

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: Global UAV Technologies Ltd. (the "Issuer").

Trading Symbol: UAV .

Date: June 25, 2018 .

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: 105,074,180 Common Shares .

Date of News Release Announcing Private Placement: June 5, 2018, June 13, 2018, June 15, 2018 and June 22, 2018.

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.09
(price protection)_____

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)
101252103 Saskatchewan Ltd. Regina, Saskatchewan	77,777 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	4,593,662 Common shares	June 25, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

January 2015

Page 1

101252103 Saskatchewan Ltd. Regina, Saskatchewan	477,777 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	4,593,662 Common shares	June 25, 2018	N/A
101252103 Saskatchewan Ltd. Regina, Saskatchewan	5,765,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	4,593,662 Common shares	June 25, 2018	N/A
101252098 Saskatchewan Ltd. Saskatoon, Saskatchewan	1,000,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Alpha North Asset Management Toronto, Ontario	1,112,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Brian Mitchell Mississauga, ON	222,500 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Danica Mitchell Mississauga, ON	222,500 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Capital Event Management Vancouver, BC	555,555 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

January 2015

Page 2

Galileo Growth & Income Fund Toronto, ON	445,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Garrett Ainsworth Kelowna, BC	200,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Ian Foreman Vancouver, BC	100,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	2,333,500 Common Shares	June 25, 2018	N/A
Jason Springett London, ON	277,700 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	860,000 Common shares	June 25, 2018	N/A
Jason Springett London, ON	277,700 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	See above	June 25, 2018	N/A
Jeremy McCalla Fernie, BC	100,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	164,838	June 25, 2018	Related Person
Longford Capital Corp. Vancouver, BC	722,223 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	1,500,000 Common shares	June 25, 2018	N/A
Mark Mensing Vancouver, BC	55,556 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Maxam Diversified Strategies Fund Vancouver, BC	4,450,000	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

January 2015

Page 3

Nir Davison London, Kensington, United Kingdom	300,000 Units	\$0.09	\$0.15 per Warrant	Foreign	None	June 25, 2018	N/A
Red Cloud Klondike Strike Inc. Toronto, ON	490,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Ridge Resources Ltd. Vancouver, BC	55,555 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Rod and Helen Finlayson Thornhil, ON	150,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Shervin Teymouri Vancouver, BC	44,444 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
Vedran Pobric Vancouver, BC	11,111 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
Wanda Curzon Edmonton, AB	50,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
De Kloet Enterprises Inc. Toronto, ON	111,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
David Washburn	325,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

January 2015

Page 4

Mississauga, ON							
Daniel Barankin Richmond Hill, ON	125,556 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
Elmer Spring Innisfil, ON	100,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Emmanuel Petrellis, Toronto, ON	555,500 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Michael Konnert Vancouver, BC	100,000 Units	\$0.09	\$0.15 per Warrant	Section 2.3 of NI 45-106	None	June 25, 2018	N/A
Thomas Hasek Burnaby, BC	250,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
Matt Martinolich Vancouver, BC	10,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
Ryan Versloot Vancouver, BC	30,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
Graham Davidson St. Albert, AB	20,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

January 2015

Page 5

Westridge Management International Limited Vancouver, BC	280,000 Units	\$0.09	\$0.15 per Warrant	Section 2.5 of NI 45-106	None	June 25, 2018	N/A
Mining Investor Resources Media Ltd. Dublin, Ireland	612,000 Units	\$0.09	\$0.15 per Warrant	Foreign	None	June 25, 2018	N/A

(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 to be raised: \$1,753,330.86 .

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. To complete certain acquisitions and 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.

5. Description of securities to be issued:

(a) Class Common Shares .

(b) Number 19,481,454 .

(c) Price per security \$0.09 .

(d) Voting rights One vote per Common share .

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

January 2015

Page 6

6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number 19,481,454 Warrants .
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 19,481,454 Common shares .
_____ .
 - (c) Exercise price \$0.15 per Common share .
 - (d) Expiry date Two years from the closing date .
.
7. Provide the following information if debt securities are to be issued:
- (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) 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):

 Red Cloud Klondike Strike Inc.
 105 King Street East, 2nd Floor, Toronto, ON, M5C 1G6

 GMP Securities L.P.
 145 King Street West, Suite 300
 Toronto, Ontario M5H 1J8
 - (b) Cash \$53,593.20 to Red Cloud Klondike Strike and \$57,947.44 to GMP Securities L.P. (each finder is entitled to 8% of gross proceeds raised) .
_____ .

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

January 2015
Page 7

- (c) Securities 595,480 finder's warrants to Red Cloud Klondike Strike and finder's warrants to GMP Securities L.P. (each finder is entitled to 8% of aggregate units sold) .
- (d) Other N/A .
- (e) Expiry date of any options, warrants etc. Two years from the closing date
- (f) Exercise price of any options, warrants etc. \$0.15 per Common share .

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 finders have no relationship with the Issuer .

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.

N/A .

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 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:

**FORM 9 – NOTICE OF PROPOSED ISSUANCE OF
LISTED SECURITIES**

January 2015
Page 9

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⁾

(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. _____

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

January 2015

Page 10

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. _____

_____.

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 June 25, 2018

Andrew Male
Name of Director or Senior
Officer

"Andrew Male"
Signature

Director
Official Capacity