

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: CARTIER IRON CORPORATION (the "Issuer").

Trading Symbol: CFE.

Date: DECEMBER 4, 2017.

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: OCTOBER 31, 2017.

Issued and Outstanding Securities of Issuer Prior to Issuance: 35,572,721.

Date of News Release Announcing Private Placement: October 31, 2017.

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.09.

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 relations -hip to Issuer (2)
Brain Michael Howlett & Associates Inc. Mississauga, Ontario	200,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	75,000	Dec. 4, 2017	Not a related person

Douglas M. Anderson North Vancouver, British Columbia	200,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Copper Hill Resources Inc. St. John's, Newfoundland & Labrador	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Brain Cloney Mississauga, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Paul Ankcorn Toronto, Ontario	75,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	413,000	Dec. 4, 2017	Not a related person
Julie Lahmani Lausanne, Switzerland	200,000 Units (each "Unit" containing 1 common	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

	share and 0.5 common share purchase warrant)						
Abraham Boyarsky Montreal, Quebec	500,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Francis Sauve Tilbury, Ontario	250,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	524,675	Dec. 4, 2017	Related person
Tartisan Resources Corp. Toronto, Ontario	250,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Alexander Horvath L'Orignal, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

1727471 Ontario Ltd. Richmond Hill, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
514 Finance Inc. Montreal, Quebec	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Robert Isles, Toronto, Ontario	350,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Pearson Geological Limited Thornhill, Ontario	250,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Goodgrove Pty Limited (G.C. Besson Superfund A/C)	300,000 Units (each "Unit" containing 1 common	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person

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

North Sydney, NSW Australia	share and 0.5 common share purchase warrant)						
PA & SZ Breden ATF PA & SZ Breden Super- annuation Fund Warrawee, NSW Australia	200,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Parcent Holdings Pty Ltd – G.K. Lawler Superfund, Drummoyne, NSW Australia	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	425,000	Dec. 4, 2017	Related person
Harry Burgess, Oakville, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	97,500	Dec. 4, 2017	Related person
Victor Cantore, Montreal, Quebec	200,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person

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

Michel Gagnon, Wentworth, Quebec	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	225,000	Dec. 4, 2017	Related person
Anthony Oram, Burlington, Ontario	500,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
John Greenwood, Toronto, Ontario	208,333 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Paul Ankcorn Toronto, Ontario	41,667 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	413,000	Dec. 4, 2017	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

Douglas Flett Toronto, Ontario	60,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Richard Stone Toronto, Ontario	41,667 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	150,000	Dec. 4, 2017	Not a related person
Victor Cantore, Montreal, Quebec	200,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Scott Clements Bridgewater, Nova Scotia	125,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person

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

Jeffrey S. Crouse New Germany Nova Scotia	85,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Pericles Theoharis Westmount, Quebec	100,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Jorge Estepa Brampton, Ontario	56,666 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	1,575,125	Dec. 4, 2017	Related person
Eric Salsberg, Toronto, Ontario	150,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

Barbara Scheurlen, Toronto, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	9,000	Dec. 5, 2017 (payment against delivery)	Not a related person
John Noke, Burlington, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	9,000	Dec. 5, 2017 (payment against delivery)	Not a related person
John Comi Toronto, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	281,000	Dec. 5, 2017 (payment against delivery)	Not a related person
Christine Comi Toronto, Ontario	150,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	281,000	Dec. 5, 2017 (payment against delivery)	Not a related person
Angelo Comi Toronto, Ontario	100,000 Units (each "Unit" containing 1 common	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

	share and 0.5 common share purchase warrant)						
Christine Cappuccitti Toronto, Ontario	50,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Marianna Tuebner and/or Christina Teubner and/or Ariane Teubner and/or Dagmar Teubner JTWROS Toronto, Ontario	220,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Francis Jagodits Toronto, Ontario	30,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Kees Van Winters Toronto, Ontario	150,000 Units (each "Unit" containing 1 common share and 0.5 common	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	33,750	Dec. 5, 2017 (payment against delivery)	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

	share purchase warrant)						
Michael Cachia Toronto, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Eric Salsberg, Toronto, Ontario	350,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Alexander Feness, Toronto, Ontario	40,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Carmen Diges Toronto, Ontario	200,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

	purchase warrant)						
John Comi Toronto, Ontario	200,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	281,000	Dec. 5, 2017 (payment against delivery)	Not a related person
Christine Comi Toronto, Ontario	200,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	281,000	Dec. 5, 2017 (payment against delivery)	Not a related person
McCrea Holdings Inc. Brampton, Ontario	50,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
David Ross Toronto, Ontario	420,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

	purchase warrant)						
Allan Jacobs Toronto, Ontario	650,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
James Macveigh Vancouver, British Columbia	50,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Jacob Securities Holding Inc. Toronto, Ontario	1,000,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
John Thistlethwaite Oakville, Ontario	10,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person

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

Richard Stone Toronto, Ontario	50,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	150,000	Dec. 5, 2017 (payment against delivery)	Not a related person
Hansrudolf Urech Balgach, Switzerland	160,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Tina Klaentschi Horgen, Switzerland	160,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Mag Harald Schwanberg, Germany	250,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Angelika Wenz Ludwigshafen, Germany	155,000 Units (each "Unit" containing 1 common	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person

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

	share and 0.5 common share purchase warrant)						
James Atkinson Utterson, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Jeffrey Barrett Huntsville, Ontario	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person
Marilyn Macdonald Sechelt, British Columbia	100,000 Units (each "Unit" containing 1 common share and 0.5 common share purchase warrant)	\$0.10 Units	Warrants (\$0.20 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 5, 2017 (payment against delivery)	Not a related person
Pina Evans Hamilton, Ontario	125,000 F-T Units (each "F-T Unit" containing 1 common share and 0.5 common share	\$0.12 Units	Warrants (\$0.25 exercise price)	NI 45-106 s. 2.3	Nil	Dec. 4, 2017	Not a related person

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

	purchase warrant)						
--	-------------------	--	--	--	--	--	--

- (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: **\$1,160,000** _____ .

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. The net proceeds of the Private Placement will be used to: i) finance remaining option-related financial obligations at Cartier Iron's optioned Gagnon Holdings, which includes the Penguin Lake deposit, ii) finance exploration at the Big Easy Property in Newfoundland and Labrador, and ii) utilize as working capital. All securities issued pursuant to the Private Placement will be subject to the applicable statutory four-month hold period. _____ .

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. N/A

5. Description of securities to be issued:
 - (a) Class Common Shares _____ .
 - (b) Number **11,000,000** _____ .

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

(c) Price per security 8,000,000 at \$0.10, 3,000,000 at \$0.12 (Flow-Through).

(d) Voting rights One vote per common share

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

(a) Number 5,500,000

(b) Number of securities eligible to be purchased on exercise of Warrants (or options) 5,500,000

(c) Exercise price 4,000,000 exercisable at \$0.20, 1,500,000 exercisable at \$0.25

(d) Expiry date 18 months from Closing Date.

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

(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): Foster & Associates Financial Services Inc. (Toronto office) to receive: i) finder's fee commissions totalling \$16,317 (7% of total amount introduced by Foster & Associates to the Issuer) ii) 101,500 broker

warrants exercisable into 101,500 common shares at a strike price of \$0.25 for a period of 18 months from closing, and) 72,567 broker warrants exercisable into 72,567 common shares at a strike price of \$0.20 for a period of 18 months from closing. GMP Securities L.P. (Toronto office) to receive \$2,275 as a finder's fee commission (3.5% of total amount introduced by GMP Securities to the Issuer). Echelon Wealth Partners (Toronto office) to receive: i) finder's fee commissions totalling \$7,700 (7% of total amount introduced by Echelon Wealth Partners to the Issuer) ii) 77,00 broker warrants exercisable into 77,000 common shares at a strike price of \$0.20 for a period of 18 months from closing. Leede Jones Gable Inc. (Toronto Office) to receive i) finder's fee commissions totalling \$3,528 (7% of total amount introduced by Leede Jones Gable to the Issuer) and ii) 29,400 broker warrants exercisable into 29,400 common shares at a strike price of \$0.25 for a period of 18 months from closing

- (b) Cash See (a) above for breakdown of \$29,820 paid in cash finder's fee commissions to eligible finders.
- (c) Securities See (a) above for breakdown of 280,467 broker warrants issued as compensation for finder's fee commissions to eligible finders.
- (d) Other N/A
- (e) Expiry date of any options, warrants etc. 18 months after closing
- (f) Exercise price of any options, warrants etc. Broker Warrants will have identical terms to the subscriber's warrants introduced by the finder (ie – either \$0.20 for or \$0.25 depending on whether the subscriber is a hard dollar investor or a flow-through investor). See (a) above for breakdown of Broker Warrants.

9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship N/A

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

3,000,000 Units will be issued on a "flow-through basis" with each F-T unit priced at \$0.12, consisting of one common share issued on a flow-through basis and one half of one common share purchase warrant with each full warrant exercisable into one common share at \$0.25 for a period of 18 months after closing.

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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. CONFIRMED.

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: N/A.
2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: N/A.

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:
- (a) Total aggregate consideration in Canadian dollars: N/A .
- (b) Cash: Nil .
- (c) Securities (including options, warrants etc.) and dollar value: N/A .
- (d) Other: N/A .
- (e) Expiry date of options, warrants, etc. if any: N/A .
- (f) Exercise price of options, warrants, etc. if any: N/A .
- (g) Work commitments: N/A .

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).
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.):
 - (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):N/A

 - (b) Cash N/A _____
 - (c) Securities N/A _____
 - (d) Other N/A _____
 - (e) Expiry date of any options, warrants etc. N/A _____

(f) Exercise price of any options, warrants etc. N/A .

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. N/A

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated December 4, 2017 .

JORGE ESTEPA

Name of Director or Senior
Officer


Signature

Vice President, Sec.-Treasurer
Official Capacity