

FORM 5

QUARTERLY LISTING STATEMENT Q2 – **Period Ending December 31, 2017**

Name of Listed Issuer: DNI Metals Inc
(the "Issuer").

Trading Symbol: DNI

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities Act*, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

General Instructions

- (a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

SCHEDULE A: FINANCIAL STATEMENTS

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

Filed on Sedar and the CSE

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

1. Related party transactions

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

N/A

2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

Private placement(xx)	14,411,890	1,152,951
Warrants issued(xx)	-	(510,616)
Shares issued as a finder's fee(xx)	73,985	5,919
Share issue costs(xx)	-	(73,158)
Balance October 6, 2017	98,273,355	29,025,366
Shares issued as Debt for Equity(xxi)	500,000	40,000
Balance December 31, 2017	98,773,355	29,065,366

(b) summary of options granted during the period,

N/A

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

- (a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

Common Shares

- (b) number and recorded value for shares issued and outstanding,

Private placement(xx)	14,411,890	1,152,951
Warrants issued(xx)	-	(510,616)
Shares issued as a finder's fee(xx)	73,985	5,919
Share issue costs(xx)	-	(73,158)
Balance October 6, 2017	98,273,355	29,025,366
Shares issued as Debt for Equity(xxi)	500,000	40,000
Balance December 31, 2017	98,773,355	29,065,366

- (c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

At December 31, 2017, the Company had stock options outstanding as follows:

Date of grant	Stock options	Exercise price	Expiry date
		\$	
February 14, 2013	10,000	1.50	Feb 14, 2018
February 19, 2015	350,000	0.09	Feb 19, 2020
June 2, 2016	2,000,000	0.06	June 2, 2021
August 29, 2017	3,500,000	0.15	Aug 29, 2022
	5,860,000		

At September 30, 2017, the Company had warrants outstanding as follows:

Expiry Date	Warrants	Exercise price	Value
		\$	\$
November 4, 2018	8,545,098	0.10	270,803
November 30, 2018	2,079,841	0.10	54,605
December 8, 2018	1,539,460	0.10	41,865
August 28, 2018	50,000	0.15	7,407
September 8, 2018	50,000	0.15	7,385
March 29, 2019	21,022,045	0.16	691,237
March 29, 2019	810,970	0.08	29,143
April 5, 2019	14,699,375	0.16	495,804

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April 5, 2019	412,250	0.08	14,812
Balance, December 31, 2017	49,209,039		1,613,061

- (d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

N/A

4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.

Daniel J. Weir	Chairman, CEO
Daniel J. Weir	Interim CFO
Brian Howlett	Director
Paul Hart	Director
Keith Minty	Director
John Carter	Director

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.

Filed on Sedar and with CSE

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 Quarterly Listing Statement.
2. As of the date hereof there is no 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 CNSX Policy 1).
4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated March 1, 2018.

Daniel J. Weir, CEO

Issuer Details Name of Issuer DNI Metals Inc.	For Quarter Ended : Q3 – Ending December 31, 2017	Date of Report YY/MM/D 18/03/01
Issuer Address 5615 McAdam Rd., Suite 200		
City/Province/Postal Code Mississauga, Ontario, L4Z 1P1	Issuer Fax No. ()	Issuer Telephone No. (416) 595-1195
Contact Name Dan Weir	Contact Position CEO	Contact Telephone No. 416-720-0754
Contact Email Address Danweir@DNImetals.com	Web Site Address www.dnimetals.com	