

FINAL 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 18, 2016

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: APRIL 28, 2016.

Issued and Outstanding Securities of Issuer Prior to Issuance: 25,402,667.

Date of News Release Announcing Private Placement: APRIL 28, 2016.

Closing Market Price on Day Preceding the Issuance of the News Release: 0.05

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 ¹ (CDN\$)	Conversion Price ² (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer (2)
Ivano Veschini	300,000	\$0.05	See Item 5	NI 45-106 s. 2.3	300,000	May 18, 2016	
Jeremy Ross	250,000	\$0.05	See Item 5	NI 45-106 s. 2.3	250,000	May 18, 2016	
Mohamed Elsaghir	250,000	\$0.05	See Item 5	NI 45-106 s. 2.3	250,000	May 18, 2016	
Glenn Olnick	500,000	\$0.05	See Item 5	NI 45-106 s. 2.3	500,000	May 18, 2016	
Wynne Olnick	750,000	\$0.05	See Item 5	NI 45-106 s. 2.3	750,000	May 18, 2016	
Jennifer Pink	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
507784 B.C. Ltd.	500,000	\$0.05	See Item 5	NI 45-106 s. 2.3	1,400,000	May 18, 2016	
558396 B.C. Ltd.	1,200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	1,200,000	May 18, 2016	

¹ The security is Units, as described in Item 5 to this Form 9

² The Units consist of Common shares and Warrants of which the Warrants are convertible. See Item 5 to this Form 9.

Darrell Aldous	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Jeff Findler	450,000	\$0.05	See Item 5	NI 45-106 s. 2.3	450,000	May 18, 2016	
Richard Pomper	900,000	\$0.05	See Item 5	NI 45-106 s. 2.3	1,400,000	May 18, 2016	
Amanda Wong	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Magaly Bianchini	550,000	\$0.05	See Item 5	NI 45-106 s. 2.3	930,000	May 18, 2016	
Claimbank Exploration Inc.	600,000	\$0.05	See Item 5	NI 45-106 s. 2.3	1,100,000	May 18, 2016	
Galloway Financial Services Inc.	750,000	\$0.05	See Item 5	NI 45-106 s. 2.3	1,000,000	May 18, 2016	
Kevin Doyle	40,000	\$0.05	See Item 5	NI 45-106 s. 2.5	40,000	May 18, 2016	
Bruce Biles	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	140,000	May 18, 2016	
Hugh Harlinton	300,000	\$0.05	See Item 5	NI 45-106 s. 2.3	300,000	May 18, 2016	
Bruno Benedet	1,000,000	\$0.05	See Item 5	NI 45-106 s. 2.3	1,000,000	May 18, 2016	
R. Stuart Angus	500,000	\$0.05	See Item 5	NI 45-106 s. 2.3	945,000	May 18, 2016	
Gordon Alteman	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	300,000	May 18, 2016	
Lea Bancroft	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
William Barber	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Eric Bilajbegovic	80,000	\$0.05	See Item 5	NI 45-106 s. 2.3	80,000	May 18, 2016	
Ronald Blusson	300,000	\$0.05	See Item 5	NI 45-106 s. 2.3	300,000	May 18, 2016	
Fabrizio Carella	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Valerie Cheer	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Rudy DeJonge	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Cyrus Driver	600,000	\$0.05	See Item 5	NI 45-106 s. 2.3	650,000	May 18, 2016	Related Party
Zubin Driver	50,000	\$0.05	See Item 5	NI 45-106 s. 2.3	65,000	May 18, 2016	
Mohamed Elsaghir	540,000	\$0.05	See Item 5	NI 45-106 s. 2.3	540,000	May 18, 2016	
Jason Gigliotti	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Rory Godinho	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Jonathan Goode	90,000	\$0.05	See Item 5	NI 45-106 s. 2.3	90,000	May 18, 2016	
C. Geoffrey Hampson	500,000	\$0.05	See Item 5	NI 45-106 s. 2.3	850,000	May 18, 2016	
Thomas Kobayashi	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	300,000	May 18, 2016	
Alex Kuznecov	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Diana Lee	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Karolina Lutoborska	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Chris McKenzie	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Johnny Mo	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Allen Morishita	300,000	\$0.05	See Item 5	NI 45-106 s. 2.3	444,801	May 18, 2016	
Steele Murdoch	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	150,000	May 18, 2016	

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Hilda Nyquvest	250,000	\$0.05	See Item 5	NI 45-106 s. 2.3	265,000	May 18, 2016	
Shayne Nyquvest	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	975,000	May 18, 2016	
Shayne Nyquvest	800,000	\$0.05	See Item 5	NI 45-106 s. 2.3	800,000	May 18, 2016	
Pamela Parmar	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
John Perrett	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Ryan Simmonds	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Conrad Swanson	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
David Taylor	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Top Notch Marketing Ltd.	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
Reginald Toyé	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Triplet Management Inc.	500,000	\$0.05	See Item 5	NI 45-106 s. 2.3	700,000	May 18, 2016	
David Weinkauf	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
William Wishart	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Edwin Woodrow	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
Darryl Yea	250,000	\$0.05	See Item 5	NI 45-106 s. 2.3	500,000	May 18, 2016	
Valerie Yiu	100,000	\$0.05	See Item 5	NI 45-106 s. 2.3	100,000	May 18, 2016	
1887370 Ontario Inc.	200,000	\$0.05	See Item 5	NI 45-106 s. 2.3	200,000	May 18, 2016	
	18,000,000				23,164,801		

(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 raised: \$900,000 .
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 gross proceeds from the proposed issuance will be used for general working capital purposes.

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:

The final issuance was oversubscribed and consists of 18 million units at a price of \$0.05 per unit (the "Units"). Each Unit consists of one common share (the "Common Shares") and one-half of one Common Share purchase warrant (each whole warrant, a "Warrant") as noted below:

- (a) Class COMMON SHARES .
- (b) Number 18,000,000 .
- (c) Price per security \$0.05 per unit .
- (d) Voting rights _____ .

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

- (a) Number 9,000,000 Warrants .
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options) _____ .
9,000,000 COMMON SHARES .
- (c) Exercise price \$0.10 .
- (d) Expiry date Each whole Warrant will entitle the holder to acquire one additional Common Share at an exercise price of \$0.10 for a period of 24 months from closing of the Financing, provided that, in the event that the closing price of the outstanding Common Shares on the Canadian Securities Exchange (the "CSE") is greater than \$0.15 for a period of 20 consecutive trading days at any time following the closing of the Financing, the company may, at its option accelerate the expiry date of the Warrants by giving written notice to the holders of the Warrants and in such case the Warrants will expire on the earlier of: (i) the 30th day after the date on which such notice is given by the Company; and (ii) 24 months from the closing of the Financing..

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)	(b)	(c)	(d)	(e)	(f)
Details of any dealer, agent, broker or other person receiving compensation in connection with the placement	Cash	Securities ³	Other	Expiry date of warrants	Exercise price of warrants
Leede Jones Gable Inc.	\$5,775	165,000 Warrants	n/a	May 18, 2018	\$0.10
Haywood Securities Inc.	\$7,875	225,000 Warrants	n/a	May 18, 2018	\$0.10
Canaccord Genuity Corp	\$3,500	100,000 Warrants	n/a	May 18, 2018	\$0.10
Mackie Research Capital Corp.	\$29,960	856,000 Warrants	n/a	May 18, 2018	\$0.10

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 _____

The agents receiving compensation are all arm's length .

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

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

NO .

³ Each whole Warrant will entitle the holder to acquire one Common Share at an exercise price of \$0.10 for a period of 24 months from closing of the Financing, provided that, in the event the closing price of the outstanding Common Shares on the Canadian Securities Exchange (the "CSE") is greater than \$0.15 for a period of 20 consecutive trading days at any time following the closing of the Financing, the Company may, at its option accelerate the expiry date of the Warrants by giving written notice to the holders of the Warrants and in such case the Warrants will expire on the earlier of: (i) the 30th day after the date on which such notice is given by the Company; and (ii) 24 months from the closing of the Financing.

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. _____

_____ .

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 Multilateral Instrument 45-102.

2. Acquisition - 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 CNSX 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 CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 9 Notice of Private Placement is true.

Dated MAY 18, 2016 .

KEITH ANDERSON
Name of Director or Senior Officer

"Keith Anderson"
Signature

CEO
Official Capacity