

FORM 9

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

Please complete the following:

Name of CNSX Issuer: *FAR RESOURCES LTD.* (the "Issuer").

Trading Symbol: *FAT*

Date: *MAY 9, 2017*

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: *N/A*

Issued and Outstanding Securities of Issuer Prior to Issuance: *58,671,556 common shares.*

Date of News Release Announcing Transaction: *MAY 9, 2017.*

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

1. **Private Placement - *N/A.***

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:

By amendment agreement dated April 28, 2017 (the "Amendment Agreement"), the Issuer has amended the terms of its existing option agreement dated April 28, 2016 (the "Option Agreement" and together with the Amendment Agreement, the "Purchase Agreement") to acquire a 100% interest in the Zoro 1 mineral claim situated near Snow Lake, Manitoba (the "Zoro Lithium Property") from Top Notch Marketing Ltd., R. Ross Blusson and Double-U-Em Investments Ltd. (collectively the "Optionors").

Under the original terms of the Option Agreement, the Issuer had the sole and exclusive right and option (the "Option") to purchase the Zoro Lithium Property from the Optionors in consideration for the payment of:

- (a) C\$50,000 cash (paid) and 1,000,000 common shares of the Issuer (issued) within 15 days following the execution of the Option Agreement;*
- (b) an additional C\$300,000 on the first anniversary of the Option Agreement payable, at the election of the Optionors, in the form of either:*

- (1) C\$150,000 cash and C\$150,000 in common shares of the Issuer; or
 - (2) C\$300,000 in common shares of the Issuer; and
- (c) an additional C\$600,000 on the second anniversary of the Option Agreement payable, at the election of the Optionors, in the form of either:
- (1) C\$300,000 cash and C\$300,000 in common shares of the Company; or
 - (2) C\$600,000 in common shares of the Company.

Pursuant to the Amendment Agreement, the Company has agreed to exercise the Option and purchase the Zoro Lithium Property immediately for a purchase price of C\$700,000 payable to the Optionors upon closing of the Purchase Agreement (the “Closing”) as follows:

- (a) 6,000,000 common shares of the Issuer at a deemed price of C\$0.10 per share (the “**Payment Shares**”); and
- (b) a 12 month, non-interest bearing promissory note for \$100,000 cash (the “**Promissory Note**”).

The 6,000,000 Payment Shares will be subject to a statutory hold period of four (4) months from the date of Closing and it is a term of the Purchase Agreement that 1,666,667 Payment Shares be subject to a further voluntary hold period expiring eight (8) months from Closing and that an additional 1,666,667 Payment Shares be subject to voluntary hold period expiring twelve (12) months from Closing;

Closing of the Purchase Agreement is scheduled for May 10, 2017.

The Zoro Lithium Property encompasses approximately 52 hectares and covers a number of known lithium pegmatite occurrences near Snow Lake, Manitoba.

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:

Option agreement dated April 28, 2016, as amended April 28, 2017, between the Issuer and the Optionors. The Optionors are arms’ length to the Issuer.

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:

Under the Amendment Agreement, the Issuer has agreed to purchase a 100% interest in the Zoro Lithium Property from the Optionors for an aggregate purchase price of C\$700,000 payable upon Closing as follows:

- (I) 6,000,000 common shares of the Issuer at a deemed price of \$0.10 per common share (the "Payment Shares"); and:
- (II) A non-interest bearing promissory note for \$100,000 cash due and payable 12 months after Closing.
- (b) Cash:
C\$100,000 payable to the Optionors 12 months after Closing.
- (c) Securities (including options, warrants etc.) and dollar value:
6,000,000 Payment Shares at a deemed price of C\$0.10 per share, for a total deemed value of C\$600,000, such share price having been reserved in accordance with the policies of the CSE.
- (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.*
- (I) State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).
The purchase price was determined through arms' length negotiations between the Issuer and the Optionors.
- (II) Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer:
N/A.
Management of the Issuer is not aware of any third party appraisal or valuation having been made or conducted with respect to the Zoro Lithium Property.
- (III) 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⁾
<i>Top Notch Marketing Ltd. Dalton Dupasquier (President)</i>	<i>2,000,000 common shares</i>	<i>\$0.10 (deemed)</i>	<i>N/A</i>	<i>Section 2.13 of NI 45-106</i>	<i>433,333</i>	<i>Arm's Length</i>
<i>R. Ross Blusson</i>	<i>2,000,000 common shares</i>	<i>\$0.10 (deemed)</i>	<i>N/A</i>	<i>Section 2.13 of NI 45-106</i>	<i>633,333</i>	<i>Arm's Length</i>
<i>Double-U-Em Investments Ltd. Wayne Morgan (President)</i>	<i>2,000,000 common shares</i>	<i>\$0.10 (deemed)</i>	<i>N/A</i>	<i>Section 2.13 of NI 45-106</i>	<i>333,333</i>	<i>Arm's Length</i>

(1) Indicate if Related Person

- (IV) Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired:

The Issuer has conducted title searches and confirmed ownership of the Zoro Lithium Property by the Optionors.

- (V) 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. _____ .

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(VI) 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*.

(VII) 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: May 10, 2017.

Keith Anderson
Name of Director or Senior
Officer

(signed) "Keith Anderson"
Signature

CEO
Official Capacity