

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: Westridge Resources Inc. (the "Issuer").

Trading Symbol: WST.

Date: December 18, 2017.

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: October 20, 2017, December 1, 2017, December 7, 2017.

Issued and Outstanding Securities of Issuer Prior to Issuance: 38,421,186.

Date of News Release Announcing Private Placement: October 20, 2017.

Closing Market Price on Day Preceding the Issuance of the News Release:
0.285

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)
See Schedule "A"							

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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.

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: Up to \$4,200,000 (1st tranche – \$1,078,757.75; 2nd tranche - \$2,201,175.20)
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 raise general working capital
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 (the “Shares”)
 - (b) Number 1st Tranche - 3,082,165, 2nd Tranche – 6,289,072
 - (c) Price per security \$0.35 per unit (a “Unit”), each Unit consists of one Share and one common share purchase warrant (a “Warrant”)
 - (d) Voting rights One Share is entitled to one vote
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
 - (a) Number 1st Tranche - 3,082,165, 2nd Tranche – 6,289,072
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 1st Tranche - 3,082,165, 2nd Tranche – 6,289,072

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- (c) Exercise price \$0.50 .
- (d) Expiry date 24 months from the date of closing of the private placement .

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) 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): First Tranche 1 - Mackie Resource Capital Corporation #1920 - 1075 West Georgia St. Vancouver, BC V6E 3C9;
- (b) Cash \$86,300.62 .
- (c) Securities 246,573 warrants .
- (d) Other _____ .
- (e) Expiry date of any options, warrants etc. 24 months from the closing date of the private placement .
- (f) Exercise price of any options, warrants etc. \$0.50 .

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Tranche 2

Finders	Cash Paid	Warrants Issued	Expiry Date of Warrants	Exercise Price
Mackie Research Capital Corporation #1920 – 1075 W Georgia St. Vancouver, BC	\$58,740.05	167,828	December 19, 2019	\$0.50
Canaccord Genuity Corp. #2200 609 Granville St Vancouver, BC	\$6,400.00	18,285	December 19, 2019	\$0.50
PI Financial Corp. #1900 – 666 Burrard Street Vancouver, BC	\$8,400.00	24,000	December 19, 2019	\$0.50
Haywood Securities Inc. #700 – 200 Burrard St. Vancouver, BC	\$24,898.00	71,137	December 19, 2019	\$0.50
Leede Jones Gable Inc. #1920 – 1075 W Georgia St. Vancouver, BC	\$1,400.00	4,000	December 19, 2019	\$0.50
Raymond James Ltd. #2100 925 W Georgia Vancouver, BC	\$3,080.00	8,800	December 19, 2019	\$0.50
Stephen Voelpel 21454 90A Ave Langley, BC	\$2,520.00	7,200	December 19, 2019	\$0.50
Gerald Stefaniuk 3837 Hambor Pl, North Vancouver, BC V7G 2K2	\$32,256.00	92,160	December 19, 2019	\$0.50

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

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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. N/A

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.. **Yes**

2. Acquisition → N/A

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: _____

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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 ⁽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. _____.

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(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. _____

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.

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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 December 18, 2017.

Michael Young
Name of Director or Senior
Officer

Signature

President and CEO
Official Capacity

SCHEDULE "A"

Tranche 1

Full Name & Residential Address of Placee	Number of Securities 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)
Cindy Bodnar Sturgeon County, AB	142,800	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
Marshall Bodnar Sturgeon County, AB	142,800	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
John Bokenfohr St. Albert, AB	148,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
Dale & Phyllis Bridge Leduc County, AB	90,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
Jason Cooper St. Albert, AB	57,140	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
Ted & Iona Degner Edmonton, AB	285,720	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
Dave Jewett Edmonton, AB	385,700	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
Munish Nanda Edmonton, AB	285,710	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related

Full Name & Residential Address of Placee	Number of Securities 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)
Ronald W. Aquin Edmonton, AB	200,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
John Rooney Edmonton, AB	114,300	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
Chantile Shannon & Gary Hauk Edmonton, AB	130,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	47,000	December 4, 2017	Not Related
TSP Financial Corporation Edmonton, AB	500,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
VP Group of Companies Edmonton, AB	514,285	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related
586729 Alberta Ltd. Sturgeon County, AB	85,710	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 4, 2017	Not Related

Tranche 2

Full Name & Residential Address of Placee	Number of Securities 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)
Charlotte Faulkner Vancouver, BC	60,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	85,000	December 19 2017	Not Related

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Full Name & Residential Address of Placee	Number of Securities 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)
William Hodgson Langley, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
0997701 BC Ltd New Westminster, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Gordon Firth Aldergrove, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Jane Hanni Abbotsford, BC	25,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	5,000	December 19 2017	Not Related
Iron Horse Rentals Langley, BC	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Abbey Collision Abbotsford, BC	10,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	5,000	December 19 2017	Not Related
Joseph Leigh Ivancoe North Vancouver, BC	50,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Laureen Hui Burnaby, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	8,000	December 19 2017	Not Related
Fraser River Paint's Body Ltd. New Westminster, BC	55,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Sopatyk Farm Property Ltd. Saskatoon, SK	425,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	370,011	December 19 2017	Not Related
Joe Wnuck Abbotsford, BC	10,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	100,000	December 19 2017	Not Related

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Robert Sherwood Wein Aldergrove, BC	45,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Fred Wein Aldergrove, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	44,000	December 19 2017	Not Related
Rob Maier New Westminster, BC	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Softail Enterprises Inc. Langley, BC	60,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	1,300,000	December 19 2017	Not Related
Chad McGowan Abbotsford, BC	10,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Gary K Read N. Burnaby, BC	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Sean Fiset Etobicoke, ON	20,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	26,315	December 19 2017	Not Related
Alan Burdett North Vancouver, BC	20,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Aboriginal Import Export Ltd North Vancouver, BC	142,857	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	3,100,000	December 19 2017	Not Related
Gold Medal Performance Corp. Vancouver, BC	40,000	\$0.35	\$0.50	S. 2.5 of NI 45-106 [Friends and Family]	490,000	December 19 2017	Insider, President of Issuer
102120073 Canada Inc. North Vancouver, BC	150,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related

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Pratpal Gill Vancouver, BC	208,571	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	70,000	December 19 2017	Not Related
Rocco Guarnarcia Valdor, QC	390,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	750,000	December 19 2017	Not Related
Richard Auger Ange-Gardieu, QC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Thi Ly Le Quebec, QC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Our World Holdings Ltd. Vancouver, BC	60,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Gerald Stefaniuk North Vancouver, BC	40,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	190,000	December 19 2017	Not Related
Brooke Whitlock Vancouver, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Sharon Cramen North Vancouver, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Domenic Bellanza Bolton, ON	14,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	6,756	December 19 2017	Not Related
Michael Matsuo Richmond, BC	45,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Mitchell Norris Vancouver, BC	12,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related

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Stephanie Miller Delta, BC	6,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Gregory Tobey Vancouver, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Laurie Strachan West Vancouver, BC	60,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	240,000	December 19 2017	Not Related
Kenneth Haley Surrey, BC	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Julie Waterhouse West Vancouver, BC	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Kevin Guichon Delta, BC	35,714	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Josh Bromley Surrey, BC	20,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Patrick Elliott Vancouver, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Alan Mazie Vancouver, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Court Moore Ladner, BC	50,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Barry Muir Vancouver, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related

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Steve McKee West Vancouver, BC	428,500	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	100,000	December 19 2017	Not Related
Laurence Guichon Cache Creek, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Arran Environmental Services Ltd. North Vancouver, BC	20,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Sharon McKee West Vancouver, BC	145,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Donny Cordick Port moody, BC	30,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	15,000	December 19 2017	Not Related
Jesse Forster Vancouver, BC	20,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Scott Jarman Surrey, BC	20,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Momentum Premium Longueuil, QC	128,571	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Maxence Gagne-Godbout Longueuil, QC	100,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Karim Mohamedani Brunaby, BC	50,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	50,000	December 19 2017	Not Related
Sebastien Plouffe Saint Jean Sur Richelieu	50,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related

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Hazma Majdi Saint Hubert, QC	60,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Voelpel Gold Metal Investments Langley, BC	130,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	287,000	December 19 2017	Not Related
Theodore Sklaventis Vancouver, BC	100,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	85,000	December 19 2017	Not Related
Adrian Lamoureux New Westminster, BC	25,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Joao da Costa Langley, BC	50,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	50,000	December 19 2017	Not Related
Ryan Sage Coquitlam, BC	35,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	50,000	December 19 2017	Not Related
Nadine Smail Maple Ridge, BC	50,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Rian Gardiner North York, ON	10,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Michael Sklaventis Vancouver, BC	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Chad Smail Maple Ridge, BC	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	5,000	December 19 2017	Not Related
Manjit Atwal Delta, BC	50,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related

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Daryl and Lana Bishop Bridgewater, NS	75,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Barry Boutin Morinville, AB	51,400	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Craig Clark Sherwood Park, AB	51,400	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Dennis W. Coulson Edmonton, AB	150,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Vernon Diaz Edmonton, AB	10,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Mark Erb Edmonton, AB	15,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Ralph Ewel Edmonton, AB	150,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Kelvin Isert Onoway, AB	14,500	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Oscar Isert Stony Plain, AB	14,500	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Dave Jewett Edmonton, AB	471,425	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Munish Nanda Edmonton, AB	285,710	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related

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Full Name & Residential Address of Placee	Number of Securities 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)
Garry Nelson Drayton Valley, AB	75,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Richard Pacholok Edmonton, AB	57,140	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Satendra Prasad Edmonton, AB	57,142	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Dustin Tersingi St. Albert, AB	20,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
John Thompson St. Albert, AB	200,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
John Thompson St. Albert, AB	90,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Michael Thompson St. Albert, AB	71,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
James Verheul Barrhead, AB	23,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
James Verheul Barrhead, AB	68,500	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Gerald Wunderlich Spruce Grove, AB	97,142	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	0	December 19 2017	Not Related
Tony Nunziata Calgary, AB	150,000	\$0.35	\$0.50	S. 2.3 of NI 45-106 [Accredited Investor]	800,000	December 19 2017	Not Related

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