing options | , warrants | or other | |
| | | | , ui c 1550 | | | | | | | | | | |

| a) Name of person compens | ated and regis | tration | status | | | | | | | | | |
|---|---|-----------|------------------|--------------|-------------|---------|------------|------------|-------------|-------------|---------------|---|
| 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 individua | Full legal name of individual | | | | | | | | | | | |
| | F | amily na | ame | | First gi | iven na | me | | Seco | ndary given | names | |
| If the person compensated is not an | individual, provi | de the f | following infor | mation. | | | | | | | | |
| Full legal name of r | on-individual | Haywo | ood Securiti | es Inc. | | | | | | | | |
| Firm | NRD number | 1 | 6 3 | 0 | | | | (if appli | cable) | | | |
| Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves | | | | | | | | | | | | |
| b) Business contact information | | | | | | | | | | | | |
| If a firm NRD number is not provide | ed in Item 8 (a), p | rovide t | the business co | ontact infor | mation of | f the p | erson be | eing com | pensated. | | | |
| Street address | | | | | | | | | | | | |
| Municipality | | | | | | Pr | ovince | /State | | | | |
| Country | | | | | Pos | stal co | ode/Zip | code | | | | |
| Email address | | | | | Т | Feleph | none ni | umber | | | | |
| 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 "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. | | | | | | | | | | | | |
| the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| 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 p Canadian dollars. Include cash comr | | | | | | | | | | | | |
| incidental to the distribution, such as allocation arrangements with the di | s clerical, printing | , legal o | or accounting | services. A | n issuer is | not re | quired | to ask for | | | | |
| Cash commissions paid | | 0.00 | yees of a non- | unutriuuut | compense | _ | | | | | | |
| Value of all securities | ., | | | | | | Security o | T | Security co | de 2 Se | curity code 3 | 3 |
| distributed as compensation ⁴ | 4,90 | 00.00 | : | Security co | des | | | | | | | |
| Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 expiring 18 months from closing. | | | | | | | | | | | | |
| Other compensation ⁵ | | | Describe | | | | | | | | | |
| Total compensation paid | | | | | | | | | | | | |
| Check box if the person will or may receive any deferred compensation (describe the terms below) | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| ⁴ Provide the aggregate value of all additional securities of the issuer. I rights exercisable to acquire additi ⁵ Do not include deferred compensa | Indicate the secu onal securities of | rity coa | les for all sect | | | | | | | | | |

| a) Name of person compensated and registration status Indicate whether the person compensated is a registrant. ✓ No | | | | | | | | | | | |
|---|--|---------------------|---|-------------------------------------|----------------------------|--|--|--|--|--|--|
| Indicate whether the person compensated is a registrant. V No Yes | | | | | | | | | | | |
| If the person compensated is a | If the person compensated is an individual, provide the name of the individual. Full legal name of individual David R.G. | | | | | | | | | | |
| Full legal name of indi | vidual Morum | | David | | R | G. | | | | | |
| | Fan | nily name | Firs | st given name | | Secondary given names | | | | | |
| If the person compensated is n | ot an individual, provide | the following infor | mation. | | | | | | | | |
| Full legal name | e of non-individual | | | | | | | | | | |
| F | Firm NRD number | | | | (if appli | cable) | | | | | |
| Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves | | | | | | | | | | | |
| 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 Suite 3, 40781 Thunderbird Ridge | | | | | | | | | | | |
| Municipality | Squamish | | | Province | e/State | British Columbia | | | | | |
| Country | Canada | | F | Postal code/Zi | p code | V0N 2G0 | | | | | |
| Email address | gmorum@gmail.com | | | Telephone n | umber | 6048924022 | | | | | |
| 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 "connected" in Part B(2) of the Instructions and 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. | | | | | | | | | | | |
| 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 investment fund) | | | | | | | | | | | |
| 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 | 3 | | | | | | | | | | |
| Canadian dollars. Include cash | commissions, securities-l Ich as clerical, printing, le | oased compensatio | n, gifts, discounts services. An issue | or other compe r is not required | nsation. D ' to ask for | ribution. Provide all amounts in 10 not report payments for services 1 details about, or report on, internal | | | | | |
| Cash commissions p | aid 2,450. | 00 | | Security | code 1 | Security code 2 Security code 3 | | | | | |
| Value of all securities 8,575.00 Security codes | | | | | | | | | | | |
| Describe terms of warrants, options or other rights Non-transferable warrants are exercisable at \$0.35 for 18 months from closing. | | | | | | | | | | | |
| Other compensation ⁵ Describe | | | | | | | | | | | |
| Total compensation paid | | | | | | | | | | | |
| Check box if the person will or may receive any deferred compensation (describe the terms below) | | | | | | | | | | | |
| | | | | | | | | | | | |
| ⁴ Provide the aggregate value additional securities of the iss rights exercisable to acquire a ⁵ Do not include deferred com | uer. Indicate the security additional securities of th | codes for all secu | | | | | | | | | |

| a) Name of person comp | pensated and regist | tration status | | | | | | | |
|---|---|--|--|--|---|--|--|--|--|
| Indicate whether the person compensated is a registrant. V No Ves If the person compensated is an individual, provide the name of the individual. Full legal name of individual | | | | | | | | | |
| If the person compensated is a | n individual, provide tl | he name of the indivi | dual. | | | | | | |
| Full legal name of indiv | vidual | | | | | | | | |
| | F | amily name | First | given name | Secondary given names | | | | |
| If the person compensated is n | - | - | | | | | | | |
| Full legal name | of non-individual | Dynamis Capital C | Corp. | | | | | | |
| F | Firm NRD number | | | (if appl | icable) | | | | |
| Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves | | | | | | | | | |
| 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 | 3148 Highland Blv | d | | | | | | | |
| Municipality | North Vancouver | | | Province/State | British Columbia | | | | |
| Country | Canada | | Po | stal code/Zip code | V7R 2X6 | | | | |
| Email address | ds@dynamiscapita | al.com | | Telephone number | 6046709707 | | | | |
| c) Relationship to issuer | or investment fund | lmanager | | | | | | | |
| 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. | | | | | | | | | |
| 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 investment fund) | | | | | | | | | |
| | | | | | | | | | |
| 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 | | | | | | | | | |
| Canadian dollars. Include cash | commissions, securitie Ich as clerical, printing | s-based compensatio , legal or accounting | n, gifts, discounts o services. An issuer i | r other compensation. L 's not required to ask fo | tribution. Provide all amounts in Do not report payments for services r details about, or report on, internal | | | | |
| Cash commissions p | aid 2,80 | 0.00 | | Security code 1 | Security code 2 Security code 3 | | | | |
| Value of all securiti | 0.80 | 0.00 | Security codes | W N T | | | | | |
| distributed as compensatio | terms of warrants, op | tions or other rights | | | cisable at \$0.35 for 18 | | | | |
| months from closing. | | | | | | | | | |
| Other compensation | | Describe | | | | | | | |
| Total compensation pa | aid | | | | | | | | |
| Check box if the person will or may receive any deferred compensation (describe the terms below) | | | | | | | | | |
| | | | | | | | | | |
| ⁴ Provide the aggregate value additional securities of the iss rights exercisable to acquire a ⁵ Do not include deferred comp | uer. Indicate the secu additional securities of | rity codes for all secu | | | | | | | |

| a) Name of person comp | pensated and registra | ation status | | | | | | | | |
|---|--|---|---|---------------------------|-----------------------|--------------------------|--------------|---------------------|-------|--|
| Indicate whether the person compensated is a registrant. V No Ves If the person compensated is an individual, provide the name of the individual. | | | | | | | | | | |
| If the person compensated is a | n individual, provide the | name of the indiv | idual. | | | | | | | |
| Full legal name of indiv | vidual Stern | | Gerald | | | | | | | |
| | Far | nily name | F | First given i | name | | Second | dary given names | | |
| If the person compensated is n | ot an individual, provide | the following info | rmation. | | | | | | | |
| Full legal name | e of non-individual | | | | | | | | | |
| F | Firm NRD number | | | | | (if appli | cable) | | | |
| Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves | | | | | | | | | | |
| b) Business contact information | | | | | | | | | | |
| If a firm NRD number is not pr | ovided in Item 8 (a), pro | vide the business c | ontact informati | ion of the | person b | eing com | pensated. | | | |
| Street address | 8225 Tidewater Pl | | | | | | | | | |
| Municipality | Vancouver | | | F | Province | e/State | British Co | olumbia | | |
| Country | Canada | | | Postal | code/Zip | o code | V6P 6R3 | | | |
| Email address | sgstern@shaw.ca | | | Tele | phone n | umber | 60466917 | 717 | | |
| c) Relationship to issuer | or investment fund r | nanager | J | | | | L | | | |
| 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. | | | | | | | | | | |
| 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 investment fund) | | | | | | | | | | |
| 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 compensa Canadian dollars. Include cash incidental to the distribution, su allocation arrangements with th | commissions, securities- Ich as clerical, printing, l | based compensation based or accounting | on, gifts, discoun services. An issi | nts or othe uer is not | er comper required | nsation. D to ask for | o not report | t payments for serv | vices | |
| Cash commissions p | aid 2,100 | .00 | | Г | Security | code 1 | Security cod | le 2 Security code | e 3 | |
| Value of all securiti distributed as compensatio | 7 350 | .00 | Security codes | | W N | | | | | |
| Describe terms of warrants, options or other rights from closing. | | | | | | | | | | |
| Other compensation | on ⁵ | Describe | | | | | | | | |
| Total compensation pa | aid | | | | | | | | | |
| Check box if the person will or may receive any deferred compensation (describe the terms below) | | | | | | | | | | |
| | | | | | | | | | | |
| ⁴ Provide the aggregate value additional securities of the iss rights exercisable to acquire a ⁵ Do not include deferred comp | uer. Indicate the securit additional securities of th | y codes for all sec | | | | | | | | |

| a) Name of person comp | pensated and registra | tion status | | | | | |
|--|--|----------------------|---|-----------------------------|-------------------------------------|--|---|
| Indicate whether the person co | mpensated is a registran | t. | ✓ No | □ Y | ′es | | |
| If the person compensated is a | n individual, provide the | name of the indivi | dual. | | | | |
| Full legal name of indiv | vidual van Alphen | | Hendrik | | | | |
| | Fan | nily name | Firs | st given nam | ne | Secondary given names | |
| If the person compensated is n | ot an individual, provide | the following infor | mation. | | | | |
| Full legal name | of non-individual | | | | | | |
| F | Firm NRD number | | | | (if appl | cable) | |
| Indicate whether the person co | mpensated facilitated th | e distribution throu | igh a funding por | tal or an in | nternet-based p | ortal. 🗹 No 🗌 Ye | s |
| b) Business contact info | rmation | | | | | | |
| If a firm NRD number is not pr | ovided in Item 8 (a), prov | vide the business co | ontact information | n of the per | rson being com | pensated. | |
| Street address | 1177 Hastings St W, | #2300 | | | | |] |
| Municipality | Vancouver | | | Pro | vince/State | British Columbia | 1 |
| Country | Canada | | F | Postal cod | de/Zip code | V6E 2K3 | 1 |
| Email address | hvanalphen@wealth | minerals.com | | Telepho | one number | 6045123372 | 1 |
| c) Relationship to issuer | or investment fund m | nanager | | | | | _ |
| | | | | | | ning of "connected" in Part B(2) of | F |
| the Instructions and the meaning | uer or investment fund n | | · · · | - | - | er than an investment fund) | |
| | | | _ | | | | |
| Director or officer of t | the investment fund or in | vestment fund ma | anager | Employee | e of the issuer of | or investment fund manager | |
| None of the above | | | | | | | |
| d) Compensation details | ; | | | | | | |
| Canadian dollars. Include cash | commissions, securities-l Ich as clerical, printing, le | pased compensatio | n, gifts, discounts services. An issue | or other co r is not req | ompensation. D Juired to ask for | ribution. Provide all amounts in 10 not report payments for services r details about, or report on, intern | |
| Cash commissions pa | aid 7,391. | 00 | | Se | ecurity code 1 | Security code 2 Security code 3 | 1 |
| Value of all securiti distributed as compensatio | 25 867 | 10 | Security codes | W | N T | |] |
| Describe | terms of warrants, optio | ns or other rights | Non-transfera from closing. | ble warra | ants exercisat | ble at \$0.35 for 18 months |] |
| Other compensation | n⁵ | Describe | | | | |] |
| Total compensation pa | aid | | | | | | 1 |
| Check box if the pe | erson will or may receive | any deferred con | npensation (desci | ribe the ter | rms below) | | |
| | | | | | | |] |
| ⁴ Provide the aggregate value additional securities of the iss rights exercisable to acquire a ⁵ Do not include deferred comp | uer. Indicate the security additional securities of th | codes for all secu | | | | | |

| a) Name of person comp | pensated and regis | stration status | | | | |
|--|---|--|---|-------------------------------------|--------------------------|--|
| Indicate whether the person co | mpensated is a regist | rant. | ✓ No | Yes | | |
| If the person compensated is a | n individual, provide i | he name of the indivi | dual. | | | |
| Full legal name of indiv | vidual | | | | | |
| | | Family name | Firs | st given name | | Secondary given names |
| If the person compensated is n | ot an individual, prov | ide the following infor | mation. | | | |
| Full legal name | of non-individual | Lucas Investment | s Ltd. | | | |
| F | Firm NRD number | | | | (if appli | cable) |
| Indicate whether the person co | mpensated facilitated | the distribution throu | igh a funding por | tal or an interne | t-based p | ortal. 🖌 No 🗌 Yes |
| b) Business contact info | rmation | | | | | |
| If a firm NRD number is not pr | ovided in Item 8 (a), p | provide the business co | ontact information | n of the person b | eing com | pensated. |
| Street address | 1141 Sturdies Bay | / Rd | | | | |
| Municipality | Galiano Island | | | Province | e/State | British Columbia |
| Country | Canada | | F | Postal code/Zi | p code | V0N 1P0 |
| Email address | shelleygalianoisla | nd@gmail.com | | Telephone n | umber | 7788341148 |
| c) Relationship to issuer | or investment fund | d manager | | | | |
| Indicate the person's relationsh the Instructions and the meani | | | | | | ning of "connected" in Part B(2) of |
| Connect with the issu | - | | · · · | | | er than an investment fund) |
| | | - | _ | | | |
| Director or officer of | the investment fund o | or investment fund ma | anager | Employee of the | e issuer c | or investment fund manager |
| None of the above | | | | | | |
| d) Compensation details | ; | | | | | |
| Canadian dollars. Include cash | commissions, securiti Ich as clerical, printin | es-based compensatio g, legal or accounting | n, gifts, discounts services. An issue | or other compe r is not required | nsation. D to ask for | ribution. Provide all amounts in 10 not report payments for services • details about, or report on, internal |
| Cash commissions p | aid 10,0 | 59.00 | | Security | code 1 | Security code 2 Security code 3 |
| Value of all securiti distributed as compensatio | 35.0 | 20.65 | Security codes | WN | Т | |
| Describe | terms of warrants, op | otions or other rights | Non-transfera from closing. | ble warrants e | exercisat | ble at \$0.35 for 18 months |
| Other compensation | n ⁵ | Describe | | | | |
| Total compensation pa | aid | | L | | | |
| Check box if the pe | erson will or may reco | eive any deferred con | npensation (desc | ribe the terms b | elow) | |
| | | | | | | |
| ⁴ Provide the aggregate value additional securities of the iss rights exercisable to acquire a ⁵ Do not include deferred comp | uer. Indicate the secu additional securities o | irity codes for all sect | | | | |

| 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 of the following (select the one that applies - if more than one applies, select only one). | | | | | | | | | |
| ✓ Reporting issuer in any jurisdiction of Canada | | | | | | | | | |
| Foreign public issuer | Foreign public issuer | | | | | | | | |
| Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada ⁶ | | | | | | | | | |
| Provide name of reporting issuer | | | | | | | | | |
| Wholly owned subsidiary of a foreign public issuer ⁶ | | | | | | | | | |
| 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 ⁷ | | | | | |
| If the issuer is at least one of the | above, do not com | plete Item 9(a) – (d | c). Proceed to Item | 10. | | | | | |
| ⁶ 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. ⁷ 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 | 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 | Business location of non-individual or residentail jurisdiction of individual | | | | | |
| | | | | Province or | country | D | 0 | Р | |
| | | | | | | | | | |
| b) Promoter information | 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 | zation or company name Family name First given name names | | | Relationship to promo (select one or both if app | | | | | |
| | | | | Province or country | D | | C |) | |
| | | | | | | | | | |
| 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 | Altum Resource Corp. | | | | | | | |
|--|----------------------|------------------|------|-------------------------|----|--|--|--|
| Full legal name | Ritchie | Marla | | Kathleen | | | | |
| | Family name | First given name | | Secondary given names | | | | |
| Title | Corporate Secretary | | | | | | | |
| Telephone number | 6046383886 | Email address | | marla@goldhavencorp.com | | | | |
| Signature | Marla K. Ritchie | Date | 2020 |) 06 | 19 | | | |
| | | | 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 | 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.