

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: C21 Investments Inc. (the "Issuer").

Trading Symbol: CXXI.

Date: June 15, 2018

Is this an updating or amending Notice: ☐ Yes ☒ No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance:

5,979,695 common shares_____.

Date of News Release Announcing Private Placement:

January 9, 2018 announcing Private Placement;

March 28, 2018 regarding closing of Private Placement and issuance of Convertible Debentures in the total Principal Amount of \$33,500,000 that were disclosed in Form 2A Listing Statement; and

June 15, 2018 announcing that the Issuer elects to force conversion of the Convertible Debentures into common shares at a deemed price of \$1.00 per Conversion Share, and issue 10% loan Bonus Shares at a deemed value of \$1.00 per Bonus Share on June 18, 2018, after it commences trading on the CSE.

Closing Market Price on Day Preceding the Issuance of the News Release: \$1.38
(News Release dated January 29, 2018 announcing the Private Placement) (the Issuer has been halted since January 8, 2018).

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)
1. VP Bank AG Aeulestrasse 6, 9490 Vaduz Liechtenstein	2,000,000 Conversion Shares and 200,000 Bonus Shares: Total 2,200,000	N/A	\$1.00	BCI 72-503	552,000 common shares	\$2,000,000 <i>(funds confirmed received by Escrow Agent)</i> <u>\$1,000,000</u> July 20/17; AND <u>\$1,000,000</u> Nov.11/17	N/A
2. Nelson Capital Corporation 24F, Block 48, Lower Baguio Villa, 550 Victoria Road, Pokfulam, Hong Kong, China	2,020,000 Conversion Shares and 202,000 Bonus Shares Total: 2,222,000	N/A	\$1.00	BCI 72-503	348,000 common shares	\$2,020,000 <i>(funds confirmed received by Escrow Agent: \$420,000 July 17/17)</i> <i>Rob also wired \$626,090.31 direct to C21 BMO bank Feb.23/18 AND wired another \$1,013,909.6 9 Mar.5//18 for total \$2,060,000 (Extra \$40,000 was applied to Tina Church #115)</i>	INSIDER (Robert Cheney)

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
3. Tony Shum Flat 10B, Regal Crest 9 Robinson Road Hong Kong, China	1,115,000 Conversion Shares and 111,500 Bonus Shares Total: 1,226,500	N/A	\$1.00	BCI 72-503 (China) Pro or Insider? NO 5% After PP assuming conversion and Bonus Shares? (1,412,500 held) <u>NO</u>	186,000 common shares	\$1,115,000 (funds confirmed received by Escrow Agent) <u>\$450,000</u> July 14/17 <u>\$300,000</u> Nov.21/17 <u>\$50,000</u> Nov.28/17 <u>\$50,000</u> Dec.1/17 <u>\$30,000</u> Jan.25/18 <u>\$30,000</u> (via Debbie Shum) Feb. 20/18) <u>\$90,000</u> Mar.5/18 <u>\$115,000</u> Mar.14/18	N/A
4. Ken Sim 2138 West 21 st Avenue Vancouver, B.C. V6L 1J3	105,000 Conversion Shares and 10,500 Bonus Shares Total: 115,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$105,000 (funds confirmed received by Escrow Agent) <u>\$30,000</u> July 13/17 <u>\$93,000</u> Jan.10/18 (FOR \$48,000 for Ken Sim and \$45,000 for Teena Gupta) <u>\$52,000</u> Jan.31/18 (FOR \$27,000 for Ken Sim and \$25,000 for Teena Gupta)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
5. Wellchamp Fund Limited P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands	2,000,000 Conversion Shares and 200,000 Bonus Shares Total: 2,200,000	N/A	\$1.00	BCI 72-503	NIL	\$2,000,000 \$1,000,000 (funds confirmed received Nov.28/17 AND \$1,000,000 (funds confirmed received Mar.13/18 by Escrow Agent)	N/A
6. Peter A. Allard Seaview, Chancery Land, Christ Church, Barbados, W.I.	500,000 Conversion Shares and 50,000 Bonus Shares Total: 550,000	N/A	\$1.00	BCI 72-503	NIL	\$500,000 (funds confirmed received <u>\$300,000</u> Nov.30/17 AND <u>\$200,000</u> Jan.17/18 by Escrow Agent)	N/A
7. Julie M. Hegyi 6226 Mika Road Sechelt, B.C. V0N 3A7	40,000 Conversion Shares and 4,000 Bonus Shares Total: 44,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$40,000 March 28, 2018	N/A
8. Barbara Joe 5856 Mukway Drive Sechelt, B.C. V0N 3A3	40,000 Conversion Shares and 4,000 Bonus Shares Total: 44,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$40,000 (funds confirmed received by Escrow Agent: <u>\$10,000</u> Dec.14/17 AND <u>\$10,000</u> Jan.31/18 AND \$20,000 Mar.19/18)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
9. Brent Denham 5604 – 41 st Avenue Wetaskiwin, Alberta T9A 3M7	1,500,000 Conversion Shares and 150,000 Bonus Shares Total: 1,650,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$1,500,000 (funds confirmed received Dec.4/17 by Escrow Agent)	N/A
10. Teena Gupta 2138 West 21 st Avenue Vancouver, B.C. V6L 1J3	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 (funds confirmed received by Escrow Agent) <u>\$30,000</u> July 13/17 <u>\$93,000</u> Jan.10/18 (FOR \$48,000 for Ken Sim and \$45,000 for Teena Gupta) \$52,000 Jan.31/18 (FOR \$27,000 for Ken Sim and \$25,000 for Teena Gupta)	N/A
11. William Griffis 124A Griffis Road Neebing, Ontario P7L 0G9	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 28, 2018	N/A
12. Allen Chu 1171 East 41 st Avenue Vancouver, B.C. V5W 1R1	28,000 Conversion Shares and 2,800 Bonus Shares Total: 30,800	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$28,000 (funds confirmed received Jan.22/18 by Escrow Agent)	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
13. Tracey McVicar 2318 Oliver Crescent Vancouver, B.C. V6L 1S5	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 (funds confirmed received Jan.24/18 by Escrow Agent)	N/A
14. Catherine Thorpe 3350 West 3 rd Vancouver, B.C. V6R 1L4	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 (funds confirmed received Jan.11/18 by Escrow Agent)	N/A
15. David Newton 1667 Heathside Crescent Pickering, Ontario L1V 5V5	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.6	NIL	\$25,000 (funds confirmed received Jan.26/18 by Escrow Agent)	N/A
16. Patrick D. Shields 5207 Chartwell Road Sechelt, B.C. V0N 3A2	35,000 Conversion Shares and 3,500 Bonus Shares Total: 38,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$35,000 (funds confirmed received by Escrow Agent) <u>\$20,000</u> Jan.12/18 AND <u>\$15,000</u> Mar.12/18	N/A
17. Trevor Watkins 4606 West 2 nd Avenue Vancouver, B.C. V6R 1L1	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 (funds confirmed received Jan.25/18 by Escrow Agent)	N/A
18. Fatima Charania 3425 West 32 nd Avenue Vancouver, B.C. V6S 1Y8	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 (funds confirmed received Jan.26/18 by Escrow Agent)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
19. Wanda Kwan 1171 East 41 st Avenue Vancouver, B.C. V5W 1R1	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$5,000 <i>(funds confirmed received Jan.9/18 by Escrow Agent)</i>	N/A
20. Alan Brimacombe 224 – 39 th Avenue S.W. Calgary, Alberta T2S 0W5	300,000 Conversion Shares and 30,000 Bonus Shares Total: 330,000	N/A	\$1.00	NI 45-106, s.2.3(2)	200,000 common shares	\$300,000 March 27, 2018	N/A
21. Marc Schirrmann Weidstrasse 3 8712 Staefa, Switzerland	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	BCI 72-503	NIL	\$50,000 <i>(funds confirmed received Jan.29/18 by Escrow Agent)</i>	N/A
22. Randal Howarth 802 – 583 Beach Crescent Vancouver, B.C. V6Z 3E6	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.3(2)	150,000 common shares	\$5,000 March 28, 2018	N/A
23. Clay Steiro 5472 West Vista Court West Vancouver, B.C. V7W 3G8	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$10,000 March 28, 2018	N/A
24. Brenda Sparks- Pastro 2599 Eagle Mountain Drive Abbotsford, B.C. V3G 0B1	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$10,000 <i>(funds confirmed received Jan.22/18 by Escrow Agent)</i>	N/A
25. Heather Buchanan Lot 13, 35689 Goodbrand Drive Abbotsford, B.C. V3G 0C5	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 <i>(funds confirmed Jan.22/18 received by Escrow Agent)</i>	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
26. John A. Davis 1041 Annette Court Bowen Island, B.C. V0N 1G2	10,000 Conversion Shares	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$10,000 March 28, 2018	N/A
27. Gale Capital Corporation Suite 301, 175 West 2 nd St. North Vancouver, B.C. V7M 0A5	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$5,000 March 28, 2018	N/A
28. Melissa Sparks 1424 Montenegro Drive, Kelowna, B.C. V1P 1R3	3,000 Conversion Shares and 300 Bonus Shares Total: 3,300	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$3,000 <i>(funds confirmed received Jan.26/18 by Escrow Agent)</i>	N/A
29. Ashley Devon Sparks 523 – 34A Street N.W. Calgary, Alberta T2N 2Y6	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$5,000 <i>(funds confirmed received Jan.18/18 by Escrow Agent)</i>	N/A
30. Ranjit Sangra 8511 Osgood Place Richmond, B.C. V7A 4M4	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$20,000 <i>(funds confirmed received Jan.24/18 by Escrow Agent)</i>	N/A
31. Brandon Sparks 259 Upper Canyon Drive N. Kelowna, B.C. V1V 3C7	3,500 Conversion Shares and 350 Bonus Shares Total: 3,850	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$3,500 <i>(funds confirmed received Jan.19/18 by Escrow Agent)</i>	N/A
32. 6466 Investments Pty Ltd. 97 Broome Street, Cottesloe W.A. 6011, Australia	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	BCI 72-503	NIL	\$150,000 March 28, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
33. Nicholas Beare 150 Sudbury Street Unit 1606 Toronto, Ontario M6J 3S8	3,200 Conversion Shares and 320 Bonus Shares Total: 3,520	N/A	\$1.00	NI 45-106, s.2.6 (Ontario Close Friend Rob Cheney)	NIL	\$3,200 (funds confirmed received Jan.25/18 by Escrow Agent)	N/A
34. Ian Fraser 941 Esquimalt Avenue West Vancouver, B.C. V7T 1J9	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$10,000 March 28, 2018	N/A
35. William Cheney 17 Rossmore Road Toronto, Ontario M6G 2M6	12,000 Conversion Shares and 1,200 Bonus Shares Total: 13,200	N/A	\$1.00	NI 45-106, s.2.6	NIL	\$12,000 (funds confirmed received Feb.26/18 by Escrow Agent)	N/A
36. Stephen William John Clemenson 66 Shoenbury Road Southend-On-Sea, Essex SS1 3RS, England, U.K.	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	BCI 72-503	NIL	\$25,000 (funds confirmed received Jan.16/18 by Escrow Agent)	N/A
37. Calvin Ha 1412 Centre A Street N.E. Calgary, Alberta T2E 2Z9	90,000 Conversion Shares and 9,000 Bonus Shares Total: 99,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$90,000 (funds confirmed received Mar.12/18 Escrow Agent)	N/A
38. International E-Trade Equities 04 16 Cunningham Street, Northsound, Grand Cayman Cayman Islands	40,000 Conversion Shares and 4,000 Bonus Shares Total: 44,000	N/A	\$1.00	BCI 72-503	NIL	\$40,000 (funds confirmed received Feb.12/18 by Escrow Agent)	N/A
39. Michael Yeung 3313 Centre B Street N.W. Calgary, Alberta T2K 0V7	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 (funds confirmed received Jan.29/18 by Escrow Agent)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
40. Hutton Capital Corporation 2860 Bellevue Avenue West Vancouver, B.C. V7V 1E8.	200,000 Conversion Shares and 20,000 Bonus Shares Total: 220,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$200,000 (funds confirmed received Feb.1/18 by Escrow Agent)	N/A
41. Richard Barnett 7 Parkglan Place Port Moody, B.C. V3H 4K9	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.5(2)	20,000 common shares	\$20,000 March 27, 2018	N/A
42. Jennifer Storbo 7 Parkglan Place Port Moody, B.C. V3H 4K9	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$20,000 March 27, 2018	N/A
43. Grafton Access and Opportunities Fund LP 1800, 421 – 7 th Ave. S.W. Calgary, Alberta T2P 4K9	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
44. Milton Porterfield 622 Lightstone Drive San Antonio, Texas 78258 U.S.A	70,000 Conversion Shares and 7,000 Bonus Shares Total: 77,000	N/A	\$1.00	BCI 72-503	NIL	\$70,000 (funds confirmed received Mar.23/18 by Escrow Agent)	N/A
45. Susan Lambie 7 Wychwood Park Toronto, Ontario M6G 2V5	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 (funds confirmed received Mar.5/18 by Escrow Agent)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
46. Quinsam Capital Corporation 390 Bay Street, Suite 806, Toronto, Ontario M5H 1T1	1,500,000 Conversion Shares and 150,000 Bonus Shares Total: 1,650,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$1,500,000 (funds confirmed received March 5/18 by Escrow Agent)	N/A
47. Roger Dent 7 Wychwood Park Toronto, Ontario M6G 2V5	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 (funds confirmed received Mar.5/18 by Escrow Agent)	N/A
48. Colin Rothery 6936 Gulliford Road PO Box 1160 Merritt, B.C. V1K 1B8	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 (funds confirmed received Feb.20/18 by Escrow Agent)	N/A
49. Isaac M. Porterfield Suite 818, 289 Alexander Street Vancouver, B.C. V6A 1C2	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 (funds confirmed received Jan.16/18 by Escrow Agent)	N/A
50. Jason Van Oene 707 Barrie Close Edmonton, Alberta T6W 1E8	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	20,000 common shares	\$25,000 (funds confirmed received Jan.25/18by Escrow Agent)	N/A
51. Dion Phaneuf 271 Heath Road Edmonton, Alberta T6R 1V4	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
52. Dawn Wagner 20, 51209 RR 255, Spruce Grove, Alberta, T7Y 1A8	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
53. Brodie Wagner 10834 – 134 Street Edmonton, Alberta T5M 1H8	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	66,858 common shares	\$50,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
54. Spiro Angelos 1305 – 11007 83 Avenue Edmonton, Alberta T6G 6T9	200,000 Conversion Shares and 20,000 Bonus Shares Total: 220,000	N/A	\$1.00	NI 45-106, s.2.3(2)	200,000 common shares	\$200,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
55. Ron Wagner 20, 51209 RR 255, Spruce Grove, Alberta, T7Y 1A8	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 confirmed received Feb.5/18 by Escrow Agent)	N/A
56. Ronald Wagner 20, 51209 RR 255, Spruce Grove, Alberta, T7Y 1A8	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 (funds confirmed received Feb.13/18 by Escrow Agent)	N/A
57. Kimberly Wagner 10834 – 134 Street N.W. Edmonton, Alberta T5M 1H8	75,000 Conversion Shares and 7,500 Bonus Shares Total: 82,500	N/A	\$1.00	NI 45-106, s.2.3(2)	36,358	\$75,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
58. Horley Investments Ltd. 95 – 314 222 Baseline Road Sherwood Park, Alberta T8M 1S8	2,000,000 Conversion Shares and 200,000 Bonus Shares Total: 2,200,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$2,000,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
59. Niki Angelos 1305 – 11007 83 Avenue Edmonton, Alberta T6G 6T9	200,000 Conversion Shares and 20,000 Bonus Shares Total: 220,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$200,000 <i>(funds confirmed received Feb.5/18 by Escrow Agent)</i>	N/A
60. Peace Hills Investments Ltd. 4103 - 56 Street Westaskiwin, Alberta T9A 1V2	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 <i>(funds confirmed received Feb.5/18 by Escrow Agent)</i>	N/A
61. Rith Chea Professional Corp. 212 – 10939 - 82 Avenue N.W. Edmonton, Alberta T6G 0S7	250,000 Conversion Shares and 25,000 Bonus Shares Total: 275,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$250,000 <i>(funds confirmed received Feb.5/18 by Escrow Agent)</i>	N/A
62. Kimberly Babcock Site 15, Comp 57, RR 1 Stn Main, Fort St. John, B.C. V1J 4M6	46,400 Conversion Shares and 4,640 Bonus Shares Total: 51,040	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$46,400 <i>(funds confirmed received Feb.5/18 by Escrow Agent)</i>	N/A
63. Kenneth Babcock or Kimberley Babcock Site 15, Comp 57, RR 1 Stn Main, Fort St. John, B.C. V1J 4M6	57,100 Conversion Shares and 5,710 Bonus Shares Total: 62,810	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$57,100 <i>(funds confirmed received Feb.5/18 by Escrow Agent)</i>	N/A
64. Kenneth Babcock Site 15, Comp 57, RR 1 Stn Main, Fort St. John, B.C. V1J 4M6	46,500 Conversion Shares and 4,650 Bonus Shares Total: 51,150	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$46,500 <i>(funds confirmed received Feb.5/18 by Escrow Agent)</i>	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
65. 1709937 Alberta Ltd. 7 – 26123 Twp, RD 511 Spruce Grove, Alberta T7Y 1B9	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$10,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
66. Debra Smith or Donald Smith Site 6, Comp 10, SS2 Fort St. John, B.C. V1J 4M7	155,000 Conversion Shares and 15,500 Bonus Shares Total: 170,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$155,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
67. Dylan Blake 110 St.-George's Circle Edmonton, Alberta T5N 3M7	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$100,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
68. Erica Blake 110 St.-George's Circle Edmonton, Alberta T5N 3M7	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$100,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
69. Kathleen Blake 13415 – 117 A Avenue Edmonton, Alberta T5M 3J6	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A
70. Samson Blake 110 St.-George's Circle Edmonton, Alberta T5N 3M7	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$100,000 (funds confirmed received Feb.5/18 by Escrow Agent)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
71. Thomas Blake 110 St.-George's Circle Edmonton, Alberta T5N 3M7	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$100,000 <i>(funds confirmed received Feb.5/18 by Escrow Agent)</i>	N/A
72. James Fisher 910 Salsbury Road Courtenay, B.C. V9N 9N3	15,000 Conversion Shares and 1,500 Bonus Shares Total: 16,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$15,000 March 28, 2018	N/A
73. Lydia Nathe 6068 Commercial Street Vancouver, B.C. V5P 3N9	4,000 Conversion Shares and 400 Bonus Shares Total: 4,400	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$4,000 March 28, 2018	N/A
74. Michael Simpson 502 – 2965 Fir Street Vancouver, B.C. V6J 5M9	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.3(2)	10,000 common shares	\$10,000 March 28, 2018	N/A
75. Julia Dekleer 3121 Duchess Avenue North Vancouver, B.C. V7K 3B7	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 28, 2018	N/A
76. Art Dekleer 3121 Duchess Avenue North Vancouver, B.C. V7K 3B7	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 28, 2018	N/A
77. Art Dekleer 3121 Duchess Avenue North Vancouver, B.C. V7K 3B7	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 March 28, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
78. Belmont Capital Corp. Suite 303, 750 West Pender Street Vancouver, B.C. V6O 2T7	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 28, 2018	N/A
79. Alois J. Manser 907 – 112 East 13 th Street North Vancouver, B.C. V7L 0E4	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 28, 2018	N/A
80. Joan A. Barrington-Foote 3950 Hillcrest Avenue North Vancouver, B.C. V7R 4B6	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$5,000 March 28, 2018	N/A
81. Randle J. Barrington-Foote 3950 Hillcrest Avenue North Vancouver, B.C. V7R 4B6	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$5,000 March 28, 2018	N/A
82. M. Brian Casper 1251 Greenbriar Way North Vancouver, B.C. V7R 1L8	15,000 Conversion Shares and 1,500 Bonus Shares Total: 16,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$15,000 March 28, 2018	N/A
83. Fred Hofman 5 – 5402 Vista Court West Vancouver, B.C. V7W 3H3	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.3(2)	72,500 common shares	\$20,000 March 28, 2018	N/A
84. Rachel Nathe 6066 Commercial Street Vancouver, B.C. V5P 3N9	4,000 Conversion Shares and 400 Bonus Shares Total: 4,400	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$4,000 March 28, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
85. Stephen Watts 21 Wright Road, Crafrers, S.A., Australia, 5152	470,000 Conversion Shares and 47,000 Bonus Shares Total: 517,000	N/A	\$1.00	BCI 72-503	NIL	\$470,000 March 28, 2018	N/A
86. Sven Olsson Oechsleinstrasse 27, Goppingen 73033 Germany	15,000 Conversion Shares and 1,500 Bonus Shares Total: 16,500	N/A	\$1.00	BCI 72-503	10,000 common shares	\$15,000 March 28, 2018	N/A
87. Christian Wirth Mediterraneo Loft 7B, Via Argentina, Panama City, Panama	125,000 Conversion Shares and 12,500 Bonus Shares Total:137,500	N/A	\$1.00	BCI 72-503	125,000 common shares	\$125,000 March 28, 2018	N/A
88. Robert Gayton 5145 Ashfield Road West Vancouver, B.C. V7W 2X4	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$10,000 March 28, 2018	N/A
89. Shea Wilson 910 Salsbury Road Courtenay, B.C. V9N 9N3	15,000 Conversion Shares and 1,500 Bonus Shares Total: 16,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$15,000 March 28, 2018	N/A
90. Nicole Allen 102 – 1290 Crown Isle Drive Courtenay, B.C. V9N 0B8	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$50,000 March 28, 2018	N/A
91. Jessie Kwan 6307 Knight Street Vancouver, B.C. V5P 2V9	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, 2.5(2)	NIL	\$5,000 <i>(funds confirmed received by Escrow Agent Feb.6/18)</i>	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
92. Betty Gabrilo 6307 Knight Street Vancouver, B.C. V5P 2V9	24,000 Conversion Shares and 2,400 Bonus Shares Total: 26,400	N/A	\$1.00	NI 45-106, 2.5(2)	NIL	\$24,000 (funds confirmed received by Escrow Agent Feb.5/18)	N/A
93. Fred T. Bowers Flat 1C 2 Hutton Road Midlevels, Hong Kong	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	BCI 72-503	NIL	\$150,000 (funds confirmed received by Escrow Agent) <u>\$50,000</u> Feb.13/18 AND <u>\$100,000</u> Mar. 13/18	N/A
94. Peter Chiu Keung Kwan 6307 Knight Street Vancouver, B.C. V5P 2V9	18,500 Conversion Shares and 1,850 Bonus Shares Total: 20,350	N/A	\$1.00	NI 45-106, 2.5(2)	NIL	\$18,500 (funds confirmed received Feb.13/18 by Escrow Agent)	N/A
95. Sharon Bruyere Suite 414, 262 Salter Street New Westminster, B.C. V3M 0J6	15,000 Conversion Shares and 1,500 Bonus Shares Total: 16,500	N/A	\$1.00	NI 45-106, 2.5(2)	NIL	\$15,000 March 19, 2018 (not in escrow)	N/A
96. Susan Telford Suite 415, 262 Salter Street New Westminster B.C. V3M 0J6	15,000 Conversion Shares and 1,500 Bonus Shares Total: 16,500	N/A	\$1.00	NI 45-106, 2.5(2)	23,000 common shares	\$15,000 <u>\$5,000</u> Mar.14/18 AND <u>\$10,000</u> Mar.19/18 (not in escrow)	N/A
97. Tiana M. Cheney Suite 904, 1455 Howe Street, Vancouver, B.C. V6Z 1C2	33,000 Conversion Shares and 3,300 Bonus Shares Total: 36,300	N/A	\$1.00	NI 45-106, 2.5(2)	NIL	\$33,000 (funds confirmed received March 20/18 by Escrow Agent)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
98. Origin Resource Fund LP 220 Bay Street, Suite 1500, Toronto, Ontario M5J 2W4	60,000 Conversion Shares and 6,000 Bonus Shares Total: 66,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$60,000 (funds confirmed received Mar.19/18 by Escrow Agent)	N/A
99. Sadip Johal Suite 805 6695 Southoaks Crescent Burnaby, B.C. V5E 4M9	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$50,000 (\$35,000 funds confirmed received Feb.21/18 by Escrow Agent and \$15,000 March 28, 2018)	N/A
100. Pardip Johal Suite 2206 6658 Dow Avenue Burnaby, B.C. V5H 3C9	60,000 Conversion Shares and 6,000 Bonus Shares Total: 6,600	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$60,000 (\$50,000 funds confirmed received Feb.21/18 by Escrow Agent and \$10,000 March 28, 2018)	N/A
101. Divena Johal 7326 Patterson Avenue Burnaby, B.C. V5J 3N8	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$50,000 (funds confirmed received Feb.23/18 by Escrow Agent)	N/A
102. First Canadian Insurance Corp., 320 Sioux Road Sherwood Park, Alberta T8A 3X6	94,000 Conversion Shares and 9,400 Bonus Shares Total: 103,400	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$94,000 Wired (funds confirmed received Mar.12/18 by Escrow Agent)	N/A
103. Millennium Insurance Corp., 320 Sioux Road Sherwood Park, Alberta T8A 3X6	47,000 Conversion Shares and 4,700 Bonus Shares Total: 51,700	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$47,000 (funds confirmed received Mar.12/18 by Escrow Agent)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
104. Rockhaven Holdings Ltd. 7 Saint Thomas Street, Suite 802 Toronto, Ontario M5S 2B7	46,000 Conversion Shares and 4,600 Bonus Shares Total: 50,600	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$46,000 (funds confirmed received Mar.13/18 by Escrow Agent)	N/A
105. Interward Capital Corp. 7 Saint Thomas Street, Suite 802 Toronto, Ontario M5S 2B7	23,000 Conversion Shares and 2,300 Bonus Shares Total: 25,300	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$23,000 (funds confirmed received Mar.13/18 by Escrow Agent)	N/A
106. Glass Investments LP P.O. Box 212, St. Martins House Le Bordage, St. Petersport, Guernsey, Channel Islands, GY1 4JE	90,000 Conversion Shares and 9,000 Bonus Shares Total: 99,000	N/A	\$1.00	BCI 72-503	NIL	\$90,000 (funds confirmed received Mar.13/18 by Escrow Agent)	N/A
107. Chelmer Consulting Corp. 2717 West 29 th Avenue Vancouver, B.C. V6L 1X8	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 (funds confirmed received Feb.21/18 by Escrow Agent)	N/A
108. Penrose Investors Limited p/a Arthur van Schendelstraat 197, 3511 MC, Utrecht, The Netherlands	1,000,000 Conversion Shares and 100,000 Bonus Shares Total: 1,100,000	N/A	\$1.00	BCI 72-503	NIL	\$1,000,000 (funds confirmed received by Escrow Agent: <u>\$750,000</u> Feb.26/18 AND: <u>\$250,000</u> Mar.14/18)	N/A
109. Michael Depfyffer 4641 Woodburn Road West Vancouver, B.C. V7S 2W7	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$20,000 March 28, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
110. D. Bruce MacDonald 1102 Highland Drive West Vancouver, B.C. V7S 2H1	500,000 Conversion Shares and 5,000 Bonus Shares Total: 550,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$500,000 March 28, 2018	N/A
111. Jock McDermid 1915 – 133B Street, South Surrey, B.C. V4A 7S7	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 March 28, 2018	N/A
112. Nico Pantelis Marina Village 25 Willemstad, Curacao	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	BCI 72-503	NIL	\$20,000 March 28, 2018	N/A
113. Pierre de Labouchere Seestrasse 52 8700 Kuesnacht – ZH – Switzerland	500,000 Conversion Shares and 50,000 Bonus Shares Total: 550,000	N/A	\$1.00	BCI 72-503	NIL	\$500,000 <i>(funds confirmed received by Escrow Agent: \$250,000 Feb.26/18 AND: \$250,000 Mar.14/18)</i>	N/A
114. Teresa Cherry 1345 East 18 th Avenue Vancouver, B.C. V5V 1H6	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.5(2)	20,000 common shares	\$50,000 <i>(\$15,000 bank draft payable to C21 received Mar.5/18 AND \$35,000 bank draft payable to C21 received Mar.14/18)</i>	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
115. Tina Church 3131 Point Grey Road Vancouver, B.C. V6K 1B3	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$100,000 (funds confirmed received by Escrow Agent) <u>\$60,000</u> Feb.23/18 AND <u>\$40,000</u> Mar.4/18)	N/A
116. Khaza Nominees Pty Ltd. c/o Level 12, 139 Macquarie Street Sydney, NSW Australia 2000	75,000 Conversion Shares and 7,500 Bonus Shares Total: 82,500	N/A	\$1.00	BCI 72-503	NIL	\$75,000 March 27, 2018	N/A
117. Laszlo Fur and/or Sally Fur 55 Ridley Blvd. Toronto, Ontario M5M 3L2	28,000 Conversion Shares and 2,800 Bonus Shares Total: 30,800	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$28,000 March 27, 2018	N/A
118. Sally Fur 55 Ridley Blvd. Toronto, Ontario M5M 3L2	28,000 Conversion Shares and 2,800 Bonus Shares Total: 30,800	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$28,000 March 27, 2018	N/A
119. Laszlo Fur 55 Ridley Blvd. Toronto, Ontario M5M 3L2	44,000 Conversion Shares and 4,400 Bonus Shares Total: 48,400	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$44,000 March 27, 2018	N/A
120. Graham Saunders 30 Hargrave Lane, Unit 12 Toronto, Ontario M4N 0A4	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
121. Barbara Langer 350 Macbeth Crescent West Vancouver, B.C. V7T 1V7	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
122. Joseph Quarin 12 Devere Gdns North York, Ontario, M5M 3E5	200,000 Conversion Shares and 20,000 Bonus Shares Total: 220,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$200,000 March 27, 2018	N/A
123. Carson Seabolt 2531 Nelson Avenue West Vancouver, B.C. V7V 2R5	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
124. Northwest Marketing & Management 950 – 3 rd Street West Vancouver, B.C. V7T 2J3	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
125. Peter Beck 80 Joicey Blvd. North York, Ontario M5M 2T5	60,000 Conversion Shares and 6,000 Bonus Shares Total: 66,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$60,000 March 27, 2018	N/A
126. Peter Beck and Tammy Beck 80 Joicey Blvd. North York, Ontario M5M 2T5	40,000 Conversion Shares and 4,000 Bonus Shares Total: 44,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$40,000 March 27, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
127. Derek Ham 13 Governors Road East York, Ontario M4W 2E9	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
128. Thomas D. Kim Suite 1204 55 Front Street East Toronto, Ontario M5E 1B3	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 March 27, 2018	N/A
129. Trevor Wilson Suite 401, 1169 West Cordova Vancouver, B.C. V6C 3T1	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 <i>(funds confirmed received Mar.2/18 by Escrow Agent)</i>	N/A
130. Mary Alexandra Wilson Suite 401, 1169 West Cordova Vancouver, B.C. V6C 3T1	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 <i>(funds confirmed received Mar.2/18 by Escrow Agent)</i>	N/A
131. 1926 Holdings Ltd. 6061 Trafalgar Street Vancouver, B.C. V6N 1C5	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(5)	NIL	\$50,000 <i>received Jan.18/18 (not in escrow)</i>	N/A
132. Gregory R. Bonkowski Suite 307, 3591 Oak Street, Vancouver, B.C. V6H 2M1	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.3(2)	10,000 common shares	\$10,000 <i>received Apr.5/18</i>	N/A
133. Robert L. Spevakow 2585 Point Grey Road Vancouver, B.C. V6K 1A1	5,900 Conversion Shares and 590 Bonus Shares Total: 6,490	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$5,900 March 27, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
134. Simco Services Inc. Suite 303, 595 Howe Street Vancouver, B.C. V6C 2T5	824,330 Conversion Shares and 82,433 Bonus Shares Total: 906,763	N/A	\$1.00	NI 45-106, s.2.3(5)	402,360 common shares	\$24,330 \$600,000 paid direct to C21 Mar.14/18 AND Cheque \$51,080 paid directly to C21 Mar.23/18 AND Cheque \$173,250 paid directly to C21 Mar.27/18	N/A
135. Mike Mischke 4011 Rose Crescent West Vancouver, B.C. V7V 2N6	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 27, 2018	N/A
136. Gisela Waibel 1385 Crestwell Road West Vancouver, B.C. V7V 3N6	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
137. Arcon Holdings Ltd. 5289 Keith Road West Vancouver, B.C. V7W 2M9	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
138. John (Keith) Dalton 4326 Erwin Drive West Vancouver, B.C. V7V 1H6	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2) (BC Accred)	NIL	\$100,000 March 27, 2018	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
139. Sauder Treasury Holdings Ltd. 6975 West Boulevard, Vancouver, B.C. V6P 5R9	1,000,000 Conversion Shares and 100,000 Bonus Shares Total: 1,100,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$1,000,000 March 27, 2018	N/A
140. Vertex One Asset Management on behalf of <u>Vertex Growth Fund</u> registered as <i>Jayvee & Co. ITF YVRF5001002</i> , Suite 3200, 1021 West Hastings Street, Vancouver, B.C. V6E 0C3	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 March 27, 2018	N/A
141. Vertex One Asset Management on behalf of <u>Vertex Fund</u> registered as <i>Investor Company ITF 5J5505C</i> , Suite 3200, 1021 West Hastings Street, Vancouver, B.C. V6E 0C3	850,000 Conversion Shares and 85,000 Bonus Shares Total: 935,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$850,000 March 27, 2018	N/A
142. Lakota Joe 5856 Mukway Drive Sechelt, B.C. V0N 3A3	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$5,000 <i>(funds confirmed received Mar.8/18 by Escrow Agent)</i>	N/A
143. Ashley Joe 5591 Kunut Avenue Sechelt, B.C. V0N 3A3	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$5,000 <i>(funds confirmed received Mar.8/18 by Escrow Agent)</i>	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
144. Marlor Investments Inc. Suite 703, 938 Howe Street Vancouver, B.C. V6Z 1N9	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	5,500 common shares	\$50,000 Mar.24/18 (not in escrow)	N/A
145. Cathy Wood 40 Drift Drive Whitehorse, Yukon Y1A 0B2	250,000 Conversion Shares and 25,000 Bonus Shares Total: 275,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$250,000 (funds confirmed received Mar.9/18 by Escrow Agent)	N/A
146. Jeffrey V Jorge and Desiree Jorge 1885 McKinney Way, Apt. 27H Seal Beach, California 90740	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	BCI 72-503	NIL	\$20,000 (funds confirmed received Mar.9/18 by Escrow Agent)	N/A
147. Geremy Thomas Dairy House Farm, Stubbs Lane, Beckington Bath, U.K. BA11 6TE	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	BCI 72-503	NIL	\$100,000 (funds confirmed received Mar.12/18 by Escrow Agent)	N/A
148. Troy Grant 111 Ahmadi Crescent Bedford, Nova Scotia B4A 4E5	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 (wired to Escrow Agent Mar.29/18)	N/A
149. Kati Conlin Suite 401, 2010 Barclay Street Vancouver, B.C. V6G 1L5	1,530 Conversion Shares and 153 Bonus Shares Total: 1,683	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$1,530 Received Mar.9/18 (not in escrow)	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
150. Len Werden P.O. Box 71 12857 Dogwood Drive Madeira Park, B.C. V0N 2H0	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$150,000 March 27, 2018	INSIDER
151. Dennis Dion Suite 202, 2616 West Broadway Vancouver, B.C. V6K 2G3	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$20,000 <i>(funds confirmed received Mar.14/18 by Escrow Agent)</i>	N/A
152. Andrew Best 14 Neville Park Blvd. Toronto, Ontario M4E 3P6	375,000 Conversion Shares and 37,500 Bonus Shares Total: 412,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$375,000 March 28, 2018	N/A
153. John Rybinski 3840 Point Grey Road Vancouver, B.C. V6R 1B4	240,000 Conversion Shares and 24,000 Bonus Shares Total: 264,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$240,000 March 28, 2018	N/A
154. Nicholas Yardley Medicine Professional Corporation 6 Young Court Orangeville, Ontario L9W 0A8	200,000 Conversion Shares and 20,000 Bonus Shares Total: 220,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$200,000 March 28, 2018	N/A
155. Dr. Erin Brown Inc. 3629 Yale Street Vancouver, B.C. V5K 1C7	200,000 Conversion Shares and 20,000 Bonus Shares Total: 220,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$200,000 March 28, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
156. Marco Abenante 6280 Aubrey Street Burnaby, B.C. V5B 2E1	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 March 28, 2018	N/A
157. Michael J. Bochen 288 West 26 th Avenue Vancouver, B.C. V5Y 2J9	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2) (BC Acc)	NIL	\$50,000 March 28, 2018	N/A
158. Diane S. Chow 288 West 26 th Avenue Vancouver, B.C. V5Y 2J9	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 March 28, 2018	N/A
159. York Equipment Leasing 288 West 26 th Avenue Vancouver, B.C. V5Y 2J9	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 28, 2018	N/A
160. Michael P. Katzalay 4126 Angus Drive Vancouver, B.C. V6J 4H9	40,000 Conversion Shares and 4,000 Bonus Shares Total: 44,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$40,000 March 28, 2018	N/A
161. Stephanie Hacksel 4126 Angus Drive Vancouver, B.C. V6J 4J9	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$20,000 March 28, 2018	N/A
162. Fiona F. Zawadzki 3031 Armada Street Coquitlam, B.C. V3C 3S4	75,000 Conversion Shares and 7,500 Bonus Shares Total: 82,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$75,000 March 28, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
163. Patrick Chin Holdings Inc. 4085 West 37 th Avenue Vancouver, B.C. V6N 2W6	75,000 Conversion Shares and 7,500 Bonus Shares Total: 82,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$75,000 March 28, 2018	N/A
164. Vincente Benjamin Asuncion 838 Millbank Vancouver, B.C. V5Z 1Z4	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 March 28, 2018	N/A
165. Diane Hooper 10128 – 172 Street Surrey, B.C. V4N 3L4	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 12, 2018 (<i>not in escrow</i>)	N/A
166. Travis King Suite 318, 159 2 nd Avenue Vancouver, B.C. V5Y 0L8	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 12, 2018 (<i>not in escrow</i>)	N/A
167. Brent Poirier 15 Sennok Crescent Vancouver, B.C. V6N 2E3	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 (<i>funds confirmed received Mar.12/18 by Escrow Agent</i>)	N/A
168. Goldreign Capital Inc. Suite 2601, 1111 Alberni Street Vancouver, B.C. V6E 4U2	250,000 Conversion Shares and 25,000 Bonus Shares Total: 275,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$250,000 (<i>funds confirmed received Mar.12/18 by Escrow Agent</i>)	N/A
169. Leslie Bargaen 77 – 15715 – 34 th Avenue Surrey, B.C. V3Z 0S6	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	25,000 (<i>funds confirmed received Mar.12/18 by Escrow Agent</i>)	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

January 2015
Page 30

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)
170. Craig Telford Suite 415, 262 Salter Street New Westminster B.C. V3M 0J6	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$5,000 Mar.13/18 <i>(not in escrow)</i>	N/A
171. Josh Newman 2315 Heather Way Forest Grove, Oregon 97116	3,200 Conversion Shares and 320 Bonus Shares Total: 3,520	N/A	\$1.00	BCI 72-503	NIL	\$3,200 <i>(funds confirmed received Mar.12//18 by Escrow Agent)</i>	N/A
172. Peter Nesveda 52 Dixon Street, Malvern, Victoria 3144 Australia	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	BCI 72-503	NIL	\$25,000 April 11, 2018 <i>(not in escrow)</i>	N/A
173. WH Ireland Limited 24 Martin Lane London EC4R 0DR, U.K.	250,000 Conversion Shares and 25,000 Bonus Shares Total: 275,000	N/A	\$1.00	BCI 72-503	NIL	\$250,000 <i>(funds confirmed received by Escrow Mar.14/18</i>	N/A
174. Robert Hirschberg 20 Heintzman Crescent Maple, Ontario L6A 4T8	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
175. Casey Baker 3 Oakley Place North York, Ontario M2P 2G3	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 March 27, 2018	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
176. Keturah Nathe 15213 Harris Road Pitt Meadows, B.C. V3Y 1Z1	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.5(2)	61,000 common shares	\$50,000 March 27, 2018	INSIDER
177. Paul Michael Nyzuk Suite 1102 633 Kinghorne Mews Vancouver, B.C. V6Z 3H4	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$10,000 Mar.15/18 (payable to C21 directly)	N/A
178. Brett Letham Suite 404, 1850 - 8 th Avenue West Vancouver, B.C. V6J 5G3	30,000 Conversion Shares and 3,000 Bonus Shares Total: 33,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$30,000 Mar.16/18 (payable to C21directly)	N/A
179. Dominic Tung Suite 106, 8450 Jellicoe Street Vancouver, B.C. V5S 4S9	1,000 Conversion Shares and 100 Bonus Shares Total: 1,100	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$1,000 Cheque received Mar.15/18 (payable to C21)	N/A
180. David N. Fields 822 NW 8 th Street Redmond, Oregon 97756 U.S.A.	13,338 Conversion Shares and 1,334 Bonus Shares Total: 14,672	N/A	\$1.00	BCI 72-503	NIL	\$13,338 March 19, 2018 (not in escrow)	N/A
181. Edmond Francis Funtanellas 2095 NW Trenton Bend, Oregon 97703 U.S.A.	40,247 Conversion Shares and 4,025 Bonus Shares Total: 44,272	N/A	\$1.00	BCI 72-503	NIL	\$40,247 (funds confirmed received Mar.16/18 by Escrow Agent)	N/A
182. Charles Stephen Foster 9812 St. Julians Lane Henrico, VA 882- 4185 U.S.A.	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	BCI 72-503	NIL	\$100,000 (funds confirmed received Mar.16/18 by Escrow Agent)	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
183. Island Pinnick and Christie Pinnick 60969 Ward Road Bend, Oregon 97702 U.S.A.	201,057 Conversion Shares and 20,106 Bonus Shares Total: 221,163	N/A	\$1.00	BCI 72-503	NIL	\$201,057 March 19, 2018 (<i>not in escrow</i>)	N/A
184. Caroline G. Pinnick and Robert V. Pinnick 60222 Ridgeview Drive East Bend, Oregon 97702 U.S.A.	518,000 Conversion Shares and 51,800 Bonus Shares Total: 569,800	N/A	\$1.00	BCI 72-503	NIL	\$518,000 (<i>funds confirmed received Mar.21/18 by C21 directly</i>)	N/A
185. John L. and Debi Corso Revocable Trust 229 NW Florida Avenue Bend, Oregon 97703 U.S.A.	146,512 Conversion Shares and 14,651 Bonus Shares Total: 161,163	N/A	\$1.00	BCI 72-503	NIL	\$146,512 March 19, 2018 (<i>not in escrow</i>)	N/A
186. John L. Corso Investments, LLC. 229 NW Florida Avenue Bend, Oregon 97703 U.S.A.	80,160 Conversion Shares and 8,016 Bonus Shares Total: 88,176	N/A	\$1.00	BCI 72-503	NIL	\$80,160 March 19, 2018 (<i>not in escrow</i>)	N/A
187. Debi Corso Investments LLC 229 NW Florida Avenue Bend, Oregon 97703 U.S.A.	56,506 Conversion Shares and 5,651 Bonus Shares Total: 62,157	N/A	\$1.00	BCI 72-503	NIL	\$56,506 March 19, 2018 (<i>not in escrow</i>)	N/A
188. Skyler Pinnick 60100 Stirling Drive Bend, Oregon 97701 U.S.A.	262,787 Conversion Shares and 26,279 Bonus Shares Total: 289,066	N/A	\$1.00	BCI 72-503	NIL	\$262,787 March 19, 2018 (<i>not in escrow</i>)	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

January 2015
Page 33

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)
189. Winkie Investments Ltd. 1875 West 57 th Avenue Vancouver, B.C. V6P 1T7	150,000 Conversion Shares and 15,000 Bonus Shares Total: 165,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$150,000 March 27, 2018	N/A
190. Spartan MM Fund 100 Wellington West, Suite 2101 Toronto, Ontario M5K 1J3	350,000 Conversion Shares and 35,000 Bonus Shares Total: 385,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$350,000 March 27, 2018	N/A
191. Derek C. Jones 7282 Rapp Lane Talent, Oregon 97540 U.S.A.	50,593 Conversion Shares and 5,059 Bonus Shares Total: 55,652	N/A	\$1.00	BCI 72-503	NIL	\$50,593 March 17, 2018	N/A
192. Paul Marijn Berkelmans Weteringschans 84-1 1017XR Amsterdam The Netherlands	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	BCI 72-503	NIL	\$50,000 March 20, 2018	N/A
193. Christopher Paul John Collins Flat 29H, Tower 2, Tung Chung Crescent, Tung Chung, Hong Kong	8,000 Conversion Shares and 800 Bonus Shares Total: 8,800	N/A	\$1.00	BCI 72-503	NIL	\$8,000 <i>confirmed received by Escrow Agent Mar.15/18</i>	N/A
194. Keith Schaefer 660 Queens Road East North Vancouver, B.C. V7N 1H3	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	100,000 common shares	\$100,000 <i>(funds confirmed received by Escrow Agent Mar.19/18)</i>	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
195. Ralph A. Kinnis 4570, 46B Street Delta, B.C. V4K 2N1	12,000 Conversion Shares and 1,200 Bonus Shares Total: 13,200	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$12,000 <i>(Escrow Agent confirmed receipt March 20/18)</i>	N/A
196. Armando F. Ferrer 4144 Windsor Street Vancouver, B.C. V5V 4P3	500 Conversion Shares and 50 Bonus Shares Total: 550	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$500 <i>cheque received Mar.16/18 payable to C21</i>	N/A
197. Dennis Hoesgen 4175 Almondel Road West Vancouver, B.C. V7V 3L6	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 27, 2018	N/A
198. Eric H. Hoesgen 3357 Marine Drive West Vancouver, B.C. V7V 1M8	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 27, 2018	N/A
199. Leighton Bocking Suite 2002, 388 Drake Street, Vancouver, B.C. V6B 6A8	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 27, 2018	N/A
200. Valentine Edwards 38 Roycroft Way Kanata, Ontario K2W 1C7	40,000 Conversion Shares and 4,000 Bonus Shares Total: 44,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$40,000 March 27, 2018	N/A
201. Frank Soave 13 Roxborough Street West Toronto, Ontario M5R 1T9	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
202. Clarke Peterson 2095 NW Trenton Avenue Bend, Oregon 97703 U.S.A.	31,538 Conversion Shares and 3,154 Bonus Shares Total: 34,692	N/A	\$1.00	BCI 72-503	NIL	\$31,538.40 March 19, 2018	N/A
203. Teri Bloomquist 23287 Chisholm Trail Bend, Oregon 97702 U.S.A.	4,870 Conversion Shares and 487 Bonus Shares Total: 5,357	N/A	\$1.00	BCI 72-503	NIL	\$4,870 <i>(funds confirmed received Mar.20/18 by Escrow Agent)</i>	N/A
204. Stephen Baker Suite 601 1500 Howe Street Vancouver, B.C. V6Z 2N1	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$20,000 Mar.23/18 payable to C21direct	N/A
205. Hunter Neubauer 672 NW Sonora Drive Bend, Oregon 97703 U.S.A.	50,232 Conversion Shares and 5,023 Bonus Shares Total: 55,255	N/A	\$1.00	BCI 72-503	NIL	\$50,232 <i>(confirmed received Mar.22/18 by Escrow Agent)</i>	N/A
206. Heather Claridge 5480 Monte Bre Crescent West Vancouver, B.C. V7W 3B1	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 27, 2018	N/A
207. Martha Burnham 2076 Gatestone Avenue Oakville, Ontario L6J 2G3	200,000 Conversion Shares and 20,000 Bonus Shares Total: 220,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$200,000 March 27, 2018	N/A
208. Grant MacDonald 3422 – 6505 – 3 rd Avenue, Delta, B.C. V4L 2N1	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 March 27, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
209. Stonecastle Investment Management Suite 205, 1708 Dolphin Avenue Kelowna, B.C. V1X 9S4	400,000 Conversion Shares and 40,000 Bonus Shares Total: 440,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$400,000 March 27, 2018	N/A
210. Stonecastle Investment Management Suite 205, 1708 Dolphin Avenue Kelowna, B.C. V1X 9S4	1,100,000 Conversion Shares and 110,000 Bonus Shares Total: 1,210,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$1,100,000 March 27, 2018	N/A
211. Gerry Shields 1866 Esquimalt Avenue West Vancouver, B.C. V7V 1R9	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 27, 2018	N/A
212. Richard Rotondi 60245 Woodside Road Bend, Oregon 97702 U.S.A.	8,500 Conversion Shares and 850 Bonus Shares Total: 9,350	N/A	\$1.00	BCI 72-503	NIL	\$8,500 <i>(funds confirmed received Mar.20/18 by C21)</i>	N/A
213. Christopher Cherry 1346 East 18 th Avenue Vancouver, B.C. V5V 1H6	5,000 Conversion Shares and 500 Bonus Shares Total: 5,500	N/A	\$1.00	NI 45-106, s.2.5(2)	48,000 common shares	\$5,000 <i>Cheque payable to C21 received Mar.23/18</i>	INSIDER
214. Patsy Haugejorden 5596 Allen Avenue Powell River, B.C. V8A 4J1	1,000 Conversion Shares and 100 Bonus Shares Total: 1,100	N/A	\$1.00	NI 45-106, s.2.5(2)	NIL	\$1,000 <i>Cheque payable to C21 received Mar.23/18</i>	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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)
215. Andrew Poole 3633 – 13A Street S.W. Calgary, Alberta T2T 3S8	20,000 Conversion Shares and 2,000 Bonus Shares Total: 22,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$20,000 March 27, 2018	N/A
216. Rod Maxwell 1129 - 9 Street N.W. Calgary, Alberta T2M 3K9	100,000 Conversion Shares and 10,000 Bonus Shares Total: 110,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
217. Mark Finney Suite 2701, 1155 Seymour Street Vancouver, B.C. V6B 1K2	10,000 Conversion Shares and 1,000 Bonus Shares Total: 11,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$100,000 March 27, 2018	N/A
218. GRS Investments Ltd. 22 Aspen Hills Way SW Calgary, Alberta T3Y 0G5	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 March 27, 2018	N/A
219. Khaled Verjee 427 Shaw Street Toronto, Ontario M6G 3L3	25,000 Conversion Shares and 2,500 Bonus Shares Total: 27,500	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$25,000 March 27, 2018	N/A
220. Scot Robinson 9768 – 170 Street, Apt 487 Edmonton, Alberta T5T 5L4	80,000 Conversion Shares and 8,000 Bonus Shares Total: 88,000	N/A	\$1.00	NI 45-106, s.2.3(2)	200,000 common shares	\$80,000 <i>Wired to Escrow Agent Mar.29/18</i>	N/A
221. Matri Capital Suite 101, 1133 Homer Street Vancouver, B.C. V6B 0B1	50,000 Conversion Shares and 5,000 Bonus Shares Total: 55,000	N/A	\$1.00	NI 45-106, s.2.3(2)	NIL	\$50,000 Wire C21 received Mar.27/18	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

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)
TOTAL:	33,500,000 Conversion Shares 3,350,000 Bonus Shares TOTAL: 36,850,000						

(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: \$33,500,000 was raised in the Convertible Debenture Private Placement that closed March 26, 2018.
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. Proceeds from the Convertible Debenture Private Placement were used towards expenses required with respect to the Acquisitions set out in the Company's Form 2A Listing Statement that was SEDAR filed on June 14, 2018, and for 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 Common Shares
 - (b) Number 36,850,000, comprised of 33,500,000 shares to be issued on conversion of Convertible Debentures, and 3,350,000 loan

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

Bonus Shares to be issued in connection therewith, all shares to be issued on June 18, 2018.

(c) Price per security \$1.00 (deemed) .

(d) Voting rights One vote per common share held .

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

(a) Number _____ .

(b) Number of securities eligible to be purchased on exercise of Warrants (or options) _____ .

(c) Exercise price _____ .

(d) Expiry date _____ .

7. Provide the following information if debt securities are to be issued:

(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.):

(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):

(b) Cash A total of \$1,162,045 cash was paid as finders fees as follows:

Haywood Securities Inc., Suite 700, 200 Burrard Street, Vancouver, B.C. V6C 3L6 (\$195,795 cash)

Canaccord Genuity Corp., Suite 2200, 609 Granville Street, Vancouver, B.C. V7Y 1H2 (\$84,500 cash)

National Bank Financial Inc., Suite 3300, 666 Burrard Street,
Vancouver, B.C. V6C 2X8 (\$223,500 cash)

CIBC Wood Gundy Co., 22 Front Street West, 5th Floor, Toronto,
Ontario M5J 2W5 (\$172,000 cash)

2242257 Ontario Inc., 333 Bay Street, Suite 1700, Toronto, Ontario
M5H 2R2 (\$90,000 cash)

Arcon Holdings Ltd., 5289 Keith Road, West Vancouver, B.C. V7W
2M9 (Dominic Spooner) (\$35,500 cash)

Simco Services Inc., Suite 303, 595 Howe Street, Vancouver, B.C.
V6C 2T5 (Joe DeVries) (\$120,000 cash)

Wellchamp Investments Limited (Ronald Cheng, Director), 804A,
8/F, World Wide House, 19 Des Voeux Road, Central Hong Kong
(\$63,250 cash)

Scot Robinson, 941 Picard Drive, Edmonton, Alberta T5T 6N9
(\$80,000 cash)

Whiteswan BV (Peter Vermeulen), Arthur vanSchendelstraat 197,
311 MC, Utrecht, The Netherlands (\$41,000 cash)

Goldreign Capital Inc. (Gordon King), Suite 2601, 1111 Alberni
Street, Vancouver, B.C. V6E 4V2 (\$56,500 cash)

- (c) Securities Warrants were issued to Finders for the purchase of up
to 765,796 common shares as follows:

Haywood Securities Inc. (195,795 Warrants)

Canaccord Genuity Corp. (84,500 Warrants)

National Bank Financial Inc. (223,500 Warrants)

CIBC Wood Gundy Co. (172,000 Warrants)

2242257 Ontario Inc. (90,000 Warrants)

- (d) Other N/A .
- (e) Expiry date of any options, warrants etc. Warrants expire March 25,
2018 .
- (f) Exercise price of any options, warrants etc. \$1.00 per Warrant
Share.

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 None of the brokers or other persons who received compensation in connection with the Private Placement have any other relationship with the Issuer .
10. Describe any unusual particulars of the transaction (i.e. tax “flow through” shares, etc.).
None .
11. State whether the private placement will result in a change of control.
No 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.

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: _____ .

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

- _____ .
- (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	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: _____ .
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 June 15, 2018

SIGNED: "Robert Cheney"
Robert Cheney, CEO