

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

Trading Symbol: **MDM**

Date: **October 13, 2015**

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: **36,558,698**

Date of News Release Announcing Private Placement: **September 16, 2015**

Closing Market Price on Day Preceding the Issuance of the News Release: **\$0.40**

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 relations -hip to Issuer (2)
Cheryl J Bisschop 24 Cedarwood Yorkton, SK S3N 2T9	50,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	50,000 shares and 50,000 warrants	Sept 28, 2015	Not Related
Joseph W. Bisschop 24 Cedarwood Yorkton, SK S3N 3G7	50,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	50,000 shares and 50,000 warrants	Sept 28, 2015	Not Related

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 relations-hip to Issuer (2)
Caroline Mary Chillog Box 19, Site 407, RR #4 Saskatoon, SK S7K 3J7	50,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	50,000 shares and 50,000 warrants	Sept 27, 2015	Not Related
Dennis E. Chillog Box 19, Site 407 RR #4 Saskatoon, SK S7K 3J7	50,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	50,000 shares and 50,000 warrants	Sept 27, 2016	Not Related
Marla Dawn J. Jansen Box 2344 Warman, SK S0K 4S0	25,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	25,000 shares and 25,000 warrants	Sept 28, 2015	Not Related
Curtis Lee McLeod Box 652 Wadena, SK SoA 4J0	62,500 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	62,500 shares and 62,500 warrants	Sept 24, 2015	Not related
James D.A. Davis 75 Clarewood Crescent Yorkton, SK S3N 2X8	75,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec. 2.6	75,000 shares and 75,000 warrants	Oct 7, 2015	Not Related
R. Elton Opsal 40 MacDermid Cres. Saskatoon, SK S7J 2R2	25,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	25,000 shares and 25,000 warrants	Oct 5, 2015	Not Related
Elsie A. Opsal 40 MacDermid Cres. Saskatoon, SK S7J 2R2	25,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	25,000 shares and 25,000 warrants	Oct 5, 2015	Not Related

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Eagle Vision Mulching Inc P.O. Box 990 Big River, SK S0J 0E0	200,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI 45-106 Sec 2.6	200,000 shares and 200,000 warrants	Sept 30, 2015	Not Related
Mara Borenstein 15 Cartwright Rd. Winnipeg, MB R2P 0R7	125,000 Units	\$0.40 per Unit	Warrants @ \$0.45 per warrant share	NI-45-106 Sec 2.3	125,000 shares and 125,000 warrants	Sept 14, 2015	Not Related

(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: **\$295,000 (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: **Corporate Activities.**
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: **737,500** .
 - (c) Price per security: **\$0.40** .

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

- (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: 737,500
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options): 737,500
- (c) Exercise price: \$0.45
- (d) Expiry date: October 13, 2016
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.):

Lorrie Lee Chillog ("Chillog") – 207 Wilkinson Cres. Saskatoon, SK S7N 3L8

Marla Dawn J. Jansen ("Jansen") – Box 2344, Warman, SK S0K 4S0

- (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): _____
- (b) Cash: N/A
- (c) Securities: 55,000 common shares to Chillog and 6,250 common shares to Jansen

- (d) Other: N/A .
- (e) Expiry date of any options, warrants etc.: N/A .
- (f) Exercise price of any options, warrants etc.: N/A .
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.).
None .
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 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 ⁽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. _____

_____.
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 CNSX Requirements (as defined in CSE Policy 1).

4. All of the information in this Form 9 Notice of Private Placement is true.

Dated: October 13, 2015_____.

Les Kjosness
Name of Director or Senior
Officer

"Les Kjosness"
Signature

President
Official Capacity