

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES¹⁾ **(or securities convertible or exchangeable into listed securities)**

Please complete the following:

Name of Listed Issuer: Invictus MD Strategies Corp. (the "Issuer").

Trading Symbol: IMH.

Date: March 6, 2017.

Is this an updating or amending Notice: ☐ Yes ☒ No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance: 27,891,933.

Date of News Release Announcing Private Placement: March 2, 2017.

Closing Market Price on Day Preceding the Issuance of the News Release: \$1.68.

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased (Units)	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer (2)
Stay Tuned Communications Ltd. BC Canada	250,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
0896323 B.C. Ltd. BC Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	1,257,400 common shares 75,000 convertible securities	Mar 2, 2017	Related Person
LHS Law Corporation BC Canada	5,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	5,000 common shares 2,500 convertible securities	Mar 2, 2017	-
Larry Heinzlmeir BC Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	40,000 common shares 220,000 convertible securities	Mar 2, 2017	-

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David Eaton BC Canada	100,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	715,000 common shares 32,500 convertible securities	Mar 2, 2017	-
Grant Legge BC Canada	12,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
Sterling Securities International Ltd. Gibraltar Seychelles	300,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
Ronny Jason Krayem BC Canada	90,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MMCAP International Inc. SPC Cayman Islands	2,424,200	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	2,800,000 common shares 1,400,000 convertible securities	Mar 2, 2017	Related Person
The K2 Principal Fund L.P. ON Canada	2,424,200	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	2,713,800 common shares 1,400,000 convertible securities	Mar 2, 2017	Related Person
Carrera Capital Inc. ON Canada	200,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	803,973 common shares 913,234 convertible securities	Mar 2, 2017	-
Roundtable Capital Partners Inc. ON Canada	152,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
Arrow Global Growth Fund ON Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
Hirsch Performance Fund ON Canada	60,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	7,700 common shares	Mar 2, 2017	-
ROWLEY SUPER INVESTMENTS PTY LTD Australia	50,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
NINKIRB NOMINEES PTY LTD Australia	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CLARKIRB NOMINEES PTY LTD Australia	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
TRIBECA INVESTMENT PARTNERS PTY LTD Australia	600,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MERRIWEE PTY LTD Australia	100,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

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1776876 ALBERTA LTD. AB Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
EUGENE CHAN BC Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
8246831 CANADA INC. AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
1051730 BC LTD. BC Canada	25,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
BRIGHTHOUSE CAPITAL PARTNERS LP ON Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
SUSAN BROOKES BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
ISHTAR CHANDARIA ON Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CLAYTON ELLAMS AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CORINNE ELLAMS AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
JOHN F ELLIOTT PROFESSIONAL CORP. AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
OTTO JANOUT BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
WAYNE KAY BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
E. ANNE MACDONALD PROFESSIONAL CORP. AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
GAVIN MAH BC Canada	8,300	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	15,300 common shares 5,000 convertible securities	Mar 2, 2017	-
COLIN MARKS AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CARY PINKOWSKI BC Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

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QUIET COVE CAPITAL CORP. BC Canada	79,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
JAMES RICHES ON Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
GLEN STEWART AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
GREENFIELD PATRICK W BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
0893306 BC LTD BC Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
PINZ CAPITAL INTERNATIONAL, LP Cayman Islands	152,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
VONROSS NOMINEES PTY LTD Australia	50,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
PETER BECK ON Canada	50,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	30,000 common shares	Mar 2, 2017	-
LEIGHTON BOCKING BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
PETER BROWN BC Canada	100,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CANNON BRIDGE CAPITAL CORP. BC Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
BENJAMIN CURRY BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
ARTHUR DALFEN ON Canada	150,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
ANDREW EASDALE ON Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

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GLENN FEDYNA BC Canada	12,500	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
SEAN GERCSAK BC Canada	5,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
SCOTT HARKNESS AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
GORDON HOLMES CHONBURI Thailand	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
KURTIS LIVELY PROF CORP AB Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CHRISTOPHER LEWIS BC Canada	7,500	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
SATWINDER MANN BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
JOSEPH MARTIN BC Canada	5,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
ORCA CAPITAL GMBH Germany	65,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MATTHEW PHILIPCHUK AB Canada	10,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CONNIE REGAN BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MICHAEL SADHRA BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
GRAHAM SAUNDERS ON Canada	100,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
SOTET CAPITAL LIMITED BC Canada	10,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

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ROBERT ERNEST STABB BC Canada	2,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MICHELLE UMMELS ON Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
PETER VUONG ON Canada	60,600	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
TANIS CHURCHILL Cayman Islands	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
IORE MANAGEMENT & ADVISORY CORP. BC Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
KBB LAW CORPORATION BC Canada	6,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
PAUL MATYSEK BC Canada	50,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	400,000 common shares 150,000 convertible securities	Mar 2, 2017	-
OGGY TALIC BC Canada	18,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	4,500 common shares	Mar 2, 2017	-
HUGO ALVES ON Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
DILLON JOHNSON BC Canada	16,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
ROBERT KOSSMAN AB Canada	50,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
ALLAN LEVIEN BC Canada	100,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MICHAEL LICKVER ON Canada	7,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
BRAYDEN SUTTON BC Canada	18,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

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JEFFREY TUNG ON Canada	10,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
JUSTIN KATES LAW CORPORATION BC Canada	7,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	20,500 common shares 5,000 convertible securities	Mar 2, 2017	-
CHERYL WHITE AB Canada	5,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
BRUCE CLARK AB Canada	11,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
TONY RITTER BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
LORI SKULSKI AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MICHAËL BORDELEAU- TASSILE QC Canada	20,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	12,500 common shares	Mar 2, 2017	-
WAYNE WEW BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
JOSHUA CRUMB BC Canada	60,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
GERALD DALEN BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
DEREK EGGLETON AB Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
DIAMOND B FISHING CO. LTD. BC Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
DV TRADING INC. ON Canada	25,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
DENNIS F. LARSEN PROFESSIONAL CORPORATION AB Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

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DANIEL BRODY ON Canada	12,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
STAN KRIZNIC BC Canada	40,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
2379388 ONTARIO LTD United Kingdom	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
PATSTAR INC. ON Canada	30,300	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
PAUL ROSEN ON Canada	45,500	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	50,000 convertible securities	Mar 2, 2017	-
CHRISTOPHER SIMS PROFESSIONAL CORP. AB Canada	15,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
TARIK ELSAGHIR AB Canada	100,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	527,000 common shares 425,000 convertible securities	Mar 2, 2017	-
NICHOLA KOSLOSKI BC Canada	3,030	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
JASON T. SUTHERLAND LAW CORPORATION BC Canada	7,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	15,000 common shares 5,000 convertible securities	Mar 2, 2017	-
TIMOTHY YOUNG AB Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
LORI-ANN HALLDORSON Cayman Islands	6,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
HUTTON CAPITAL CORP. BC Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
GARY KIMEL ON Canada	300,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	300,000 common shares 150,000 convertible securities	Mar 2, 2017	-
JOHN T HUANG PROFESSIONAL CORP. AB Canada	42,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

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GERALD PROCTOR AB Canada	7,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
9874089 CANADA INC. BC Canada	29,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
MICHAEL SCHNELL AB Canada	30,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
CAPITAL IDEAS INVESTOR RELATIONS INC. AB Canada	130,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-
NIMBLE CAPITAL INC. AB Canada	70,000	\$1.65	See Item 5 & 6 below	S. 2.3 of NI 45-106	Nil	Mar 2, 2017	-

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: \$16,218,065 .

2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. Net proceeds from the private placement will be used for expansion plans for the Issuer's assets and for general working capital purposes. .

3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: N/A .

4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities. N/A .

5. Description of securities to be issued:

(a) Class Units, each unit consists of one common share and one-half of one transferable common share purchase warrant .

(b) Number 9,829,130 units .

(c) Price per security \$1.65 .

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- (d) Voting rights One vote per common share
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number 4,914,565 warrants
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 4,914,565 common shares
- (c) Exercise price \$2.35
- (d) Expiry date September 2, 2018
7. Provide the following information if debt securities are to be issued: N/A
- (a) Aggregate principal amount _____
- (b) Maturity date _____
- (c) Interest rate _____
- (d) Conversion terms _____
- (e) Default provisions _____
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):
- Canaccord Genuity Corp.
#2200 – 609 Granville Street
Vancouver, BC V7Y 1H2
- Eventus Capital Corp.
#320 – 181 Bay Street, Brookfield Place
Wellington Tower, Toronto, ON M5J 2T3
- (b) Cash \$670,265
- (c) Securities
- (i) 281,818 broker units, such broker units have the same terms as the units sold to purchasers; (ii) 688,039 broker warrants, each

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warrant exercisable to purchase one common share of the Issuer at a price of \$1.65 per share for a period of 18 months .

(d) Other _____ .

(e) Expiry date of any options, warrants etc. please see (c) above .

(f) Exercise price of any options, warrants etc. please see (c) above .

9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship

The brokers are not Related Persons .

10. Describe any unusual particulars of the transaction (i.e. tax “flow through” shares, etc.).

N/A .

11. State whether the private placement will result in a change of control.

The private placement will not result in a change of control .

12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. N/A .

13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102.

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: _____ .

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: _____ .

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:
- (a) Total aggregate consideration in Canadian dollars: _____ .
 - (b) Cash: _____ .
 - (c) Securities (including options, warrants etc.) and dollar value: _____ .
 - (d) Other: _____ .
 - (e) Expiry date of options, warrants, etc. if any: _____ .
 - (f) Exercise price of options, warrants, etc. if any: _____ .
 - (g) Work commitments: _____ .
4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).
5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: _____ .
6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: _____ .

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8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): _____.
 - (b) Cash _____.
 - (c) Securities _____.
 - (d) Other _____.
 - (e) Expiry date of any options, warrants etc. _____.
 - (f) Exercise price of any options, warrants etc. _____.
9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. _____

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. _____.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated March 6, 2017.

Dan Kriznic
Name of Director or Senior Officer

"Dan Kriznic"
Signature

Director
Official Capacity