

FORM 9

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

CONVERTIBLE DEBENTURE 2ND AND FINAL TRANCHE

Please complete the following:

Name of Listed Issuer: Imagination Park Technologies Inc. (the "Issuer" or "Company")

Trading Symbol: IP

Date: February 25th, 2020

Is this an updating or amending Notice: No

Issued and Outstanding Securities of Issuer Prior to Issuance: 116,372,138

Date of News Release Announcing Private Placement: November 26th, 2019

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.035

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	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)
ThreeD Capital, ON, Canada 130 Spadina Avenue, Suite 401, Toronto, ON, M5V 2L4	Convertible Debenture	\$100,000	\$0.05	Section 2.3 of NI 45-106	2,626,000	Payment Received	Related

Richard Laughlain Munro Vancouver, BC,	Convertible Debenture	\$5,000	\$0.05	Section 2.3 of NI 45-106	530,000	Payment Received	Not a Related Person
Daryl Peloquin Langley, BC,	Convertible Debenture	\$5,000	\$0.05	Section 2.3 of NI 45-106	0	Payment Received	Not a Related Person
Bowmaker LLC 80 Varick Street, NY, 10013 USA	Convertible Debenture	\$19,782	\$0.05	Section 2.3 of NI 45-106	0	Payment Received	Related
Lynn Factor Toronto, ON,	Convertible Debenture	\$150,000	\$0.05	Section 2.3 of NI 45-106	2,858,000	Payment Received	Not a Related Person
Jakson Inwentash Toronto, ON,	Convertible Debenture	\$100,000	\$0.05	Section 2.3 of NI 45-106	0	Payment Received	Not a Related Person
Alen Paul Silverrstieen Erie, PA, 16509 USA	Convertible Debenture	\$50,000	\$0.05	Section 2.3 of NI 45-106	444,900	Payment Received	Related

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Mackie Research Capital ITF Financial Services Aurelio Palermo Inc. 199 Bay Street, Suite 4500, Commerce Court W., Box 368, Toronto, ON, M5L 1G2	Convertible Debenture	\$100,000	\$0.05	Section 2.3 of NI 45-106	0	Payment Received	Not a related person
Mackie Research Capital ITF 6893309 Canada Inc. 199 Bay Street, Suite 4500, Commerce Court W., Box 368, Toronto, ON, M5L 1G2	Convertible Debenture	\$250,000	\$0.05	Section 2.3 of NI 45-106	0	Payment Received	Not a related person
Mackie Research Capital ITF Fernando Pace, 199 Bay Street, Suite 4500, Commerce Court W., Box 368, Toronto, ON, M5L 1G2	Convertible Debenture	\$65,000	\$0.05	Section 2.3 of NI 45-106	0	Payment Received	Not a related person
Controlatec (2014) Inc. 4300-1,000 De La GauchetiereO, Montreal, QC H3B 4W5	Convertible Debenture	\$100,000	\$0.05	Section 2.3 of NI 45-106	0	Payment Received	Not a related person

- (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.

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LISTED SECURITIES**

(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: \$944,782
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.

The Company intends to use the proceeds of the financing for general corporate 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.

5. Description of securities to be issued:

(a) Class: Convertible Debentures

(b) Number: 18,895,640

Each unit consists of 1 share and 1 share purchase warrant

(c) Price per security: \$0.05

(d) Voting rights N/A

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

(a) Number: 18,895, 640 Warrants

(b) Number of securities eligible to be purchased on exercise of Warrants (or options) 18,895,640

(c) Exercise price \$0.10

(d) Expiry date: February 25th, 2023

7. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount: \$944,782
 - (b) Maturity date: February 25th, 2022.
 - (c) Interest rate: 12% per annum.
 - (d) Conversion terms: The debentures may be converted by the holder at any time prior to maturity and they will automatically convert to units on 30-days notice if the common shares trade at or above \$0.20 for a period of 20 days at any time after four months and one day from the Issued Dated.
 - (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):

Mackie Research Capital Corp.
199 Bay Street, Suite 4500
Commerce Court W. Box 368
Toronto, ON, M5L 1G2

Capital Athea Ltd.
3429 Rue Drummond
Montreal, QC
H3G 1X6
 - (b) Cash \$24,900 & \$8,000
 - (c) Securities 24,900 broker warrants 8,000 broker warrants
 - (d) Other N/A
 - (e) Expiry date of any options, warrants etc. February 25th, 2023
 - (f) Exercise price of any options, warrants etc. \$0.10.
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.). No
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. No
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. YES

2. Acquisition N/A

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) Cash:
 - (b) Securities:
 - (c) Other:
 - (d) Expiry date of options, warrants, etc. if any:
 - (e) Exercise price of options, warrants, etc. if any:
 - (f) 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⁾
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(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.
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 2nd, 2020

Alen Paul Silverstieen
Name of Director or Senior
Officer

"Alen Paul Silverstieen"
Signature

President & CEO
Official Capacity