

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of Listed Issuer: Parana Copper Corporation. (the "Issuer").

Trading Symbol: COPR

Date: August 2 2018 .

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: 12,611,789 .

Date of News Release Announcing Private Placement: August 2, 2018 .

Closing Market Price on Day Preceding the Issuance of the News Release: N/A

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 (3)	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 relations -hip to Issuer (2)
Palisade Global Investments Ltd. Belize City, Belize	2,667,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	2,667,000 Common Shares 2,667,000 Warrants	August 1, 2018	N/A
Dig Media Inc. Vancouver BC	154,700 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	154,700 Common Shares 154,700 Warrants	August 1, 2018	N/A
Proactive Investors N.A. Toronto ON	166,667 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	166,667 Common Shares 166,667 Warrants	August 1, 2018	N/A

Venture Ad Network Ltd. Road Town, Tortola, BVI	666,667 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	666,667 Common Shares 666,667 Warrants	August 1, 2018	N/A
Twila Jensen Vancouver, BC	30,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	30,000 Common Shares 30,000 Warrants	August 1, 2018	N/A
Paul Mercado Calgary, AB	18,067 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	18,067 Common Shares 18,067 Warrants	August 1, 2018	N/A
Elizabeth Parlero Calgary, AB	33,333 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	33,333 Common Shares 33,333 Warrants	August 1, 2018	N/A
Ricardo Parcero Calgary, AB	86,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	86,000 Common Shares 86,000 Warrants	August 1, 2018	N/A
Mariano Diaz Edmonton, AB	166,667 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	166,667 Common Shares 166,667 Warrants	August 1, 2018	N/A
Stephan Bogner Rhein Switzerland	150,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	150,000 Common Shares 150,000 Warrants	August 1, 2018	N/A
Rajen Janda Richmond BC	400,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	1,191,666 Common Shares 844,444 Warrants	August 1, 2018	N/A
Kiran Janda Delta BC	600,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	604,111 Common Shares 1,266,666 Warrants	August 1, 2018	N/A
Jeeven Janda Richmond BC	566,667 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	1,377,188 Common Shares 1,011,111 Warrants	August 1, 2018	N/A
Lucky Janda Richmond, BC	160,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	360,555 Common Shares 382,222 Warrants	August 1, 2018	N/A

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Avtar S Nagra Richmond, BC	80,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	80,111 Common Shares 80,000 Warrants	August 1, 2018	N/A
Radical Capital Ltd Vancouver, BC	250,000 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	250,000 Common Shares 250,000 Warrants	August 1, 2018	N/A
Zimtu Capital Corp. Vancouver, BC	333,333 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	333,333 Common Shares 333,333 Warrants	August 1, 2018	N/A
Cinedocs Consulting Corp. West Vancouver BC	166,667 Units	\$0.30 Per Unit	\$0.55 per warrant	NI 45-106 2.3 [Accredited investor]	166,667 Common Shares 166,667 Warrants	August 1, 2018	N/A

- (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.
- (3) Each Unit Consists of one Commo share and one Share Purchase Warrant convertible into an additional common share.

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: \$2,008,730.20 .

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. Proceeds of the private placement will be used to provide debt instruments and equity investing in the mid to late stages of a target company's development or in technologies that are developed and validated but may be in the early stage of commercialization.

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

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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.
5. Description of securities to be issued:
(a) Class Units comprised of one common share and one share purchase warrant .
(b) Number 6,695,767 units .
(c) Price per security \$0.30 per unit .
(d) Voting rights each common share is entitled to one vote
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
(a) Number 6,695,767
(b) Number of securities eligible to be purchased on exercise of Warrants (or options) Each one whole warrant entitles the holder to one common share, assuming it is properly exercised.
(c) Exercise price \$0.55
(d) Expiry date 2 years from the date of closing .
7. Provide the following information if debt securities are to be issued:
(a) Aggregate principal amount N/A .
(b) Maturity date N/A .
(c) Interest rate N/A .
(d) Conversion terms N/A .
(e) Default provisions N/A .
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):

1. Dragon Capital Corp
35 New Road
Belize City, Belize

Cash: \$64,008.00
Securities: 213,360 Warrants

2. Canaccord Genuity Corp
2200 - 609 Granville Street
Vancouver, BC V7Y1H2

Cash: \$3,600.00
Securities: 12,000 Warrants

3. Raymond Cawaling
109 Mahogany Place SE
Calgary, AB T3M1N9

Cash: \$7,297.60
Securities: 24,325 Warrants

(d) Other N/A _____ .

(e) Expiry date of any options, warrants etc. Two years from the date of issuance.

(f) Exercise price of any options, warrants etc. \$0.55 _____ .

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 _____

N/A _____ .

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.

N/A _____ .

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: acquiring all the issued and outstanding shares of Ultra Invest Canada Inc., a private company controlled by Meris Kott. The company has a start up merchant banking business.
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: See above
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: N/A
 - (b) Cash: N/A
 - (c) Securities (including options, warrants etc.) and dollar value: 6,440,000 common shares at a deemed value of \$0.15 per share
 - (d) Other: N/A
 - (e) Expiry date of options, warrants, etc. if any: N/A
 - (f) Exercise price of options, warrants, etc. if any: N/A
 - (g) Work commitments: N/A
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). N/A
5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: N/A

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⁾
Meris Kott	1,000,000	\$0.15		NI 45-106 2.3 [Accredited investor]	777,778	insider
Rick Skeith	500,000	\$0.15		NI 45-106 2.3 [Accredited investor]	nil	-
1060606 BC Ltd	2,940,000	\$0.15		NI 45-106 2.3 [Accredited investor]	nil	insider
Dickinson Capital LLC	2,000,000	\$0.15		NI 45-106 2.3 [Accredited investor]	nil	-

(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: review of minute book, standard reps and warranties
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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): N/A
- (b) Cash N/A
- (c) Securities N/A
- (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 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. N/A
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. N/A

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 August 2, 2018.

Meris Kott
Name of Director or Senior
Officer

//s/“Meris Kott”
Signature

President and CEO
Official Capacity