

## FORM 9

### **NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES** **(or securities convertible or exchangeable into listed securities<sup>1</sup>)**

Please complete the following:

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

Trading Symbol: FAT

Date: October 18, 2017

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: 91,061,316.

Date of News Release Announcing Private Placement: OCTOBER 18, 2017.

Closing Market Price on Day Preceding the Issuance of the News Release: 0.295

**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 relationship to Issuer (2)
1113622 B.C. Ltd .	Up to 81,355 shares	\$0.295	n/a	NI 45-106 s. 2.24	0	Upon invoicing	Arm's length consultant

(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.

<sup>1</sup>An 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: \$nil.

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 shares are to be issued in consideration for services rendered and to be rendered by the Placee throughout the term of the consulting agreement. The Placee has been engaged to provide communications and marketing consulting services to the Issuer on an ongoing basis. The arrangement may be terminated by either party on written notice. The parties have agreed that a total payment of up to \$34,000, of which \$10,000 will be paid in cash and the remaining to be payable in shares at an exercise price of \$0.295 per share.

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.

The securities will be issued to acquit invoices from the Placee noted above, The Placee has agreed to accept payment in shares.

5. Description of securities to be issued:

(a) Class COMMON SHARES .

(b) Number up to 81,355 shares .

(c) Price per security \$0.295 (see Item 2) .

(d) Voting rights \_\_\_\_\_

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

(a) Number \_\_\_\_\_ .

(b) Number of securities eligible to be purchased on exercise of Warrants (or options) \_\_\_\_\_

- \_\_\_\_\_ .
- (c) Exercise price \_\_\_\_\_ .
- (d) Expiry 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.): \_\_\_\_\_ N/A \_\_\_\_\_
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.). \_\_\_\_\_ N/A \_\_\_\_\_
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. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ .
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:

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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 October 18, 2017.

KEITH ANDERSON  
Name of Director or Senior Officer

"Keith Anderson"  
Signature

CEO  
Official Capacity