

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: **Far Resources Ltd.** (the "Issuer").

Trading Symbol: **FAT.**

Date: **February 13, 2018.**

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: **97,694,883 common shares.**

Date of News Release Announcing Transaction: **January 23, 2018.**

Closing Market Price on Day Preceding the Issuance of the News Release: **\$0.91.**

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:

*Pursuant to a binding letter agreement dated January 22, 2018 (the "**Letter Agreement**") with 92 Resources Corp., TSX.V: NTY ("**92 Resources**"), the Issuer holds the sole and exclusive right and option (the "**Option**") to acquire up to a 90% undivided interest in the Hidden Lake Lithium Property, Northwest Territories (the "**Hidden Lake Project**"). The Hidden Lake Project is prospective for lithium and consists of five contiguous mineral claims totaling approximately 1,659 hectares within the central parts of the Yellowknife Lithium Pegmatite Belt along Highway 4, approximately 40 km east of Yellowknife.*

92 Resources' 2016 exploration results returned 1.90% Li₂O over 9 m and grab samples up to 3.3% Li₂O. Metallurgical test work has produced a high-grade mineral concentrate of 6.16% Li₂O with an average spodumene lithium content of 3.8 per cent lithium (8.2% Li₂O). Thus far, 92 Resources has channel sampled four dykes extensively which range between 275 and 790 m in length and up to about 10 m in length which returned an average lithium concentration of 1.03% Li₂O for the 308 samples with surface samples up to 3.3% Li₂O. Due to the success of the programs, preliminary metallurgical test work and scoping lithium extraction tests were conducted. The scoping test work

achieved an overall extraction of 97%, indicating that the industry standard lithium extraction techniques applied to typical spodumene concentrates are applicable to concentrates produced from the pegmatites at Hidden Lake. The Hidden Lake Project is easily road accessible and its proximity to infrastructure provides for numerous development advantages.

The Hidden Lake Project is subject to a 2% net smelter returns royalty in favour of an arm's length third party, of which one-half of such royalty (or 1% net smelter returns) can be purchased for \$2,000,000 cash on or before September 20, 2021.

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:

Under the Letter Agreement dated January 22, 2018, the Issuer holds the Option to acquire up to a 90% undivided interest in the Hidden Lake Project in consideration for a combination of cash, common shares and exploration expenditures as follows:

Interest Earned	Cash Payment	Dollar Value of Shares	Exploration Expenditures	Year
60%	\$50,000 upon closing	\$500,000 upon closing (at \$0.90 per share)	\$500,000	Year 1
Additional 10% (70% total)	-	\$250,000 (based on the Issuer's then market price to a maximum of \$1.50/share)	\$500,000	Year 2
Additional 10% (80% total)	-	\$300,000 (based on the Issuer's then market price to a maximum of \$1.50/share)	\$600,000	Year 3
Additional 10% (90% total)	-	\$400,000 (based on the Issuer's then market price to a maximum of \$1.50/share)	\$700,000	Year 4
90%	\$50,000	\$1,450,000 (share value)	\$2,300,000	

The Issuer will be operator of the Hidden Lake Project and shall have the right to accelerate the exercise of the Option in its sole discretion. However, if the Issuer exercises the Option to earn less than 90% of the Hidden Lake Project and a joint venture with 92 Resources is formed, the Issuer will be responsible for funding the initial \$1,000,000 in joint venture expenditures.

Closing of the Letter Agreement is scheduled to occur on or before February 28, 2018.

92 Resources is a reporting issuer listed for trading on the TSX Venture Exchange under the symbol "NTY" and is at arm's 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: **Up to \$3,800,000.**
- (b) Cash: **\$50,000.**
- (c) Securities (including options, warrants etc.) and dollar value:
Up to \$1,450,000 in common shares of the Issuer.
- (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: **Up to \$2,300,000.**

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).

The purchase price was determined through arms' length negotiations between the Issuer and 92 Resources.

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer:

Management of the Issuer is not aware of any third party appraisal or valuation having been made or conducted with respect to the Hidden Lake Project.

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⁾
92 Resources Corp. TSX.V: NTY	Up to \$1,450,000 in common shares of Issuer if Option is fully exercised to acquire a 90% interest in the Hidden Lake Project	Market price up to a maximum of \$1.50 per share. See paragraph 2 above	N/A	Section 2.13 of NI 45-106	Nil	Arm's Length

(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:

The Issuer has conducted title searches and confirmed ownership of the Hidden Lake Project by 92 Resources.

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.**

[certificate page to follow]

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: February 13, 2018.

Keith C. Anderson
Name of Director or Senior
Officer

/s/ Keith Anderson
Signature

President / CEO
Official Capacity