

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: Pasinex Resources Limited (the "Issuer").

Trading Symbol: PSE

Date: June 2, 2016

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

If yes provide date(s) of prior Notices: May 25, 2016.

Issued and Outstanding Securities of Issuer Prior to Issuance: 101,892,309.

Date of News Release Announcing Private Placement: May 25, 2016.

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.05

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 Units Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Relationship to Issuer
Daryl Hodges 113 Sugarbush Crescent Lakehurst, Ontario K0L 1J0	300,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	700,000 Common Shares	Jun. 3, 2016	
Nadim Wakeam 304 Vesta Drive Toronto, Ontario M5P 3A3	100,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	70,000 Common Shares	Jun. 3, 2016	
Charles Higgins 127 Cottingham Street Toronto, Ontario M4V 1B9	400,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
Albert Contardi 103 Sandringham Drive North York, Ontario M3H 1E1	150,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
Christine Cappuccitti 19 Brimwood Crescent Richmond Hill, Ontario L4B 4B6	100,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	

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Daniel Cappuccitti 246 Armour Blvd. North York, Ontario M3H 1N2	100,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
John Comi 82 Lynngrove Avenue Etobicoke, Ontario M8X 1N1	200,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
Sven Olsson Oechslnstrasse 27 73033 Goepfingen, Germany	700,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	1,250,000 Common Shares, 300,000 Options, 375,000 Warrants	Jun. 3, 2016	Director
Karsten Fuelster Guentherburgallee 43 D-60316 Frankfurt/M, Germany	200,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Josef Baerenthaler Waltersdorferstrasse 37; A-8750 Judenburg, Austria	800,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
REM Bahrain Events SPC FLAT 21c, BLDG 1653, Al Nasir Garden 1, Bagabath 505 Budaija Highway Kingdom of Bahrain	1,000,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Bertram Hofer Herrengasse 19 A-8750 Judenburg, Austria	150,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
1514341 Ontario Inc. 1284 Birchview Road Lakefield, ON K0L 2H0	1,000,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	22,015,815 Common Shares, 6,213,658 warrants, 1,000,000 options	Jun. 3, 2016	Director and 10%+ Holder
Holger Spangenberg Am Olberg 9 06642 Nebra, OT Kleinwangen, Germany	800,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Christian Wagner Kloepferstr. 42 A/S 1220 Vienna, Austria	65,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Dietmar Hasenhuttl Grub 43 8160 Weiz, Austria	150,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Wolfgang Jannach Marktgasse 2 A-8750 Judenburg, Austria	300,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Pens Investment Management GmbH Bundesstrasse 66 A-8740 Zeltweg, Austria	200,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Ernst Webersberger Muhlbach 5 A-5141 Moosdorf, Austria	200,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	

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James R. McBride 30 Gloucester St. #1506 Toronto, ON M4Y 1L6	2,500,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
Investorcap Management Corp. 302-3440 West Broadway Vancouver, BC V6R 4R2	500,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	185,000 Common Shares	Jun. 3, 2016	
Ottavio Cavalcanti 1800-80 Richmond St. W. Toronto, ON M5H 2A4	400,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
IR-WORLD.com Finanz GmbH Wickepointgasse 13 A-4611 Buchkirchen, Austria	100,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3		Jun. 3, 2016	
Victor Dario Hof Himmelrich 3 CH-6340 Baar, Switzerland	200,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
Kirsh Securities Law PC 389 Cortleigh Blvd. Toronto, ON M5N 1R4	600,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	
Dennis H. Peterson 390 Bay Street, Suite 806 Toronto, ON M5H 2Y2	785,000 Units	\$0.05	\$0.07	NI 45-106 s. 2.3	Nil	Jun. 3, 2016	

(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.

- Total amount of funds to be raised: \$600,000.00
- 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.

Proceeds to cover the general administrative costs and the travel and exploration expenditures in Turkey.
- Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: None.
- 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.

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Not applicable.

5. Description of securities to be issued:

- (a) Class Common shares.
- (b) Number 12,000,000
- (c) Price per security \$0.05
- (d) Voting rights One vote for each common share.

6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:

- (a) Number 12,000,000 Warrants
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 12,000,000 Common Shares
- (c) Exercise price \$0.07
- (d) Expiry date June 3, 2017

7. Provide the following information if debt securities are to be issued:

Not applicable

- (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):

Foster & Associates Financial Services Inc., 372 Bay St, Toronto, ON M5H 2W9

- (b) Cash \$4,725.00 .
- (c) Securities Nil .
- (d) Other N/A .
- (e) Expiry date of any options, warrants etc. N/A .
- (f) Exercise price of any options, warrants etc. N/A .

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

No.

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

None.

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

No.

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: _____ .
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. _____

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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 June 2, 2016

Steven Williams
Name of Director or Senior
Officer

"Steven Williams"
Signature

President and CEO
Official Capacity