

## FORM 12

### NOTICE OF PROPOSED STOCK CONSOLIDATION OR RECLASSIFICATION

Name of Listed Issuer: **Four Nine Gold Inc** ( the "Issuer")

Trading Symbol: **FNAU**

Date: **October 17, 2018**

This form is to be used to report a proposed reclassification, which is any change to the terms of a listed security other than a stock split or dividend.

1. Provide full details of the reclassification

The Issuer plans to do a consolidation on the basis of one post-consolidation common share for every five pre-consolidation common shares. The new Cusip has been issued as 35089X206.

2. Number of securities outstanding and reserved for issuance following the reclassification

The Issuer is authorized to issue an unlimited number of shares without par value and currently has 12,454,500 pre-consolidation shares outstanding. Upon completion of the consolidation, there will be approximately 2,490,900 common shares outstanding.

The Issuer also has 4,375,000 warrants outstanding and no stock options outstanding which will result in approximately 875,000 consolidation warrants. The Issuer has reserved the same number of common shares for the issuance of shares upon exercise of any outstanding warrants and stock options.

3. Describe the anticipated impact of the reclassification on the liquidity of the market for the listed security and on voting and equity rights of public shareholders

Immediately after the consolidation of the Issuer's share capital, it is anticipated that there shall be less liquidity of the market for the Issuer's listed securities and the voting and equity rights of the Issuer's public shareholders shall be unaffected. However, it is the expectation of the Issuer that the liquidity of the market for the Issuer's listed securities will improve as it will provide the Issuer with increased flexibility to seek additional financing opportunities.

4. Date of shareholders' meeting to approve the reclassification

N/A. In accordance with the Issuer's Articles, the Issuer may, by director's resolution, consolidate its common shares in the capital of the Issuer. The consolidation was approved by the Board of Directors via resolution on October 5, 2018.

5. Record date for the reclassification

October 19, 2018

## **6. 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.
2. As of the date hereof there is no 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 CNSX Policy 1).
4. All of the information in this Form 12 Notice of Proposed Stock Consolidation or Reclassification is true.

Dated October 17, 2018

Casey Forward  
Name of Director or Senior  
Officer

cs//Casey Forward  
Signature

CFO- Director  
Official Capacity