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):
Bunker Hill Mining Corp. (the "Issuer").	BNKR

Date: April 1, 2022 Is this an updating or amending Notice: **x**Yes ☐ No

If yes provide date(s) of prior Notices: March 9, 2022.

Issued and Outstanding Securities of Issuer Prior to Issuance: 164,435,442 Common Shares.

Pricing

Date of news release announcing proposed issuance: March 9, 2022 or

Date of confidential request for price protection: March 8, 2022

Closing Market Price on Day Preceding the news release: or

Day preceding request for price protection: $0.34

Closing

Number of securities to be issued: 37,849,325 special warrants (the "**Special Warrants**") which entitles the holders to receive up to 37,849,325 units of the Issuer at a price of $0.30 (the "**Offering Price**") per Special Warrant (the "**Brokered Offering**"). Each Special Warrant shall be exercisable, for no additional consideration and with no further action on the part of the holder thereof, into one unit (each a "**Brokered Unit**") of the Issuer on the date that is the earlier of: (i) the date that is three (3) business days following the date on which the Issuer has obtained both (A) a receipt from the Canadian security commission in each of the provinces of Canada which the purchasers and Agents (as defined herein) are residents where the Special Warrants are sold for a (final) short-form prospectus qualifying the distribution of the common stock of the Issuer (the "**Common Shares**") and common stock purchase warrants of the Issuer (the "**Underlying Warrants**") issuable upon exercise of the Special Warrants (the "**Qualification Prospectus**"); and (B) notification that the registration statement, under U.S. securities laws, of the Issuer filed with the United States Securities and Exchange Commission (the "**SEC**") has been declared effective by the SEC (the "**Registration Statement**"); and (ii) the date that is six months following April 1, 2022 (the "**Closing Date**").

Each Brokered Unit consists of one Common Share and one Underlying Warrant. Each Warrant entitles the holder to purchase one Common Share for C$0.37 (the "**Exercise Price**") for a period of 36 months following the Closing Date. The Warrants are exercisable on a cashless basis in the event the Registration Statement has not been made effective by the SEC prior to the date of exercise.

In the event that a receipt for the Qualification Prospectus has not ben obtained and the Registration Statement has not been deemed effective on or before 5:00 p.m. (EST) on the date that is 60 days following the Closing Date, each unexercised Special Warrant will thereafter entitle the holder thereof to receive, upon exercise thereof, at no additional cost 1.1 Units (instead of one Unit) (the "**Penalty**").

Concurrently with the Brokered Offering, the Issuer completed a non-brokered private placement of up to 1,471,664 units of the Issuer (the "**Non-Brokered Units**") at the Offering Price (the "**Non-Brokered Offering**", together with the Brokered Offering, the "**Offerings**").

Each Non-Brokered Unit consists of Common Share (a "**Non-Brokered Share**" and one common stock purchase warrant in the Issuer (a "**Non-Brokered Warrant**"). Each Non-Brokered Warrant entitles the holder thereof to acquire one Common Share at the Exercise Price until April 1, 2025.

In connection to the Offerings, the Issuer issued an aggregate of 1,879,892 options (the "**Compensation Option**") to the Agents and the Special Selling Group (as defined below). Each Compensation Option is exercisable into one unit of the Issuer at the Offering Price until April 1, 2024. Each unit consists of one Common Share and one common stock purchase warrant (the "**Compensation Warrant**"). Each Compensation Warrant entitles the holder thereof to acquire one Common Share at an exercise price of C$0.37 per Compensation Warrant Share until April 1, 2025.

Issued and outstanding securities following issuance: 1,471,664 Common Shares in Connection to the Non-Brokered Offering, and (i) 41,634,257 Common Shares reserved for issuance pursuant to the conversion rights of the Special Warrants (including the Penalty); (ii) 41,634,257 Common Shares reserved for issuance pursuant to the conversion rights of the Underlying Warrants (including the Penalty); (iii) 1,471,664 Common Shares reserved for issuance pursuant to the conversion of the Non-Brokered Warrants; (iv)1,879,892 Common Shares reserved for the issuance pursuant to the conversion of the Compensation Options; and (v) 1,879,892 Common Shares reserved for the issuance pursuant to the conversion of the Compensation Warrants.

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
Alberta	3	$0.30	$75,000
British Columbia	15	$0.30	$758,390
Ontario	15	$0.30	$1,506,598.20
Aruba	1	$0.30	18,000
Australia	2	$0.30	$26,950
Austria	1	$0.30	$30,000
Bahamas	1	$0.30	$165,000
Belgium	2	$0.30	$34,999.80
British Virgin Islands	1	$0.30	$45,000
Cayman Islands	1	$0.30	$75,000
China	1	$0.30	$468,450
Germany	4	$0.30	$3,090,000
Israel	1	$0.30	$150,000
Netherlands	4	$0.30	$206,010
New Zealand	1	$0.30	$48,000
Spain	10	$0.30	$146,499.60
Switzerland	1	$0.30	$24,999.90
Thailand	1	$0.30	$240,000
United Arab Emrites	2	$0.30	$99,999.90
United Kingdom	5	$0.30	$1,045,650

United States	11	$0.30	$3,541,750
Total number of purchasers:	83		
Total dollar value of distribution in all jurisdictions:			CDN$11,796,297

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	TotalSecurities Previously Owned, Controlled or Directed	Payment Date(1)	Describe relations-hip to Issuer (2)
David Wiens	333,333	0.30	0.37	*NI 45-106* s.2.3(k)	615,360 Common Shares (1,246,837 convertible securities)	April 1, 2022	CFO
Richard Williams	388,327	0.30	0.37	*NI 45-106* s.2.3(l)	1,540,000 Common Shares (38,000 convertible securities)	April 1, 2022	Director
Samuel Ash	702,500	0.30	0.37	*OSC Rule 72-503* s.2.3	286,003 Common Shares (286,003 convertible securities)	April 1, 2022	CEO
Cassandra Joseph	210,000	0.30	0.37	*OSC Rule 72-503* s.2.3	Nil.	April 1, 2022	Director
S. Wayne Parsons	425,000	0.30	0.37	*NI 45-106* s.2.3(k)	5,200,000	April 1, 2022	Director
Thomas Francis	833,333	0.30	0.37	*OSC Rule 72-503* s.2.3	Nil.	April 1, 2022	General Manager
Kyle Erdmann	275,000	0.30	0.37	*OSC Rule 72-503* s.2.3	Nil.	April 1, 2022	Manager of Technical Services

Dickson Hall	168,000	0.30	0.37	*NI 45-106* s.2.3(j)	150,000 Common Shares (150,000 convertible securities)	April 1, 2022	Director
Pamela Saxton	210,000	0.30	0.37	*NI 45-106* s.2.3(j)	Nil.	April 1, 2022	Director
Caroline Peng	272,000	0.30	0.37	*NI 45-106* s.2.3(j)	220,990 Common Shares (272,000 convertible securities)	April 1, 2022	Head of Investor Relations

[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: $11,796,296.70

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 Issuer intends to use the net proceeds of the offering to fund the restart and development at the Issuer's Bunker Hill Mine, for outstanding obligations due to the US Environmental Protection Agency, and 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 of the debt agreement(s) or and the agreement to exchange the debt for securities.

   N/A.

5. Description of securities to be issued: N/A.

   (a) Class: Common Shares _____ .

   (b) Number: 1,471,664

   (c) Price per security: $0.30 _____ .

   (d) Voting rights: Yes _____

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

(a) Number: 37,849,325 Special Warrants, 41,634,257 Underlying Warrants (including the Penalty), 1,471,664 Non-Brokered Warrants, 1,879,892 Compensation Options and 1,879,892 Compensation Warrants

(b) Number of securities eligible to be purchased on exercise of warrants (or options): 88,499,962 Common Shares.

(c) Exercise price $0.37 per Common Share .

(d) Expiry date: (i) 6 months following the Closing Date for the Special Warrants;(ii) 24 months following the Closing Date for Compensation Options; and (iii) 36 months following the Closing Date for Underlying Warrants, Non-Brokered Warrants and Compensation Warrants.

The Warrants shall also be exercisable on a cashless basis in the event that the Registration Statement has not been made effective by the SEC prior to the date of exercise.

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.): Echelon Wealth Partners Inc., BMO Nesbitt Burns Inc., Laurentian Bank Securities, Canaccord Genuity Corp., (the "**Agents**"). Additionally, Sprott Global Resource Investments Ltd., Kai Hoffman and EDE Asset Management Inc. (the "**Special Selling Group**")

(b) Cash: The payment by the Issuer to the Agents of a cash commission equal to 6.0% of the aggregate gross proceeds of the Offerings, provided that the cash commission shall be 3.0% of any proceeds raised on Special Warrants sold to the Issuer's designated list of purchasers (the "**President List**") and 2.0% of any proceeds raised through (a) purchasers introduced to the Issuer by the Special Selling Group (the "**Special Selling Group Members**") and (b) the board of directors, management and insiders of the Issuer (the "**Corporation**

Purchasers"). Additionally, a cash commission to the Special Selling Group equal 4.0% of aggregate proceeds from the number of Special Warrants and Non-Brokered Units purchased by Special Selling Group Members.

(c) Securities: The Agents will receive Compensation Options equal to 6.0% of the aggregate number of Special Warrants and Non-Brokered Units sold under the Offerings, provided that the number of Compensation Options the Agents may acquire shall be 3.0% of the aggregate number of Special Warrants and Non-Brokered Units sold to purchasers of the President List and 2.0% of the aggregate number of the Special Warrants and Non-Brokered Units sold to the Special Selling Group Members and the Corporation Purchasers. Additionally, the Special Selling Group will receive Compensation Options equal 4.0% of the number of Special Warrants and Non-Brokered Units purchased by Special Selling Group Members.

(d) Other: N/A

(e) Expiry date of any options, warrants etc. 24 months following the Closing Date.

(f) Exercise price of any options, warrants etc. $0.30

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.).

Each Special Warrant is exercisable, for no additional consideration and with no further action on the part of the holder thereof, into one Brokered Unit of the Issuer on the date that is the earlier of: (i) the date that is three (3) business days following the date on which the Issuer has obtained both (A) Qualifying Prospectus and (B) the Registration Statement declared effective by the SEC; and (ii) the date that is six months following April 1, 2022.

The Underlying Warrants shall also be exercisable on a cashless basis in the event the Registration Statement has not been made effective by the SEC prior to the date of exercise.

In the event that a receipt for the Qualification Prospectus has not ben obtained and the Registration Statement has not been deemed effective on or before 5:00 p.m. (EST) on the date that is 60 days following the Closing Date, each unexercised Special Warrant will thereafter entitle the holder thereof to receive, upon exercise thereof, at no additional cost 1.1 Units (instead of one Unit).

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 Resale of Securities.

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: _____
_____ .

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	Total Securities, Previously 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, andif 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 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 April 5, 2022.

David Wiens
Name of Director or Senior Officer

(signed) *"David Wiens"*
Signature

CFO
Official Capacity

Appendix A

PERSONAL INFORMATION COLLECTION POLICY REGARDING FORM 9

The Canadian Securities Exchange and its subsidiaries, affiliates, regulators and agents (collectively, "CSE or the "Exchange") collect and use the information (which may include personal or other information) which has been provided in Form 9 for the following purposes:

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- To determine whether an individual is suitable to be associated with a Listed Issuer;
- To determine whether an issuer is suitable for listing;
- To determine whether allowing an issuer to be listed or allowing an individual to be associated with a Listed Issuer could give rise to investor protection concerns or could bring the Exchange into disrepute;
- To conduct enforcement proceedings;
- To ensure compliance with Exchange Requirements and applicable securities legislation; and
- To fulfil the Exchange's obligation to regulate its marketplace.

The CSE also collects information, including personal information, from other sources, including but not limited to securities regulatory authorities, law enforcement and self-regulatory authorities, regulation service providers and their subsidiaries, affiliates, regulators and agents. The Exchange may disclose personal information to these entities or otherwise as provided by law and they may use it for their own investigations.

The Exchange may use third parties to process information or provide other administrative services. Any third party will be obliged to adhere to the security and confidentiality provisions set out in this policy.

All personal information provided to or collected by or on behalf of The Exchange and that is retained by The Exchange is kept in a secure environment. Only those employees who need to know the information for the purposes listed above are permitted access to the information or any summary thereof. Employees are instructed to keep the information confidential at all times.

Information about you that is retained by the Exchange and that you have identified as inaccurate or obsolete will be corrected or removed.

If you wish to consult your file or have any questions about this policy or our practices, please write the Chief Privacy Officer, Canadian Securities Exchange, 220 Bay Street – 9th Floor, Toronto, ON, M5J 2W4.