

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: QUINSAM CAPITAL CORPORATION (the "Issuer").

Trading Symbol: QCA.

Date: October 18, 2017.

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: September 15, 2017, October 6, 2017 and October 12, 2017. Revised as of October 18, 2017 to correct "Describe relationship to Issuer" column in section 1 regarding subscriber Jim Stewart.

Issued and Outstanding Securities of Issuer Prior to Issuance: 25,880,660.

Date of News Release Announcing Private Placement: September 15, 2017.

Closing Market Price on Day Preceding the Issuance of the News Release: The Issuer submitted a request for price protection for \$0.15 per Unit. The Issuer received confirmation of price protection on August 28, 2017. Price protection was requested and approved by the exchange through to October 13, 2017.

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)
Peter Humphrey Stouffville, ON	80,000 Units comprised of 80,000 Common Shares 40,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	120,000	Oct. 12, 2017	N/A

Robert Josephson Toronto, ON	1,000,000 Units comprised of 1,000,000 Common Shares 500,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	1,500,000	Oct. 12, 2017	N/A
Graham Saunders Toronto, ON	166,667 Units comprised of 166,667 Common Shares 83,333 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	250,000	Oct. 12, 2017	N/A
Garrett Herman Toronto, ON	1,333,333 Units comprised of 1,333,333 Common Shares 666,666 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	2,355,999	Oct. 12, 2017	N/A
Adam Starkman Thornhill, ON	35,000 Units comprised of 35,000 Common Shares 17,500 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	52,500	Oct. 12, 2017	N/A
Christopher Yee Canmore, AB	80,000 Units comprised of 80,000 Common Shares 40,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	120,000	Oct. 12, 2017	N/A
David Chittick Calgary, AB	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
W Dale Hildebrand	170,000 Units comprised of 170,000	\$0.15	\$0.30	NI 45-106 section 2.3	255,000	Oct. 12, 2017	N/A

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Calgary, AB	Common Shares 85,000 Warrants						
Robert Czinner Toronto, ON	66,666 Units comprised of 66,666 Common Shares 33,333 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	99,999	Oct. 12, 2017	N/A
David Garland Toronto, ON	75,000 Units comprised of 75,000 Common Shares 37,500 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	112,500	Oct. 12, 2017	N/A
Samjoe Investments Inc. Toronto, ON	300,000 Units comprised of 300,000 Common Shares 150,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	450,000	Oct. 12, 2017	N/A
2590767 Ontario Inc. Mississauga, ON	300,000 Units comprised of 300,000 Common Shares 150,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	450,000	Oct. 12, 2017	N/A
Adam Szweras Thornhill, ON	999,999 Units comprised of 999,999 Common Shares 499,999 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	1,499,998	Oct. 12, 2017	N/A
Igor Galitsky Thornhill, ON	66,666 Units comprised of 66,666 Common Shares 33,333 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	99,999	Oct. 12, 2017	N/A
David Barnett North York, ON	66,666 Units comprised of 66,666 Common Shares 33,333 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	99,999	Oct. 12, 2017	N/A

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8115966 Canada Inc. Beaconsfield, QC	250,000 Units comprised of 250,000 Common Shares 125,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	375,000	Oct. 12, 2017	N/A
David Posner Toronto, ON	266,666 Units comprised of 266,666 Common Shares 133,333 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	399,999	Oct. 12, 2017	N/A
Stacey Farber, Toronto, ON	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Eastbourne Capital Inc. Toronto, ON	800,000 Units comprised of 800,000 Common Shares 400,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	1,200,000	Oct. 12, 2017	N/A
Greencastle Resources Ltd. Toronto, ON	500,000 Units comprised of 500,000 Common Shares 250,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	1,350,000	Oct. 12, 2017	Related Person: The CEO of Greencastle Resources Ltd. is a director of the Issuer
Chesswood Capital Corp. Toronto, ON	165,000 Units comprised of 165,000 Commons Shares 82,500 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	247,500	Oct. 12, 2017	N/A
Chung & TSE Holdings Ltd. North York, ON	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Paul Dancer	100,000 Units comprised of 100,000	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A

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Huntsville, ON	Common Shares 50,000 Warrants						
Mike Leshyk Toronto, ON	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Karen Levert Aurora, ON	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Steve Blustein North York, ON	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Gurdass (Gary) Singh York, ON	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Garnet and Donna Peterson North Vancouver, BC	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Gerri Greenham Stouffville, ON	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	350,000	Oct. 12, 2017	N/A
Gregg Gorecki Vancouver, BC	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A

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Richard Trudeau Victoria, BC	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Susan Brookes Vancouver, BC	150,000 Units comprised of 150,000 Common Shares 75,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	225,000	Oct. 12, 2017	N/A
Robin Laver, Victoria, BC	150,000 Units comprised of 150,000 Common Shares 75,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	225,000	Oct. 12, 2017	N/A
Edward Laver Victoria, BC	150,000 Units comprised of 150,000 Common Shares 75,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	225,000	Oct. 12, 2017	N/A
Andreas Wichary Surrey, BC	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
John Elliott Edmonton, AB	150,000 Units comprised of 150,000 Common Shares 75,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	225,000	Oct. 12, 2017	N/A
Elizabeth Macdonald Edmonton, AB	150,000 Units comprised of 150,000 Common Shares 75,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	225,000	Oct. 12, 2017	N/A
J Robert Ridpath Guelph, ON	75,000 Units comprised of 75,000 Common Shares	\$0.15	\$0.30	NI 45-106 section 2.3	112,500	Oct. 12, 2017	N/A

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	37,500 Warrants						
Heather Ridpath Guelph, ON	75,000 Units comprised of 75,000 Common Shares 37,500 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	112,500	Oct. 12, 2017	N/A
Clayton Ellams Calgary, AB	125,000 Units comprised of 125,000 Common Shares 62,500 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	190,000	Oct. 12, 2017	N/A
Corinne Ellams Calgary, AB	125,000 Units comprised of 125,000 Common Shares 62,500 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	190,000	Oct. 12, 2017	N/A
Brent Todd Vancouver, BC	200,000 Units comprised of 200,000 Common Shares 100,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	500,000	Oct. 12, 2017	N/A
Juniper Currie Vancouver, BC	50,000 Units comprised of 50,000 Common Shares 25,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	75,000	Oct. 12, 2017	N/A
Johnny Markovina Vancouver, BC	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	150,000	Oct. 12, 2017	N/A
Brian Goffenberg Thornhill, ON	66,667 Units comprised of 66,667 Common Shares 33,333 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	100,000	Oct. 12, 2017	N/A

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Lola Ventures Inc. Edmonton, AB	1,000,000 Units comprised of 1,000,000 Common Shares 500,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	1,500,000	Oct. 12, 2017	Director of Issuer and President of Subscriber
Lowell Kamin Toronto, ON	66,666 Units comprised of 66,666 Common Shares 33,333 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	99,999	Oct. 12, 2017	N/A
Stephen Dobler Edmonton, AB	700,000 Units comprised of 700,000 Common Shares 350,000 Warrants	\$0.15	\$0.30	NI 45-106 section 2.3	1,050,000	Oct. 12, 2017	N/A
Mark Hoogveen Toronto, ON	166,666 Units comprised of 166,666 Common Shares 83,333 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	249,999	Oct. 12, 2017	N/A
529008 BC Ltd. Toronto, ON	666,666 Units comprised of 666,666 Common Shares 333,333 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	999,999	Oct. 12, 2017	N/A
Gayle Drutz East York, ON	166,667 Units comprised of 166,667 Common Shares 83,333 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	250,000	Oct. 12, 2017	N/A
Robert Haefling Vancouver, BC	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	150,000	Oct. 12, 2017	N/A
Finley Mah Edmonton, AB	166,666 Units comprised of 166,666 Common Shares	\$0.15	\$0.30	NI 45-106 Section 2.3	249,999	Oct. 12, 2017	N/A

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	83,333 Warrants						
Darren Kershaw Calgary, AB	200,000 Units comprised of 200,000 Common Shares 100,000 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	300,000	Oct. 12, 2017	N/A
Susan Milton Calgary, AB	75,000 Units comprised of 75,000 Common Shares 37,500 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	112,500	Oct. 12, 2017	N/A
Yman Metanis Sherwood Park, AB	1,000,000 Units comprised of 1,000,000 Common Shares 500,000 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	1,500,000	Oct. 12, 2017	N/A
Jim Stewart Calgary, AB	200,000 Units comprised of 200,000 Common Shares 100,000 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	300,000	Oct. 12, 2017	N/A
Ed Moroz Edmonton, AB	1,000,000 Units comprised of 1,000,000 Common Shares 500,000 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	1,500,000	Oct. 12, 2017	N/A
Dave Regan Calgary, AB	100,000 Units comprised of 100,000 Common Shares 50,000 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	150,000	Oct. 12, 2017	N/A
Neil Tanner Banff, AB	200,000 Units comprised of 200,000 Common Shares 100,000 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	300,000	Oct. 12, 2017	N/A

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Howard Charles Kerbel Toronto, ON	333,333 Units comprised of 333,333 Common Shares 166,666 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	499,999	Oct. 12, 2017	N/A
Burke Norris Investments Inc. Toronto, ON	166,666 Units comprised of 166,666 Common Shares 83,333 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	249,999	Oct. 12, 2017	N/A
Michael Clasby Vancouver, BC	266,666 Units comprised of 266,666 Common Shares 133,333 Warrants	\$0.15	\$0.30	NI 45-106 Section 2.3	399,999	Oct. 12, 2017	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.

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: \$2,424,499.95.
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 private placement will be used by the Issuer to purchase financial interests in cannabis companies and fund general working capital.
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: Units. Each Unit consists of one (1) common share and one-half (1/2) of one common share purchase warrant. .
- (b) Number: 16,163,326 .
- (c) Price per security: \$0.15 .
- (d) Voting rights: One vote per common share. .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number 8,081,660 Warrants .
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options). Each whole warrant is exercisable into one common share at an exercise price of \$0.30 for a period of twenty four (24) months from the date of closing. There are a total of 8,081,660 common shares issuable upon exercise of the warrants.

_____ .
- (c) Exercise price \$0.30 .
- (d) Expiry date 24 months from the closing date .
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): See Below.
- (b) Cash: _____

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PI Financial Corp. Toronto, ON,	\$2,160
Canaccord Genuity Corp. Toronto, ON,	\$47,200
Industrial Alliance Services, Toronto, ON,	\$45,300
Loewen Ondaatje McCutcheon Limited, Toronto, ON,	\$16,000
Zack Kembar, Toronto, ON,	\$18,500
Hanoz Kapadia, Mississauga, ON,	\$2,700
Foundation Markets Inc., Toronto, ON,	\$25,139

(c) Securities:

Broker Warrants in the Amount Below

PI Financial Corp. Toronto, ON,	14,400
Canaccord Genuity Corp. Toronto, ON,	314,666
Industrial Alliance Services, Toronto, ON,	302,000
Loewen Ondaatje McCutcheon Limited, Toronto, ON,	106,666
Zack Kembar, Toronto, ON,	123,333
Hanoz Kapadia, Mississauga, ON,	18,000
Foundation Markets Inc., Toronto, ON,	167,592

(d) Other: N/A .

(e) Expiry date of any options, warrants etc. October 13, 2019.

(f) Exercise price of any options, warrants etc. \$0.15 .

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

Principals of Foundation Markets Inc. are also principals of High Standard Royalty Corp., a company which will be acquired by Quinsam Capital Corporation conditionally upon the closing of the private placement.

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.

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. 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: 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).

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⁾

(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.):

(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 October 18, 2017 .

Eric Szustak
Name of Director or Senior
Officer

(signed) "Eric Szustak"
Signature

President
Official Capacity