

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of CNSX Issuer: ACFAW.COM (the "Issuer").

Trading Symbol: ACW

Date: December 17, 2009

Is this an updating or amending Notice: No

If yes provide date(s) of prior Notices:

Issued and Outstanding Securities of Issuer Prior to Issuance: 12 907 532

Date of News Release Announcing Private Placement: December 10, 2009

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.05

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\$)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer (2)
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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.

1. Total amount of funds to be raised: up to \$750,000
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. New Strategy implementation and Working Capital
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: None
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 A, Common Shares
 - (b) Number : up to 15,000,000
 - (c) Price per security: \$0.05
 - (d) Voting rights : YES
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
 - (a) Number : up to 15,000,000 full warrants
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 15,000,000
 - (c) Exercise price: \$0.25
 - (d) Expiry date : 36 months after closing
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):
 - (b) Cash _____ .
 - (c) Securities _____ .
 - (d) Other _____ .
 - (e) Expiry date of any options, warrants etc. _____ .
 - (f) Exercise price of any options, warrants etc. \$0.25
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.
- 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 Multilateral 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:

PROPERTY NAME	CLAIMS	HECTARES	KM2
VILLEBON	23	981.38	9.81
LAC JULIE	17	852	9.35
ISOUKUSTOUC COMPLEX	32	1,603	17.6
MANICOUAGAN CONSTELLATION	29	1,453	15.95
TOTAL	101	5,060	50.5

Villebon Property

The Villebon property is located less than 2 kilometers east of Provincial Highway 117, about 21 km south of Louvicourt village and about 45 km south-east of Val d'Or. The property is located more precisely close the north boundary of LaVerendrye Provincial Park. Provincial Highway 117 links Val d'Or to Montreal.

The Property hosts kilometric long mafic-ultramafic intrusives in the Val-d'Or greenstone sequence, of which a portion hosts the Villebon Zone with a historical mineral resource of 421,820 tons grading 0.72% Nickel, 0.52% Copper and 1.09 g/t Platinum (Scott, 1987), based on eight historical drill holes (non-NI 43-101 compliant).

The Property was jointly acquired by St-Georges Minerals Inc. and LiteWave Corp from Fancamp Exploration and Sheridan Platinum in February 2009. The Company agreed to acquire St-Georges' portion of the Property and its obligations. St-Georges issued 2,225,000 shares to the vendors, and Litewave is required to pay \$200,000 over two years and then an advance royalty payment of \$20,000 on an annual basis. The Property is subject to a 2% Net Smelter Return ("NSR") on 18 claims and to a 1% NSR on 5 claims covering the Villebon Zone. A total of 1% of the 2% NSR can be purchased for \$1,000,000. LiteWave would assume a remaining property payment of \$80,000 on the Villebon Zone 5 claims to *Tectonic Resources* as well as an existing 2% NSR, of which 1% can be purchased for \$1,000,000.

Isoukoustouc Complex and Lac Julie Properties

The **Isoukoustouc Complex** of the Property (Manic III, Mathilda and B40) are located less than 10 kilometres west of the Manic-3 hydro generating station within the Manicouagan Reservoir. The **Lac Julie** Property is located approximately 65 kilometers further to the east, close to Lac La Blache.

The Manicouagan region is situated at the intersection of Highways 138 and 389. Provincial Highway 138 links Montreal and Natashquan and follows the north shore of the St. Lawrence River. Highway 389 provides access to the mining towns of the northeast and links Baie-Comeau to the Labrador border.

In 1998, Outokumpu Mines Inc. performed helicopter-borne magnetic and electromagnetic surveys (2,519 line-kilometers) as well as geological mapping and ground geophysical surveys on the Lac La Blache area that included the **Lac Julie** Property. The **Lac Julie** Ni-Cu occurrence was discovered during time linked to a dyke or sill, containing up to 1.51 % Ni and 0.31% Cu. The **Manic III** occurrence was discovered by Phil Boudrias in 1986. In 2001, Fancamp Exploration Ltd. undertook trenching of two (2) nickel-copper-cobalt showings on **Manic III**, with the significant assay results of 2.4% nickel, 0.55% copper and 0.12% cobalt.

Mineralization at **Mathilda** consists of disseminated and massive vein pyrrhotite, chalcopyrite, pyrite, pentlandite and trace molybdenite in sulphides hosted in a pyroxenite dyke. Assays grade up to 1.5% nickel, 0.67% copper and 0.31% cobalt in different samples.

Assay results on **B40** (Isoukustouc Proper) yield 3.84% Ni, 17% Cu, 0.2 % Co and 1400 ppm PGE.

Manicouagan Constellation of Properties

Located north and west of the town of Baie-Comeau, Quebec, the Manicouagan Constellation is constituted of 8 distinct mineral exploration properties. These properties were held by St-Georges and planned to be developed through a 50-50 Joint-Venture agreement with LiteWave Corp. an American (Nevada) public corporation (OTC: LTWV) which holds various mining properties owned by St-Georges. The Company plans to assume the current financial obligation of St-Georges and work in collaboration with LiteWave Corp. to evaluate the full potential of these properties.

The properties are located in the general area of the Manicouagan River along the North Shore of the St. Lawrence River, and will be explored not only for Platinum and Palladium, but also Gold, Cobalt, Copper and Nickel. The properties were part of a regional lake-bottom sediment survey completed by the *Ministère des ressources naturelles et de la Faune* (the “MRNFAQ”) in early 2000 and showed significant Nickel, PGE’s, Precious and Base Metals anomalies which were further prospected in subsequent years by local North Shore prospectors. The properties are summarized as follows:

PROPERTY NAME	NUMBER OF CLAIMS / KM ²	COMMODITIES	RESULTS	PLANNED 2009 EXPLORATION PROGRAM
Lac en Dentelle	6 / 3.3	Gold	Mafic-ultramafic rocks; sulphides, Gold and Arsenic in ppm concentration	Compilation-synthesis; airborne, ground geophysics; field prospecting; validation drilling
Franquelin	2 / 1.1	Platinum, Palladium, Gold, Nickel, Copper, Cobalt, Rhodium	Mafic-ultramafic rocks; 4 grab samples (#10563, 10578, 10588, 558932): 3.4 to 4.4% Ni, 0.8 to 1.5% Cu, 153 to 513 ppb Au, 2.64 to 10.23 g/t Pt, 2.86 to 4.97 g/t Pd	Compilation-synthesis; airborne, ground geophysics; field prospecting; validation drilling
Lac Ste-Anne	3 / 1.65	Gold, Copper, Molybdenum, Rare Earth Elements, Uranium	Down Stream Sediment with higher ppm grades of Gold and Copper	Compilation-synthesis; airborne, ground geophysics; field prospecting
Manic 5	2 / 1.1	Nickel, Copper, Gold, Chromium, Cobalt, Platinum, Palladium, Rhodium	Sulphides (Cu); upside for Nickel, Gold	Compilation-synthesis; airborne, ground geophysics; field prospecting; validation drilling
Bois-Long	2 / 1.1	Gold, Nickel, Copper, Platinum, Palladium, Rhodium	617 ppb Gold in lake-bottom sediments – source not found; limited field work	Compilation-synthesis; airborne, ground geophysics; field prospecting
Tetepisca	4 / 2.2	Nickel, Copper, Cobalt, Chrome, Platinum, Palladium, Rhodium	892 ppm Nickel, 167 ppm Copper in lake-bottom sediments – source not found; limited field work in 2004-2005	Compilation-synthesis; airborne, ground geophysics; field prospecting

Indian Summer	4 / 2.2	Nickel, Copper, cobalt, Gold, Platinum, Palladium, Rhodium	Limited field work in 2004; part of the Manic 5 West group of 3 properties	Compilation-synthesis; airborne, ground geophysics; field prospecting
Katshi	6 / 3.3	Nickel, Copper, Cobalt, Gold, PGE's, Rhodium	Previous vendor completed ground VLF-EM and BeepMat surveys in 2004; discovered mafic-ultramafic intrusion with anomalous Gold-PGE's	Compilation-synthesis; airborne, ground geophysics with gravity; field prospecting
	29 / 15.95			

3. ACFAW will acquire the above described properties from St Georges Minerals Inc.; this transaction is an arm-length transaction and will be considered as a fundamental change to be approved by the shareholders at a special meeting to take place early 2010: change of the core business of the Company, change of name, change of directors and change of main shareholders.
4. 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: 2,947,510.
 - (b) Cash: none
 - (c) Securities (including options, warrants etc.) and dollar value: 117,900,400 common shares in payment of C\$2,947,510 .
 - (d) Other: _____ .
 - (e) Expiry date of options, warrants, etc. if any: _____ .
 - (f) Exercise price of options, warrants, etc. if any: _____ .
 - (g) Work commitments: _____ .
5. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).

Purchase price is an arm's length negotiation based on investments already made on the properties and on existing metal reserves.
6. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: not available at this time
7. 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:

Please see the attached list with details of each beneficiary; none of them is related to the issuer (arm's length transaction); each party will receive 4 shares for each share they own in St Georges Minerals inc. (the vendor), for a total of 117,900,400 shares, each with a \$0.025 value for a total consideration of \$2,947,510; most of the parties have accredited investor status.

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

8. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: Due diligence with legal opinion in process

9. 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 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 : December 17, 2009



François Houille de Beaulieu,

President, CEO, Director

ALI ABBAS ALI AL-HAZEEM 50,000 9-Jan-08 1 Restricted
AL HAZEEM PROPERTY #62 BOD COMP
JUMEIRA AREA #1, DUBAI, UAE
DEBORAH ALISERO 170 24-Dec-97 1 Restricted
151 SLYTOP DR SUB
LAS VEGAS, NV 89015
MICHAEL ARCHER 170 24-Dec-97 1 Restricted
862 AVENUE A SUB
REDONDO BEACH, CA 90277
RONALD ASSAF 170 24-Dec-97 1 Restricted
21094 HAMLIN DR SUB
BOCA RATON, FL 33433
FRANK BENNINGFIELD 170 24-Dec-97 1 Restricted
1524 W GLEN AVE SUB
PEORIA, IL 61614
MORTON BIALSTOCK 170 24-Dec-97 1 Restricted
17196 NEWPORT CLUB DRIVE SUB
BOCA RATON, FL 33496
ROBERT BLOCK 170 24-Dec-97 1 Restricted
71 BURNHAM AVE SUB
ROSLYN HEIGHTS, NY 11577-1222
MICHAEL BLOOM 170 24-Dec-97 1 Restricted
749 ATWOOD NE SUB
GRAND RAPIDS, MI 49503
MARIO BOURQUE 50,000 9-Jan-08 1 Restricted
1227 BROCHARD ST BOD COMP
BAIE-COMEAU, QC CANADA G5C 2H1
101,190 S-TOTAL
DUNCAN BULL 170 24-Dec-97 1 Restricted
420WILLOW BROOK OFFICE P SUB
FAIRPORT, NY 14450-4223
ALAIN BUREAU 50,000 9-Jan-08 1 Restricted
409 TACHEREAU EST BOD COMP
ROUYN-NORANDA, QC CANADA J9X 3E7
FRED BUTTON 170 24-Dec-97 1 Restricted
105 CENTRAL AVE SUB
OSSEO, MN 55369
GEORGE CALDER 170 24-Dec-97 1 Restricted
40 SMULL AVE SUB
CALDWELL, NJ 07006
DALE CANTRELL 170 24-Dec-97 1 Restricted
8801 RILEY SUB
OVERLAND PARK, KS 66212
JOSEPH CARINO 170 24-Dec-97 1 Restricted
PO BOX 503 SUB
SOUTHWINDSOR, CT 06074
LINSLEY CHAPMAN 170 24-Dec-97 1 Restricted
58 BLAKESLEE RD SUB
WALLINGFORD, CT 06492
BUD MING CHIEU 170 24-Dec-97 1 Restricted
9600 TUCKERMAN ST SUB
LANHAM, MD 20706
J A CLAYDON 17,000 15-Jul-04 1 Restricted
1075 BELLEVUEWAY NE #188 CONSULT COMP
BELLEVUE, WA 98004
JOYCE CLAYDON 850 15-Dec-97 1 Restricted
1075 BELLEVUEWAY NE SUB
BELLEVUE, WA 98004 69040 S-TOTAL
E DARAN COLE 170 24-Dec-97 1 Restricted
48 IVY CHASE SUB
ATLANTA, GA 30342
PATRICK CORNISH 850 15-Dec-97 1 Restricted

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1075 BELLEVUE WAY NE SUB
BELLEVUE, WA 98004
DONALD COURVILLE 170 24-Dec-97 1 Restricted
2203 FAIRWAY DR SUB
DODGE CITY, KS 67801
ANDREA CRESCI 170 24-Dec-97 1 Restricted
30 WALKER RD SUB
WARWICK, RI 02889
MICHAEL CURTIS 50,000 9-Jan-08 1 Restricted
161 DES CEDRES ST BOD COMP
ST EUSTACHE, QC CANADA J7R 4V7
CHARLES M DAMUS 170 24-Dec-97 1 Restricted
624 S SIXTH ST SUB
LAS VEGAS, NV 89014
MICHAEL DANIELS 170 24-Dec-97 1 Restricted
1734 SANDSTORM DR SUB
HENDERSON, NV 89014
JOHN DAVIS 170 24-Dec-97 1 Restricted
1 MILL RACE PL SUB
GLEN MILLS, PA 19342
MATT DEWAAL 170 24-Dec-97 1 Restricted
2940 E ACORN LN SUB
SANDY, UT 84093
52040 S-TOTAL
FRANCOIS DUMAS 1,875,000 9-Jan-08 1 Restricted
12787 BEDFORD MGNT COMP
MONTREAL, QC CANADA H9A 1C1
50,000 9-Jan-08 1 Restricted
2 Outstanding Certificates Totaling: 1,925,000 BOD COMP
JULIA ESTRADA 170 24-Dec-97 1 Restricted
1889 STEVELY SUB
LONG BEACH, CA 90815
DARLENE FREDRICO 170 24-Dec-97 1 Restricted
341 CAMBRIDGE SE SUB
GRAND RAPIDS, MI 49506
CAL FULLERTON 170 24-Dec-97 1 Restricted
638 WEST KALMO SUB
CHARLOTTE, MI 48813
G GRESSEN 170 24-Dec-97 1 Restricted
1457 CAIRN CT SUB
PALM HARBOR, FL 34683
LILO HERZ 170 24-Dec-97 1 Restricted
2550 WEBB AVE SUB
BRONX, NY 10468
JAMES JETT 170 24-Dec-97 1 Restricted
825 CHARLOTTE NW SUB
GRAND RAPIDS, MI 49504
EDWARD KOFF 170 24-Dec-97 1 Restricted
2091 WOODSH IRE PL SUB
KENTWOOD, MI 49508
THEODORE KUSMIERSKY 170 24-Dec-97 1 Restricted
1259 BLANCHARD SW SUB
WYOMING, MI 49509
1,926,360 S-TOTAL
JEAN LAFLEUR 50,000 9-Jan-08 1 Restricted
CP 19515, CSP PAPINEAU MGNT COMP
LAVAL, QC CANADA H7G 4Z1
JEAN-RAYMOND LAVALLE 150,000 9-Jan-08 1 Restricted
25 OZIAS-LEDUC ASSET ACQUISITION
BLAINVILLE, QC CANADA J7C 4E5

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JEAN-SEBASTI LAVALLEE 150,000 9-Jan-08 1 Restricted
255 RUE COURCHESNE ASSET ACQUISITION
VAL D OR, QCCANADAJ9P 5R9
DENNIS MAHONEY 170 24-Dec-97 1 Restricted
516 VARNUM ST NW SUB
WASHINGTON, DC 20011
MARTHA MARSH 170 24-Dec-97 1 Restricted
6653 E CARONDELET SUB
TUSCON, AZ 85710
ELIZABETH MCCHESENEY 170 24-Dec-97 1 Restricted
1118 SW MYRTLE SUB
PORTLAND, OR 97201
IAN C PERES 50,000 9-Jan-08 1 Restricted
39WINSTON GROVE BOD COMP
ETOBICOKE, ON CANADA M8Y 2L1
ROBERT PHILLIPS 170 24-Dec-97 1 Restricted
3312 IVAN REST SW SUB
GRANDVILLE, MI 49418
JIMMY REYNOLDS 170 24-Dec-97 1 Restricted
1221 S 800 EAST SUB
SALT LAKE CITY, UT 84105
DUMASBANCORP ALBERTA ULC 360,000 21-Jul-06 1 Restricted
2020 UNIVERSITY, SUITE 2040 ACQUIRED FROM THIRD PARTY
MONTREAL, QC, CANADA, H2Y 1S5
3974715 CANADA INC. 1,274,500 21-Jul-06 1 Restricted
12787 BEDFORD ACQUIRED FROM THIRD PARTY
MONTREAL, QC, CANADA, H9A 1C1
2,035,350 S-TOTAL 11
SARAH SNYDER 170 24-Dec-97 1 Restricted
100 ST ALBANS RD SUB
KENSINGTON, CA 94708
MARY SUNESON 170 24-Dec-97 1 Restricted
406 NORTH 4TH STREET SUB
OREGON, IL 61061
JAMECE H TOLMAN 170 24-Dec-97 1 Restricted
919 REDFORD DR SUB
PROVO, UT 84604
RONALD ZANDBERGEN 170 24-Dec-97 1 Restricted
7195 GETTYSBURG AVENUE SUB
HUDSONVILLE, MI 49426
LUCIE ST-JEAN 1,000,000 21-Jul-06 1 Restricted
1326 IBERVILLE, #201 AQUIRED FROM THIRD PARTY
REPENTIGNY, QC, J5Y 4B7
THOMAS G. LARSEN 500,000 21-Jul-06 1 Restricted
3057 LAKESHORE AQUIRED FROM THIRD PARTY
BURLINGTON, ON, CANADA, L7B 3V9
1500680
LOUIS LAPOINTE 1,100,000 21-Jul-06 1 Restricted
2544 OMBRETTE ACQUIRED FROM THIRD PARTY
LAVAL, QC, H7L 4P4
LOUIS LAPOINTE 1,700,000 21-Jul-06 1 Restricted
2544 OMBRETTE ACQUIRED FROM THIRD PARTY
LAVAL, QC, H7L 4P4
DELMONT & SNYDER 170 24-Dec-97 1 Restricted
100 ST ALBANS RD SUB
KENSINGTON, CA 94708
DIGITAL MEDIA GROUP INC 170 24-Dec-97 1 Restricted
624 SOUTH SIXTH ST SUB
LAS VEGAS, NV 89014
EXPLORATION MINIERE MANICOUAGAN 150,000 9-Jan-08 1 Restricted
67 PLACE LA SALLE #401 ASSET ACQUISITION
BAIE-COMCAU, QC CANADA G5C 2H1
IAN GOBEIL 6,000 21-Jul-06 1 Restricted
185 CHEMIN DES PATRIOTES ACQUIRED FROM THIRD PARTY
ST-CHARLES SUR RICHELIEU, QC, CANADA, J0H 2G0
AAD DEVET 2,500 21-Jul-06 1 Restricted
695 MARIE-VICTORIN ACQUIRED FROM THIRD PARTY
BOUCHERVILLE, QC, CANADA, J4B 1X6
MICHAEL WRIGHT 2,500 21-Jul-06 1 Restricted
2243 MARYSE-BASILE ACQUIRED FROM THIRD PARTY
MONTREAL, QC, CANADA, H4R 3C5

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SYLVAIN LOISELLE 4,000 21-Jul-06 1 Restricted
 1122 MONTE DU TERROIR, ACQUIRED FROM THIRD PARTY
 PRÉVOT, QC, CANADA, J0R 1T0
 PETER MCLEAN 2,000 21-Jul-06 1 Restricted
 324 DES PRÉS, ACQUIRED FROM THIRD PARTY
 ROSEMÈRE, QC, CANADA, J7A 4A7
 GEMME MANICOUAGAN INC 1,000,000 9-Jan-08 1 Restricted
 1227 RUE BROCHARD ASSET ACQUISITION
 BAIE-COMEAU, QC, CANADA G5C 2H1
 ERIC MARTINOLI 1,578,000 21-Jul-06 1 Restricted
 48 GATINEAU, ACQUIRED FROM THIRD PARTY
 BLAINVILLE, QC, CANADA, J7B 1W2
 LOUIS LABELLE 15,000 21-Jul-06 1 Restricted
 2285 FRANCIS HUGUES, #310 ACQUIRED FROM THIRD PARTY
 LAVAL, QC, CANADA, H7S 1N5
 GINO LAJOIE 1,600,000 21-Jul-06 1 Restricted
 345 ERICKA, #120 ACQUIRED FROM THIRD PARTY
 LAVAL, QC, CANADA, H7P 5S2
 7,160,340
 ISOUKOUSTOUC EXPLORATION INC 100 9-Jan-08 1 Restricted
 3030 BLVD LE CARREFOUR ASSET ACQUISITION
 LAVAL, QC CANADA H8T 2P5
 FRANCOIS DUMAS 850,000 21-Jul-06 1 Restricted
 12787 BEDFORD ACQUIRED FROM THIRD PARTY
 MONTREAL, QC, CANADA, H9A 1C1
 850,000 21-Jul-06 1 Restricted
 2 Outstanding Certificates Totaling: 1,700,000 ACQUIRED FROM THIRD PARTY
 PBJ INC 85,000 15-Oct-05 1 Restricted
 16461 BIG OAK BAY RD CONSULTING COMP
 TYLER, TX 75707
 FRANCOIS DUMAS 680,000 21-Jul-06 1 Restricted
 12787 BEDFORD ACQUIRED FROM THIRD PARTY
 MONTREAL, QC, CANADA, H9A 1C1
 IAN C. PERES 600,000 21-Jul-06 1 Restricted
 39 WINSTON GROVE ACQUIRED FROM THIRD PARTY
 ETOBICOKE, ON CANADA M8Y 2L1
 PERESCO MANAGEMENT CONSULTANTS INC. 350,000 21-Jul-06 1 Restricted
 34 LIBERSAN CRESCENT, ACQUIRED FROM THIRD PARTY
 DDO, QC, CANADA, H9A 2B6
 DIMITRI PAUN 100,000 21-Jul-06 1 Restricted
 1855 MAPLE RIDGE DR. #18, ACQUIRED FROM THIRD PARTY
 MISSISSAUGA, ON, CANADA, L4W 2N7
 JASON MACHADO 550,000 21-Jul-06 1 Restricted
 424 TWIN OAK ROAD ACQUIRED FROM THIRD PARTY
 SOUTH ORANGE, NJ, 07079
 SUSAN RIDEOUT 200,000 21-Jul-06 1 Restricted
 34 LIBERSAN CRESCENT, ACQUIRED FROM THIRD PARTY
 DDO, QC, CANADA, H9A 2B6
 4265100 S-TOTAL
 ST-GEORGES FAMILY TRUST 450000 21-Jul-06 1 Restricted
 12787 BEDFORD ACQUIRED FROM THIRD PARTY
 MONTREAL, QC, CANADA, H9A 1C1
 ÉRIC LEBEUF 450,000 21-Jul-06 1 Restricted
 539 DE LA NOUE ACQUIRED FROM THIRD PARTY
 ILE DES SOEURS, QC, CANADA, H3E 1S22
 JEAN LAFLEUR 100,000 21-Jul-06 1 Restricted
 CP 19515, CSP PAPINEAU ACQUIRED FROM THIRD PARTY
 LAVAL, QC CANADA H7G 4Z1
 MICHAEL CURTIS 250,000 21-Jul-06 1 Restricted
 161 DES CEDRES ST ACQUIRED FROM THIRD PARTY
 ST EUSTACHE, QC CANADA J7R 4V7
 FRÉDÉRIC MARTEL 100,000 21-Jul-06 1 Restricted
 450 SHERBROOKE EST, #601 ACQUIRED FROM THIRD PARTY
 MONTREAL, QC, CANADA, H2L 1J8
 DIMITRIOS LIAKOPOULOS 100,000 21-Jul-06 1 Restricted
 5216 LAKEVIEW, ACQUIRED FROM THIRD PARTY
 MONTREAL, QC, CANADA, H8Z 2M8
 CARL DESJARDINS 100,000 21-Jul-06 1 Restricted
 450 SHERBROOKE EST, #601 ACQUIRED FROM THIRD PARTY
 MONTREAL, QC, CANADA, H2L 1J8
 JEAN SÉBASTIEN LAVALLÉ 100,000 21-Jul-06 1 Restricted
 255 RUE COURCHESNE, ACQUIRED FROM THIRD PARTY
 VAL D'OR, QC, CANADA, J9P 5RR9
 WEI TEK TSAI 1,000,000 21-Jul-06 1 Restricted

FORM 9 – NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES

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10705 E ACOMA DRIVE, ACQUIRED FROM THIRD PARTY
SCOTTSDALE, AZ, 85255
MARIA D'AMATA 550,000 21-Jul-06 1 Restricted
39 WINSTON GROVE ACQUIRED FROM THIRD PARTY
ETOBICOKE, ON CANADA M8Y 2L1
COLLINS A. PERES 200,000 21-Jul-06 1 Restricted
34 LIBERSAN CRESCENT, ACQUIRED FROM THIRD PARTY
DDO, QC, CANADA, H9A 2B6
JOHN HAMUKOTO AKWENYE 150,000 21-Jul-06 1 Restricted
PO BOX 228 ACQUIRED FROM THIRD PARTY
PROVIDENCIALES, TURK & CAICOS ISLAND
ROB DUNSUIR 50,000 21-Jul-06 1 Restricted
9525 PREST RD, ACQUIRED FROM THIRD PARTY
CHILIWACK, BC, CANADA, V2P 8E3
DLE TRADING LTD 750,000 21-Jul-06 1 Restricted
131 BLOOR ST WEST, UPPER PENTHOUSE ACQUIRED FROM THIRD PARTY
TORONTO, ON, CANADA, M5S 1S3
JOCELYNE PARADIS 910,000 21-Jul-06 1 Restricted
227, DU MONT BLANC, ACQUIRED FROM THIRD PARTY
QUEBEC, QC, CANADA, G1B 3V5
CAROLE PÉRUSSE 330,000 21-Jul-06 1 Restricted
1335 CREVIER, ACQUIRED FROM THIRD PARTY
MONTREAL, QC, CANADA, H4L 2X1
5,590,000 S-TOTAL
MARIO DROLET 25000 21-Jul-06 1 Restricted
224 A, LEDUC ST ACQUIRED FROM THIRD PARTY
STE-THERESE, QC, CANADA, J7E 2W5
ANGELO MARTELLI 50,000 21-Jul-06 1 Restricted
1020, LE GARDEUR, ACQUIRED FROM THIRD PARTY
MONTREAL, QC, CANADA, H2P 1R2
9128-1915 QUEBEC INC. 250,000 21-Jul-06 1 Restricted
867 BERGERON ACQUIRED FROM THIRD PARTY
STE-THERESE, QC, CANADA, J7E 4W5
C/O MICHELLE MARSOLAIS
DEVRIES FAMILY TRUST 150,000 21-Jul-06 1 Restricted
938 HOWE ST, #718 ACQUIRED FROM THIRD PARTY
VANCOUVER, BC, CANADA, V6Z 1N9
ALI ABBAS ALI AL-HAZEEM 105,000 21-Jul-06 1 Restricted
AL HAZEEM PROPERTY #62 ACQUIRED FROM THIRD PARTY
JUMEIRA AREA #1, DUBAI, UAE
580000 S-TOTAL
FRANCOIS DUMAS 1,875,000 19-Jan-09 1 Restricted
12787 BEDFORD MGNT COMP
MONTREAL, QC, CANADA, H9A 1C1
MARK BILLINGS 1,000,000 19-Jan-09 1 Restricted
2020, UNIVERSITY, #2040 MGNT COMP
MONTREAL, QC, CANADA, H2Y 1S5
EDWARD IERFINO 300,000 19-Jan-09 1 Restricted
2020, UNIVERSITY, #2040 CONSULTANT COMP
MONTREAL, QC, CANADA, H2Y 1S5
RBA & ASSOCIATES 150,000 10-Oct-09 1 Restricted
2020, UNIVERSITY, #2040 SHARE FOR DEBT, OFFICE LEASE
MONTREAL, QC, CANADA, H2Y 1S5
FANCAMP EXPLORATION LTD. 1,112,500 5-Feb-09 1 Restricted
7290 GRAY AVENUE, ASSET ACQUISITION
BURNABY, BC, CANADA, V5J 3Z2
SHERIDAN PLATINUM GROUP LTD. 1,112,500 5-Feb-09 1 Restricted
7290 GRAY AVENUE, ASSET ACQUISITION
BURNABY, BC, CANADA, V5J 3Z2
LOUIS LAPOINTE 600,000 19-Jan-09 1 Restricted
2544 OMBRETTE
CONSULTANT COMP
LAVAL, QC, H7L 4P4

TOTAL : 29,430,100 shares, each will receive 4 ACFAW shares for a total of 117,900,400 ACFAW shares