

**AMENDED  
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 Listed Issuer: **MARAPHARM VENTURES INC.** (the "Issuer").

Trading Symbol: **MDM**

Date: **April 18, 2016**

Is this an updating or amending Notice:             Yes             No

If yes provide date(s) of prior Notices: **February 29, 2016**

Issued and Outstanding Securities of Issuer Prior to Issuance: **38,032,573**

Date of News Release Announcing Private Placement: **February 29, 2016 and April 1, 2016**

Closing Market Price on Day Preceding the Issuance of the News Release: **\$0.22**

**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 (3)	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)
Daniel Bader Realty P.C. Ltd 407 Mahabir Cres. Saskatoon SK S7W 0J6	100,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	220,000	Mar 29, 2016	Not Related
Jay Robertson 1512 Ave C North Saskatoon, SK S7L 1L3	50,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	50,000	Mar 29, 2016	Not Related

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased (3)	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)
Danielle D. Wilson 4813 Wright Rd. Regina, SK S4W 0A7	200,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	200,000	Mar 29, 2016	Not Related
Kari Calder Realty Prof Corp. 1134 Spadina Cres Saskatoon, SK S7K 3H7	500,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	750,000	Mar 29, 2016	Not Related
1010645503 Saskatchewan Ltd. 22-4640 Harbour Landing Drive Saskatoon, Sk S4W 0B8	200,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	200,000	Mar 29, 2016	Not Related
Ross Elton Opsal 40 MacDermid Cres Saskatoon, SK S7J 2R2	25,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	50,000	Mar 29, 2016	Not Related
Nicole Maria Opsal 40 MacDermid Cres Saskatoon, SK S7J 2R2	50,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.6	50,000	Mar 23, 2016	Not Related
Leslie Ehman 819 Arlington Ave., Saskatoon, SK S7H 2X5	100,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	100,000	Mar 21, 2016	Not Related
Elise A. Opsal 40 MacDermid Cres Saskatoon, SK S7J 2R2	25,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	50,000	Mar 18, 2016	Not Related
Michael T. Rayner 639 Adams Street Regina, SK S4N 6R7	200,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	200,000	Mar 23, 2016	Not Related

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Kimberly Ruppe 2748 Cannon Rd NW Calgary, AB T2L 1C6	100,000 Units	\$0.20	\$0.40	NI-45-106 Sec 2.3	240,000	Mar 31, 2016	Not Related
Robert LeSourd 79 Massey PI SW Calgary, AB T2V 2G7	100,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	100,000	Mar 31, 2016	Not Related
410604 Alberta Ltd 155 Douglasbank PI SE Calgary, AB T2Z 2J4	50,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	50,000	Mar 31, 2016	Not Related
Truxstuff Autowholesale Ltd. Box 8, Site 25, RR7 Calgary, AB T2P L67	25,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	35,000	Mar 31, 2016	Not Related
1148899 AB Ltd. 132 Lake Tahoe Gr. SE Calgary, AB T2J 4X6	20,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	20,000	Mar 31, 2016	Not Related
Scott M.B. Hunt 76 Massey PI SW Calgary, AB T2V 2G8	50,000 Units	\$0.20	\$0.40	NI 45-106 2.3	50,000	Mar 31, 2016	Not Related
Christopher Pollon 6013 Keop Ave., Regina, SK S4X 0H5	75,000 Units	\$0.20	\$0.40	NI 45-106 2.3	75,000	Mar 28, 2016	Not Related
Tyson R. Olson Box 65 White Fox, SK S0J 3B0	100,000 Units	\$0.20	\$0.40	NI 45-106 2.3	100,000	Mar 29, 2016	Not Related

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Coleman Stephens 3524 – 21 <sup>st</sup> St. SW Calgary, AB T2T 5B4	25,000 Units	\$0.20	\$0.40	NI-45-106 Sec 2.3	35,000	Mar 31, 2016	Not Related
Peter Stephens 1319 Cabut Street Calgary, AB T2T 5S2	250,000 Units	\$0.20	\$0.40	NI 45-106 2.3	350,000	Mar 31, 2016	Not Related
Leslie McDaniel 76 Massey Pl SW Calgary, AB T2V 2G8	50,000 Units	\$0.20	\$0.40	NI 45-106 2.3	50,000	Mar 31, 2016	Not Related
Jean LeSourd 715 Madison Ave., Calgary, AB T2S 1K2	100,000 Units	\$0.20	\$0.40	NI 45-106 2.3	100,000	Mar 31, 2016	Not Related
Darrel & Julie Aunger 2724 – 7 Ave. NW Calgary, AB T2N 1A7	100,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	100,000	Mar 31, 2016	Not Related
Ksenjia Smiljic 616 McPherson Ave Saskatoon, SK S7N 0X6	50,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	50,000	Mar 9, 2016	Not Related
John D. Jones 616 McPherson Ave Saskatoon, SK S7N 0X5	50,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	50,000	Mar 9, 2016	Not Related
Fabian J. Kursinski Box 61 Luve, SK S0J 1P0	25,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	25,000	Mar 9, 2016	Not Related
Barry & Bev Lypka 52 Rideau Close Airdrie, AB T4B 1A6	20,000 Units	\$0.20	\$0.40	NI 45-106 Sec 2.3	20,000	Mar 31 2016	Not Related

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- (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.
- (3) A Unit at a price of \$0.20 per unit will consist of one common share and one transferable warrant. Each whole warrant will entitle the holder to acquire one common share at a price of \$0.40 until April 14, 2017.

<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 to be raised: up to **\$528,000 (TRANCHE 1)** .
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: **Further development of the Company's North Las Vegas project; potential licensing investigation and development in Washington State and general corporate 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:
  - (a) Class: **Common Shares** .
  - (b) Number: **2,640,000 (TRANCHE 1)** .
  - (c) Price per security: **\$0.20** .
  - (d) Voting rights: **one vote per common share** .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
  - (a) Number: **2,640,000 (TRANCHE 1)** .
  - (b) Number of securities eligible to be purchased on exercise of Warrants (or options): **2,640,000 (TRANCHE 1)** .

(c) Exercise price: \$0.40 .

(d) Expiry date: April 14, 2017 (TRANCHE 1) .

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 \_\_\_\_\_ .

(a) 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.): 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):

**Ingrid Rosalia Tsaprailis – 98 Evergreen Bluff Cr. SW, Calgary, AB T2Y 4P2**

(b) Cash: \_\_\_\_\_ .

(c) Securities: 77,500 Common Shares .

(d) Other: 77,500 Non-Transferable warrants .

(e) Expiry date of any options, warrants etc.: April 14, 2017 .

(f) Exercise price of any options, warrants etc.: \$0.40 .

**Landon Lovig – 7915 – 85<sup>th</sup> Ave., NW, Edmonton, AB T6C 1G3**

(b) Cash: \_\_\_\_\_ .

(c) Securities: 11,500 Common Shares .

(d) Other: 11,500 Non-Transferable warrants .

(e) Expiry date of any options, warrants etc.: April 14, 2017 .

(f) Exercise price of any options, warrants etc.: \$0.40 .

**Lorrie Lee Chillog – 207 Wilkinson Cres. Saskatoon, SK S7N 3L8**

- (b) Cash: \$32,500 .
- (c) Securities: \_\_\_\_\_ .
- (d) Other: 162,500 Non-Transferable Warrants .
- (e) Expiry date of any options, warrants etc.: April 14, 2017 .
- (f) Exercise price of any options, warrants etc.: \$0.40 .

**Jamie Pelletier – 244 Edmund Park, Saskatoon, SK S7N 0Z4**

- (b) Cash: \$2,500 .
- (c) Securities: \_\_\_\_\_ .
- (d) Other: 12,500 Non-Transferable Warrants .
- (e) Expiry date of any options, warrants etc.: April 14, 2017 .
- (f) Exercise price of any options, warrants etc.: \$0.40 .

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 .

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

None .

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

No .

10. 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. N/A

\_\_\_\_\_  
\_\_\_\_\_ .

11. 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.

**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: \_\_\_\_\_  
\_\_\_\_\_ .
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: \_\_\_\_\_  
\_\_\_\_\_ .
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: \_\_\_\_\_ .
  - (b) Cash: \_\_\_\_\_ .
  - (c) Securities (including options, warrants etc.) and dollar value: \_\_\_\_\_  
\_\_\_\_\_ .
  - (d) Other: \_\_\_\_\_ .
  - (e) Expiry date of options, warrants, etc. if any: \_\_\_\_\_ .
  - (f) Exercise price of options, warrants, etc. if any: \_\_\_\_\_ .
  - (g) Work commitments: \_\_\_\_\_ .
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).
5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: \_\_\_\_\_  
\_\_\_\_\_ .
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 <sup>(1)</sup>

(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: \_\_\_\_\_ .
  
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.):
  - (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. \_\_\_\_\_ .
  
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. \_\_\_\_\_ .

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

Dated: April 18, 2016

Les Kjosness  
Name of Director or Senior  
Officer

"Les Kjosness"  
Signature

President  
Official Capacity