

FORM 9 (AMENDED)

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES (or securities convertible or exchangeable into listed securities¹)

Please complete the following:

Name of Listed Issuer: Deveron UAS Corp. (the "Issuer").

Trading Symbol: DVR.

Date: April 21, 2017.

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: 17,848,006.

Date of News Release Announcing Private Placement: March 29, 2017 and April 21, 2017.

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.35.

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)
Brent Todd West Vancouver, BC	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Brian Wong Orton, ON	23,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Capital Event Management Ltd. Vancouver, BC	171,300 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person

Chris Block New Westminster, BC	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Chung & Tse Ltd. North York, ON	85,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Deborah Chamitoff Victoria, BC	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Edward Laver Victoria, BC	45,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Elizabeth Macdonald Edmonton, AB	75,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Finley Mah Edmonton, AB	45,700 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
G &/Or D Peterson North Vancouver, BC	45,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Garnet Peterson North Vancouver, BC	45,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Gloria Heisterman Campbell River, BC	40,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
J &/Or B Sutton Salt Spring Island, BC	50,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
John Elliott Edmonton, AB	75,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Keith Gilbert Mississauga, ON	30,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Mark Phillips Trenton, ON	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Michelle Wendling Edmonton, AB	35,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person

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Mike Leshyk Toronto, ON	40,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Paul Dancer Huntsville, ON	120,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Peter Jarcew Stouffville, ON	100,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Robin Laver Victoria, BC	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Susan Brookes Vancouver, BC	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Thomas Heisterman Campbell River, BC	40,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
William Brown Elmwood, ON	50,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Yee Chau Toronto, ON	30,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
682501 Alberta Ltd Toronto, ON	150,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
935476 Ontario Limit North York, ON	150,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Adam Szweras Thornhill, ON	50,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Ajit Grewal York, ON	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Didar Bains Surrey, BC	14,286 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Gurdass (Gary) Singh York, ON	140,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person

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Gursavraj (Raj) Dhami Burlington, ON	120,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Howard Kerbel North York, ON	150,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Janusz Piwowar Mississauga, ON	50,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Janusz Piwowar Mississauga, ON	50,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Jeffrey Kerbel North York, ON	100,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Margaret Barron Toronto, ON	35,714 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Mohammad Nazer Brampton, ON	50,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Ravinder Bains Surrey, BC	14,286 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Renzo Fabbro North York, ON	50,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Aaron Weinberg Toronto, ON	71,429 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Fortius Research and Trading Corp. Toronto, ON	60,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Gottfried Pflugbeil Toronto ON	20,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Graham Wovenden Toronto, ON	100,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person
Capital Ideas Investor Relations Inc Edmonton, AB	142,858 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non- Related Person

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7806221 Canada Inc. York, ON	57,143 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non-Related Person
Donal Carroll Toronto, ON	100,00 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non-Related Person
Antonio Raponi Stouffville, ON	20,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non-Related Person
Eugenio Garritano Gormley, ON	20,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non-Related Person
Richard Goldstein Toronto, ON	30,000 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non-Related Person
Paradigm Innovation Inc. Gwillimbury, ON	285,71 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non-Related Person
Rocfirm Toronto, ON	142,857 Units	\$0.35	Warrant exercisable at \$0.50	Section 2.3 of NI 45-106	Nil	April 21, 2017	Non-Related Person
TOTAL:	3,739,288 Units	\$1,308,750.80					

(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: \$1,308,750.80 (Up to \$2,800,000 with the closing of an over-allotment option to First Republic Capital Corporation (the "Agent") of an additional 5,000,000 units for additional proceeds of \$1,750,000)

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. Net proceeds from the offering will be used to further the business of the Issuer and for general working capital purposes

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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 Units. Each Unit is comprised of one common share (a "Common Share") and one-half of a Common Share purchase warrant (each whole warrant a "Warrant"). Each Warrant shall entitle the holder thereof to purchase one Common Share at an exercise price of \$0.50 per Common Share for a period of eighteen (18) months from the date of issuance .
- (b) Number 3,739,288 Units .
- (c) Price per security \$0.35 per Unit .
- (d) Voting rights 1 vote per Common Share .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number 1,869,642 Warrants .
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 1,869,642 Common Shares .
- (c) Exercise price \$0.50 .
- (d) Expiry date October 21, 2018 .
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):

First Republic Capital Corporation
55 University Ave, Suite 1003, Toronto, Ontario, M5J 2H7

Canaccord Genuity Corp. ("Canaccord")
161 Bay Street, 28th Floor, Toronto, Ontario, M5J 2S1

(b) Cash \$117,787.57 (being 7% of the gross proceeds from Units sold by each of the Agent and Canaccord, respectively, and 2% corporate finance fee paid to the Agent).

(c) Securities Broker warrants to purchase 336,535 common shares (being 7% of the aggregate number of Units sold under the offering).

(d) Other _____.

(e) Expiry date of any options, warrants etc. October 21, 2018.

(f) Exercise price of any options, warrants etc. \$0.35.

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 _____

Non-related person.

10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).

Not applicable.

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. Not applicable

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).

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. _____ .

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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 April 21, 2017.

David MacMillan
Name of Director or Senior Officer

"David MacMillan" (Signed)
Signature

Director
Official Capacity