FORM 9

NOTICE OF ISSUANCE OR PROPOSED ISSUANCE OF LISTED SECURITIES

(or securities convertible or exchangeable into listed securities[1])

Name of Listed Issuer:	Symbol(s):
EMP Metals Corp. (the "Issuer")	EMPS

Date: March 17, 2023 Is this an updating or amending Notice: ☒Yes ☐ No

If yes provide date(s) of prior Notices: March 7, 2023 and February 27, 2023

Issued and Outstanding Securities of Issuer Prior to Issuance 62,321,238 common shares of the Issuer ("Common Shares")

Pricing

Date of news release announcing proposed issuance: March 6, 2023 and February 27, 2023

Date of confidential request for price protection: _____

Closing Market Price on Day Preceding the news release: $0.64 (March 3, 2023); $0.66 (February 24, 2023)

or

Day preceding request for price protection: _____

Closing

Number of securities to be issued: 8,333,333 units of the Issuer ("Units")

Issued and outstanding securities following issuance: 70,654,571 Common Shares

Instructions:

1. For private placements (including debt settlement), complete tables 1A and 1B in Part 1 of this form.
2. Complete Table 1A – Summary for all purchasers, excluding those identified in Item 8.
3. Complete Table 1B – Related Persons only for Related Persons
4. If shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition) please proceed to Part 2 of this form.
5. An 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 – Notice of Proposed Transaction
6. Post the completed Form 9 to the CSE website in accordance with *Policy 6 – Distributions.* In addition, the completed form must be delivered to listings@thecse.com with an appendix that includes the information in Table 1B for ALL placees.

Part 1. Private Placement

Table 1A – Summary

Each jurisdiction in which purchasers reside	Number of Purchasers	Price per Security	Total dollar value (CDN$) raised in the jurisdiction
British Columbia	33	$0.60	$1,275,198.60
Ontario	39	$0.60	$2,624,600.40
Alberta	22	$0.60	$777,200.40
Nova Scotia	2	$0.60	$48,000
United Kingdom	4	$0.60	$78,000
Switzerland	2	$0.60	$63,000
China	1	$0.60	$90,000
Singapore	1	$0.60	$24,000
Chile	1	$0.60	$20,000.40
Total dollar value of distribution in all jurisdictions:			$4,999,999.80

Table 1B – Related Persons

Full Name & Municipality of Residence of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN$)	Conversion Price (if Applicable) (CDN$)	Prospectus Exemption	Total Securities Previously Owned, Controlled or Directed	Payment Date(1)	Describe relation-ship to Issuer (2)
N/A							

[1]An 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: $4,999,999.80

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 net proceeds of the Offering will be used for various work programs, including drilling, on and annual concession fees for the Company's mineral properties and 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 of the debt agreement(s) or and the agreement to exchange the debt for securities.

   N/A

5. Description of securities to be issued:

   (a) Class Units, each Unit comprised of one (1) Unit Shares and one-half of one (1/2) share purchase warrant (each whole share purchase warrant, a "Unit Warrant"), each Unit Warrant exercisable to acquire one (1) additional Common Share (a "Unit Warrant Share")

   (b) Number 8,333,333 Units

   (c) Price per security $0.60 per Unit

   (d) Voting rights The Unit Shares have voting rights.

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

   (a) Number 4,166,664 Unit Warrants

   (b) Number of securities eligible to be purchased on exercise of warrants (or options) 4,166,66 Unit Warrant Shares

   (c) Exercise price $0.90 per Unit Warrant Share

(d) Expiry date September 17, 2024 (the "Expiry Date), subject to the Issuer's right to accelerate the Expiry Date if, at any time, the average closing price of the Common Shares on the principal exchange or market on which the Common Shares trade is equal to or greater than $1.25 for 10 consecutive trading days ("10-Day Period"). In the event of acceleration, the Expiry Date will be accelerated to a date that is 30 days after the Issuer issues the acceleration notice, provided that the acceleration notice is provided within 10 business days after the end of the particular 10-Day Period.

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.): The Company paid and issued to each eligible finder: (i) a cash commission (the "Commission") equal to 6% of the gross proceeds from subscriptions by subscribers to the Offering introduced by such finder; and (ii) Common Share purchase warrants (the "Finders' Warrants") to purchase that number of Common Shares (a "Finders Warrant Share") that is equal to 6% of the total number of Units issued to Subscribers introduced by such finder, with each Finders' Warrant being exercisable at a price of $0.60 per Finders Warrant Share until September 17, 2024.

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, and 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. ("Canaccord"), Leede Jones Gable Inc. ("Leede"), Echelon Wealth Partners Inc. ("Echelon"), National Bank Financial Inc. ("National"), Haywood Securities Inc. ("Haywood") and Raymond James Ltd. ("Raymond James").

(b) Cash Canaccord (Commission of $18,000), Leede (Commission of $8,100), Echelon (Commission of $140,436), National ($30,000.02) and Raymond James ($18,000).

© Securities Canaccord (30,000 Finders' Warrants), Leede (13,500 Finders' Warrants), Echelon (234,600 Finders' Warrants), National

(50,000 Finders' Warrants) and Raymond James Ltd. (30,000 Finders' Warrants).

(d) Other N/A

(e) Expiry date of any options, warrants etc. September 17, 2024

(f) Exercise price of any options, warrants etc. $0.60

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 Resale of Securities. N/A, the Units will be issued pursuant to the listed issuer financing exemption.

Part 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: N/A

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: N/A

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: N/A

(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	Total Securities, Previously Owned, Controlled or Directed by Party	Describe relationship to Issuer(1)
N/A						

(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: 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 acquisition (including warrants, options, etc.): N/A

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, and 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 Issuer has obtained the express written consent of each applicable individual to:

   (a) the disclosure of their information to the Exchange pursuant to this Form or otherwise pursuant to this filing; and

   (b) the collection, use and disclosure of their information by the Exchange in the manner and for the purposes described in Appendix A or as otherwise identified by the Exchange, from time to time

4. 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).

5. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated March 17, 2023

Robin Gamley
Name of Director or Senior Officer

"Robin Gamley"
Signature

President and Chief Executive Officer
Official Capacity