

DELREY METALS CORP.

Form 2A

Listing Statement

Date: October 23, 2018

(except as otherwise stated)

This Listing Statement contains the long form final prospectus of Delrey Metals Corp. (the “**Issuer**” or the “**Company**”) dated October 3, 2018 (the “**Prospectus**”). Certain sections of the Canadian Securities Exchange (“**CSE**”) form of Listing Statement have been included following the Prospectus to provide additional disclosure on the Issuer, as required by the CSE. Capitalized terms not otherwise defined herein have the meaning ascribed thereto in the Prospectus.

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SCHEDULE A

FINAL LONG FORM PROSPECTUS DATED OCTOBER 3, 2018

[See attached.]

SCHEDULE B

FORM 2A LISTING STATEMENT DISCLOSURE – ADDITIONAL INFORMATION

1. CAPITALIZATION

1.1 Issued Capital

The following tables provide information about our capitalization as of the date of this Listing Statement:

Issued Capital ⁽¹⁾	Number of Securities (non-diluted)	Number of Securities (fully-diluted)	% of Issued (non-diluted)	% of Issued (fully diluted)
Public Float				
Total Outstanding (A)	23,882,668	24,557,668	100%	100%
Held by Related Persons or employees of the Issuer or Related Person of the Issuer, or by persons or companies who beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer (or who would beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer upon exercise or conversion of other securities held) (B)	3,550,001	3,550,001	14.86%	14.46%
Total Public Float (A-B)	20,332,667	21,007,667	85.14%	85.54%
Freely-Tradeable Float				
Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in shareholder agreement and securities held by control block holders (C)	0	0	0	0
Total Tradeable Float (A-C)	20,332,667	21,007,667	85.14%	85.54%

⁽¹⁾ Figures are reported to the best of the knowledge of management of the Company.

Public Securityholders (Registered)

The following table sets forth information regarding the number of registered “public securityholders” of the Company, being persons other than persons enumerated in section (B) of the *Issued Capital* table above:

Class of Security: Common Shares

Size of Holding	Number of Holders	Total Number of Securities
1 – 99 securities	0	0
100 – 499 securities	0	0
500 – 999 securities		
1,000 – 1,999 securities		
2,000 – 2,999 securities		
3,000 – 3,999 securities		
4,000 – 4,999 securities		
5,000 or more securities	30	12,832,667
Unable to confirm		
TOTAL:	30	12,832,667

Public Securityholders (Beneficial)

The following table sets forth information regarding the number of beneficial “public securityholders” of the Company, being persons other than persons enumerated in section (B) of the *Issued Capital* table above who either: (i) hold securities in their own name as registered shareholders; or (ii) hold securities through an intermediary where the Company has been given written confirmation of shareholdings:

Class of Security: Common Shares

Size of Holding	Number of Holders	Total Number of Securities
1 – 99 securities	0	0
100 – 499 securities	0	0
500 – 999 securities	13	6,500
1,000 – 1,999 securities	10	12,900
2,000 – 2,999 securities	6	13,000
3,000 – 3,999 securities	6	18,500
4,000 – 4,999 securities	6	24,500
5,000 or more securities	154	7,424,600
Unable to confirm	0	0
TOTAL:	195	7,500,000

Non-Public Securityholders (Registered)

The following table sets forth information regarding the number of registered “non-public securityholders of the Company, being persons enumerated in section (B) of the issued capital chart:

Class of Security: Common Shares

Size of Holding	Number of Holders	Total Number of Securities
1 – 99 securities	0	0
100 – 499 securities	0	0
500 – 999 securities	0	0
1,000 – 1,999 securities	0	0
2,000 – 2,999 securities	0	0
3,000 – 3,999 securities	0	0
4,000 – 4,999 securities	0	0
5,000 or more securities	4	3,550,001
Unable to confirm	0	0
TOTAL:	14	3,550,001

1.2 Convertible Securities

The following table summarizes the outstanding securities convertible into Common Shares in our authorized capital as of the date of this Listing Statement:

Description of Security (include conversion/exercise terms, including conversion/exercise price)	Number of convertible/exchangeable securities outstanding	Number of listed securities issuable upon conversion/exercise
Agent’s Options ⁽¹⁾	675,000	675,000

⁽¹⁾ Exercisable at a price of \$0.20 per Common Share until October 23, 2020.

1.3 Other Listed Securities

The Company has no other listed securities reserved for issuance that are not included in section 1.2.

**SCHEDULE C
CERTIFICATE OF THE ISSUER**

Pursuant to a resolution duly passed by its Board of Directors, Delrey Metals Corp., hereby applies for the listing of the above mentioned securities on the Exchange. The foregoing contains full, true and plain disclosure of all material information relating to Delrey Metals Corp. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia, this 23rd day of October, 2018.

"Morgan Good"

MORGAN GOOD
CEO, President and Director

"Ming Jang"

MING JANG
CFO, Corporate Secretary and Director

"Michael Blady"

MICHAEL BLADY
Director

"Leighton Bocking"

LEIGHTON BOCKING
Director