

## FORM 9

### **NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES** **(or securities convertible or exchangeable into listed securities<sup>1</sup>)**

Please complete the following:

Name of Listed Issuer: New Tech Lithium Corp. (the "Issuer").

Trading Symbol: NTM

Date: October 25, 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: 46,494,896

Date of News Release Announcing Private Placement: 2018-10-23

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.040

**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) 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.

<sup>1</sup>An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: \_\_\_\_\_ .
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.
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: \_\_\_\_\_  
\_\_\_\_\_ .
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 \_\_\_\_\_ .
  - (c) Price per security The closing price the date of October 24th, 2018.
  - (d) Voting rights None \_\_\_\_\_
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
  - (a) Number \_\_\_\_\_ .
  - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) \_\_\_\_\_ .
  - (c) Exercise price Year 1: \_\_\_\_\_ Year 2: \_\_\_\_\_  
Year 3: \_\_\_\_\_ Year 4: \_\_\_\_\_ Year 5: \_\_\_\_\_
  - (d) Expiry 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 \_\_\_\_\_ .

---

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

(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): \_\_\_\_\_ .

<u>Name of Finders</u>	<u>Total Finder's Fees</u>	<u>Paid in Shares 10%</u>	<u>Securities 10%</u>

(b) Cash: Please see Table Above \_\_\_\_\_ .

(c) Securities Please see Table Above \_\_\_\_\_ .

(d) Other Please see Table Above \_\_\_\_\_ .

(e) Expiry date of any options, warrants etc. \_\_\_\_\_ .

(d) (f) Exercise price of any options, warrants etc. Year 1: \_\_\_\_\_  
Year 2: \_\_\_\_\_

Year 3: \_\_\_\_\_ Year 4: \_\_\_\_\_ Year 5: \_\_\_\_\_

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 No\_\_  
\_\_\_\_\_ .

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.. N/A

**2. Acquisition N/A**

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: The addition of 12 US Federal Load Mining Claims, totaling 240 acres, to their existing 640-acre Buena Vista Hills Cobalt Project in Pershing County, Nevada.  
\_\_\_\_\_ .

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: \$6,000 cash payment payable within three business days following the Amendment Execution Date + 100,000 NTM shares to be transferred within six (6) business days following the Amendment Execution Date. These payments cover the initial 7-months following the Amendment Execution Date. The 1st and 2nd anniversaries (May 15, 2019 and May 15, 2020, respectively) of the original lease option execution date.  
\_\_\_\_\_ .

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: \$20,000 .

(b) Cash: \$6,000 each .

(c) Securities (including options, warrants etc.) and dollar value: \_\_\_\_\_  
100,000 common shares approximately \$4,000 CAD each .

- (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:

<b>Name of Party (If not an individual, name all insiders of the Party)</b>	<b>Number and Type of Securities to be Issued</b>	<b>Dollar value per Security (CDN\$)</b>	<b>Conversion price (if applicable)</b>	<b>Prospectus Exemption</b>	<b>No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party</b>	<b>Describe relationship to Issuer <sup>(1)</sup></b>
Zephyr Minerals, Inc. 250 S. Rock St., Suite 118 Reno, NV 89502	100,000	\$4,000			<10%	N/A
Barium, Inc.  P. O. Box 2302, Reno, Nevada 89505	100,000	\$4,000			<10%	N/A

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: The vendor is the registered and beneficial owner of a one hundred percent interest in and to the Moosehead NW claims located in North-Central Newfoundland, Canada. The parties had previously entered into a Mineral Property Purchase Agreement dated July 31, 2018. The Vendor had agreed in the Initial Agreement to sell to the Purchaser all of his right, title and interest in and to the Claims, and the Purchaser had agreed to acquire the Claims on the terms agreed to in the Initial Agreement. The parties have agreed to replace the Initial Agreement in its entirety with Amended Mineral Property Purchase Agreement for the sale of the Claims by the Vendor to the Purchase on the terms and subject to the conditions.
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

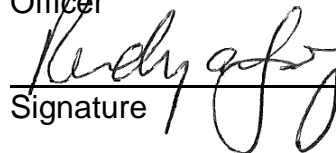
The undersigned hereby certifies that:

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 October 25, 2018.

Rudy de Jonge

Name of Director or Senior  
Officer



Signature

CEO

Official Capacity