

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: Declan Resources Inc. (the "Issuer").

Trading Symbol: LAN

Date: August 1, 2018

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: July 6, 2018.

Issued and Outstanding Securities of Issuer Prior to Issuance: 22,569,809

Date of News Release Announcing Private Placement: July 6, 2018

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.285 on day prior to confidential price protection

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) This section is not applicable.

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 relations -hip to Issuer (2)
Patrick McBride	590,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
David Morrison	120,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
424447 BC Ltd.	400,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Hugh Harlington	200,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A

Terry Sklaventis	50,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Longview Investment Limited	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Rolf Kessler	40,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
727 Capital Ltd.	1,000,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Adrienne Olnick Kutzschan	209,000	\$0.25	N/A	s. 2.3 of NI 45-106	830,000	July 31, 2018	N/A
Dirk Harbecke	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	38,333	July 31, 2018	N/A
Clark M. Fliss	61,000	\$0.25	N/A	s. 2.3 of NI 45-106	9,334	July 31, 2018	N/A
Dana H Prince Law Corporation	75,000	\$0.25	N/A	s. 2.3 of NI 45-106	25,000	July 31, 2018	N/A
Peter G Dickson	180,000	\$0.25	N/A	s. 2.3 of NI 45-106	21,667	July 31, 2018	N/A
Arthur Matthias Pascall	175,000	\$0.25	N/A	s. 2.3 of NI 45-106	25,000	July 31, 2018	N/A
Silvergate Capital Partners	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Adeline Blady	50,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Colin Brownlee	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Burton Egger	400,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A

Dustin Elford	50,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Gelita MacNeil	500,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
William Pettigrew	50,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Kent Scarborough	40,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Harley Sinclair	40,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Kosta Tsoutsis	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Domenic Staltari	40,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Loria Capital Corporation	120,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
FIDLEITY	300k	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Ali Haider	40,000	\$0.25	N/A	s. 2.5 of NI 45-106	Nil	July 31, 2018	N/A
Patrick Magee	40,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
VP Bank AG	400,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Brad Newall	400,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Christine Lefebvre	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A

Vertex One Asset Management on behalf of Vertex Growth Fund	112,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Vertex One Asset Management on behalf of Vertex Fund Registered	688,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Bullheart Capital Inc.	680,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Fort Capital Partners	120,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Mark Colucci	80,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Jesse Levesque	68,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Ryan Chin	68,000	\$0.25	N/A	s. 2.5 of NI 45-106	Nil	July 31, 2018	N/A
Jamie Newall	200,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
0587206 BC Ltd.	40,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Banri Capital Corp.	448,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Fevzi Ogelman	400,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Jody & Deborah Dahrouge	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Garett Ainsworth	100,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A

Chris Macpherson	200,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Taylor Theaker	20,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Ron Goos	40,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Robert Meister	200,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Otto Janout	200,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	N/A
Mei Lee Teresa Fung	20,000	\$0.25	N/A	s. 2.5 of NI 45-106	30,000	July 31, 2018	N/A
Moreau Holdings Ltd.	28,000	\$0.25	N/A	s. 2.3 of NI 45-106	Nil	July 31, 2018	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: \$2,820,500 .
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. For general working capital and commencement of exploration work on the Copper-Cobalt projects.
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, consisting of one common share and one-half of one common share purchase warrant .
 - (b) Number 11,282,000 units .
 - (c) Price per security \$0.25 per unit .
 - (d) Voting rights each common share has one vote
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number 5,641,000 .
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 5,641,000 .
 - (c) Exercise price \$0.45 .
 - (d) Expiry date 12 months from closing 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 Canaccord Genuity Corp, 2200-609 Granville St., Vancouver, BC: \$37,800; Haywood Securities Inc., 700-200 Burrard St.,

Vancouver, BC: \$15,750; Mackie Research Corp, 1920-1075 W. Georgia St., Vancouver, BC: \$23,275 .

- (c) Securities N/A .
- (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, 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 not related .

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.

N/A _____ .

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. _____ .

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:
 - (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).
- N/A
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:

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.): N/A
 - (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. 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
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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 August 1, 2018

Kelsey Chin

Name of Director or Senior
Officer

"Kelsey Chin"

Signature

Corporate Secretary

Official Capacity