FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

(or securities convertible or exchangeable into listed securities [1])

Please complete the following:

Name of CNSX Issuer: Earth Alive Clean Technologies inc (the "Issuer").

Trading Symbol: EAC.

Date: July 17, 2015.

Is this an updating or amending Notice: Yes No ✓

If yes provide date(s) of prior Notices: N/A.

Issued and Outstanding Securities of Issuer Prior to Issuance: 87,624,167.

Date of News Release Announcing Private Placement: July 16, 2015.

Closing Market Price on Day Preceding the Issuance of the News Release: $0.13

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN$)	Conversion Price (if Applicable) (1)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relations-hip to Issuer (2)
One Drop Investment 8400, 2ième Avenue Montreal, Qc. H4Z 1M6	100	$5000.00	$0.20 per share $0.30 per share	2.3 NI45-106	13 928 572	07-15-2015	Insider
Placements Mica3 Inc. 1675, boul. Montarville Boucherville, Qc. J4B 7W4	55	$5000.00	$0.20 per share $0.30 per Share	2.3 NI 45-106	2 250 000	07-15-2015	Insider
Investissement Qualico inc. 451 boul. Lebeau St-Laurent, Qc. H4N 1S2	55	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	NIL	07-15-2015	n/a
Investissement MSL Inc. 1133 Ch. Viens Magog, QC J1X 5R9	20	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	2,000,000	07-15-2015	n/a
Philippe Lamarre	10	$5000.00	$0.20 per share $0.30 per share	2.3 NI45-106	NIL	07-15-2015	n/a
Danie Clerk	5	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	234,000	07-15-2015	n/a
Richard Wood	30	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	1 050 000	--	n/a
Donald Lemay	2	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	NIL	07/15/2015	n/a

Jean-Noel Bérubé	3	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	NIL	07/15/2015	n/a
Les Propriétés 1199 de Bleury Inc. 630 René Lévesque O. Bureau 280, Mtl, Quebec	20	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	NIL	07/15/2015	n/a
PGL Capital Inc. 717 Dunlop Outremont, QC H2V 2W5	10	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	NIL	07/15/2015	n/a
Gestion Phinic Inc. 59 Walker Ave Toronto, ON M4V 1G3	20	$5000.00	$0.20 per share $0.30 per Share	2.3 NI45-106	NIL	07/15/2015	n/a

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)

(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.

[1]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: $1,650,000.00 .

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. 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.

5. Description of securities to be issued:

(a) Class Unsecured Convertible debentures .

(b) Number 330 .

(c) Price per security $5000.00 .

(d) Voting rights n/a

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

(a) Number N/A .

(b) Number of securities eligible to be purchased on exercise of Warrants (or options) N/A

.

(c) Exercise price .

(d) Expiry date .

7. Provide the following information if debt securities are to be issued:

(a) Aggregate principal amount $1,650,000 .

(b) Maturity date July 15, 2018.

(c) Interest rate 12% payable semi-annually.

(d) Conversion terms $0.20 per common share year 1 and 2 and $0.30 during year 3 .

(e) Default provisions Standard 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):

MacDougall, MacDougall & Mactier Inc
1010 de la Gauchetiere W., Suite 2000
Montreal, Quebec
H3B 4J1

(b) Cash $1800.

(c) Securities 6000 warrants .

(d) Other n/a .

(e) Expiry date of any options, warrants etc. 36 months .

(f) Exercise price of any options, warrants etc. $0.20 year 1-2 / $0.30 year 3 .

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. 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 transferuntil the expiry of the applicable hold period required by MultilateralInstrument 45-102.

YES

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 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 July 17, 2015 .

David Gilmour
Name of Director or Senior Officer

Signed DAVID GILMOUR

Signature

President & CEO
Official Capacity