AMENDED FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

(or securities convertible or exchangeable into listed securities)

Please complete the following:

Name of Listed Issuer: EnviroLeach Technologies Inc. (the “Issuer”).

Trading Symbol: ETI .

Date: March 2, 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: 52,456,000 .

Date of News Release Announcing Private Placement: February 27, 2018 .

Closing Market Price on Day Preceding the Issuance of the News Release: CDN$1.71(1)

(1) Price reservation was made on February 20, 2018, based on a closing market price of CDN$1.71 on February 16, 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 relations-hip to Issuer (2)** |
| **See attached Schedule 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: An aggregate total of CDN$10,050,000, comprised of: (a) the gross proceeds of CDN$2,049,999 of a non-brokered private placement offering of units at CDN$1.50 per unit, and (b) the gross proceeds of CDN$8,000,0001 of a brokered private placement offering of units at CDN$1.50 per unit.

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 Issuer intends to use the proceeds from the private placement for general working capital and to continue the development of its technologies .

1. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: Not applicable .
2. 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. Not applicable .
3. Description of securities to be issued: Units, comprised of one common share and one common share purchase warrant

(a) Class Common Shares .

(b) Number 6,700,000 .

(c) Price per security CDN$1.50 .

(d) Voting rights Yes, one vote per share held

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

(a) Number 6,700,000 .

1. Number of securities eligible to be purchased on exercise of Warrants (or options) Up to 6,700,000 common shares (the “**Warrant Shares**”) .

(c) Exercise price CDN$2.50 .

(d) Expiry date 24 months from the date of issuance, subject to acceleration as follows: if at any time following the expiry of the four month holding period that will apply to the Warrants and the Warrant Shares under National Instrument 45-102 – *Resale of Securities*, the closing price (or closing bid price on days when there are no trades) of the common shares on the CSE exceeds CDN$3.00 for 10 consecutive trading days, then, upon the Issuer sending Warrantholders notice of such date and issuing a news release announcing acceleration of the expiry date, the Warrant will only be exercisable for a period of 30 days following the date on which notice is sent to the Warrantholders.

## Provide the following information if debt securities are to be issued: Not applicable

(a) Aggregate principal amount .

(b) Maturity date .

(c) Interest rate .

(d) Conversion terms .

(e) Default provisions .

1. 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):

Roth Capital Partners, LLC, 888 San Clemente Drive, Suite 400, Newport Beach, CA USA 92660.

(b) Cash CDN$608,000 .

(c) Securities 405,333 compensation warrants (each, a “**Compensation Warrant**”). Each Compensation Warrant will entitle the holder to purchase one unit (consisting of one common share and one common share purchase warrant) at CDN$1.50 per unit, and will be exercisable for a period of 24 months, including by way of cashless exercise. Each underlying common share purchase warrant will be subject to substantially the same terms as are applicable to the Warrants, except that, subject to acceleration, they will expire 24 months after the issue date of the Compensation Warrants and will include a cashless exercise provision.

(d) Other Not applicable .

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

Expiry date of Compensation Warrants: 24 months from the date of issuance.

Expiry date of underlying common share purchase warrants: 24 months from the date of issuance of the Compensation Warrants.

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

Exercise price of Compensation Warrants: CDN$1.50 per unit

Exercise price of underlying common share purchase warrants: CDN$2.50 per common share

1. 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 .
2. Describe any unusual particulars of the transaction (i.e. tax “flow through” shares, etc.).

Not applicable .

1. State whether the private placement will result in a change of control.

No. .

1. 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.

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1. 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:

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1. 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:

1. 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:
2. Total aggregate consideration in Canadian dollars: .
3. Cash: .
4. Securities (including options, warrants etc.) and dollar value:

.

1. Other: .
2. Expiry date of options, warrants, etc. if any: .
3. Exercise price of options, warrants, etc. if any: .
4. Work commitments: .
5. State how the purchase or sale price was determined (e.g. arm’s-length negotiation, independent committee of the Board, third party valuation etc).
6. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer:

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1. 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
2. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired:

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1. 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 .

1. Expiry date of any options, warrants etc.
2. Exercise price of any options, warrants etc. .
3. 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.
4. 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.

1. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
2. 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).
3. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated March 2, 2018.

Don Weatherbee   
Name of Director or Senior Officer

“Don Weatherbee”   
Signature

Corporate Secretary   
Official Capacity

Schedule A to CSE Form 9

| **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)** |
| --- | --- | --- | --- | --- | --- | --- | --- |
| Mezzo Consulting Services S.A.  Guaira, Paraguay | 150,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 387,000 shares, 200,000 warrants, and 200,000 options | February 28, 2018 | N/A |
| Keith Peck  Vancouver, BC | 33,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 0 | February 28, 2018 | N/A |
| 869563 Alberta Ltd.  Lethbridge, AB | 60,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 446,680 shares | February 28, 2018 | N/A |
| Emergco Funding Corp.  Vancouver, BC | 80,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 0 | March 1, 2018 | N/A |
| Akiva Borenstein  Winnipeg, MB | 300,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 2,500,000 shares | March 1, 2018 | N/A |
| Brian J. Carpenter Holdco Ltd.  Edmonton, AB | 180,000 | $1.50 | $2.50 | Section 2.10 of NI 45-106 | 800,000 shares | March 1, 2018 | N/A |
| Regent Holdings Ltd.  Vancouver, BC | 60,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 800,000 shares | March 1, 2018 | N/A |
| Alice Pendura, Edmonton, AB | 50,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 550,000 shares | March 1, 2018 | N/A |
| Herc Holdings Inc.  St. Albert, AB | 155,666 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 200,000 shares | March 1, 2018 | N/A |
| Rene Wong, St. Albert, AB | 60,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 2,000,000 shares, 600,000 warrants | March 1, 2018 | N/A |
| Kevin O'Neill  Edmonton, AB | 16,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 449,000 shares | March 1, 2018 | N/A |
| Barry Sookarookoff,  Beaumont, AB | 6,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 228,004 shares, 120,000 warrants | March 1, 2018 | N/A |
| George C. Shen Professional Corporation, Edmonton, AB | 60,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 0 | March 1, 2018 | N/A |
| Celestine Montgomery  Edmonton, AB | 30,000 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 0 | March 1, 2018 | N/A |
| Chris Marchese  CA, USA | 12,000 | $1.50 | $2.50 | BCI Rule 72-503 | 100,000 shares | March 1, 2018 | N/A |
| Todd Fite  CA, USA | 33,000 | $1.50 | $2.50 | BCI Rule 72-503 | 347,046 shares, 60,000 warrants | March 1, 2018 | N/A |
| Jonathan A. Berkers and Suzanne M. Berkers  CA, USA | 33,000 | $1.50 | $2.50 | BCI Rule 72-503 | 26,996 shares | March 1, 2018 | N/A |
| Taura Mizrahi  CA, USA | 20,000 | $1.50 | $2.50 | BCI Rule 72-503 | 0 | March 1, 2018 | N/A |
| James E. Wilson Jr  AL, USA | 4,000 | $1.50 | $2.50 | BCI Rule 72-503 | 3,400 shares | March 1, 2018 | N/A |
| JoAnne Salkoski  CA, USA | 4,000 | $1.50 | $2.50 | BCI Rule 72-503 | 1,173 shares | March 1, 2018 | N/A |
| Michelle Beabout  CA, USA | 4,000 | $1.50 | $2.50 | BCI Rule 72-503 | 50,000 shares | March 1, 2018 | N/A |
| James Richardson  CA, USA | 4,000 | $1.50 | $2.50 | BCI Rule 72-503 | 0 | March 1, 2018 | N/A |
| Joseph L. Stefanelli  CA, USA | 4,000 | $1.50 | $2.50 | BCI Rule 72-503 | 4,600 shares | March 1, 2018 | N/A |
| Brandon Loomis  CA, USA | 4,000 | $1.50 | $2.50 | BCI Rule 72-503 | 1,100 shares | March 1, 2018 | N/A |
| John Beaube  AL, USA | 4,000 | $1.50 | $2.50 | BCI Rule 72-503 | 16,377 shares | March 1, 2018 | N/A |
| Michael Alen-Buckley  London, UK | 166,667 | $1.50 | $2.50 | Section 2.3 of NI 45-106 | 0 | March 1, 2018 | N/A |
| Shareholder Value Beteiligungen AG  Frankfurt, Germany | 2,604,167 | $1.50 | $2.50 | Section 2.10 of NI 45-106 | 0 | March 1, 2018 | N/A |
| Baader Bank AG  Unterschleissheim, Germany | 520,833 | $1.50 | $2.50 | Section 2.10 of NI 45-106 | 0 | March 1, 2018 | N/A |
| Axxion S.A. on behalf of Frankfurter- Value Focus Funds  Grevenmacher, Luxembourg | 2,041,667 | $1.50 | $2.50 | Section 2.10 of NI 45-106 | 0 | March 1, 2018 | N/A |
| **Total:** | **6,700,000** |  |  |  |  |  |  |