Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9666427

ITEM 1 - REPORT TYPE						
✓ New report						
☐ Amended report If ame	nded, provide filing date	of report that is being a	mended	(YYYY-MM-DD)		
ITEM 2 - PARTY CERTIFYING THE	REPORT					
Indicate the party certifying the report (seli Instrument 81-106 Investment Fund Conti			investment fund, refer to sect	ion 1.1 of National		
☐ Investment fund issuer	nuous Disclosure und the comp	umon policy to tvi o i too.				
✓ Issuer (other than an investment of the state of th	stment fund)					
Underwriter	and rand,					
ITEM 3 - ISSUER NAME AND OT						
Provide the following information about the Full legal name						
_	New Placer Dome Gold					
Previous full legal name						
If the issuer's name changed in the	e last 12 months, provide most	recent previous legal name.				
Website	https://newplacerdome	.com/ (if applic	able)			
If the issuer has a legal entity identifier, pr	ovide below. Refer to Part B of t	he Instructions for the definiti	on of "legal entity identifier".			
Legal entity identifier						
If two or more issuers distributed a single s	ecurity, provide the full legal no	ame(s) of the co-issuer(s) other	than the issuer named above	e.		
Full legal name(s) of co-issuer(s)		(if applic	able)			
ITEM A LINDERWRITER INFORM	AATION					
ITEM 4 - UNDERWRITER INFORM						
If an underwriter is completing the report,	provide the underwriter's full le	gal name and firm NRD numl	er.	٦		
	Full legal name					
Firm NRD number	Firm NRD number (if applicable)					
If the underwriter does not have a firm NR	If the underwriter does not have a firm NRD number, provide the head office contact information of the underwriter.					
Street address						
Municipality		Province/Stat	e			
Country		Postal code/Zip cod	e			
Telephone number		Websit	e	(if applicable)		

ITEM 5 - ISSUER INFORMATION
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 2 1 2 2 0
If the issuer is in the mining industry , indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations.
✓ Exploration ☐ Development ☐ Production
Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.
☐ Mortgages ☐ Real estate ☐ Commercial/business debt ☐ Consumer debt ☐ Private companies
☐ Cryptoassets
b) Number of employees
Number of employees: ✓ 0 - 49
c) SEDAR profile number
Does the issuer have a SEDAR profile?
No ✓ Yes If yes, provide SEDAR profile number 0 0 0 4 6 3 1 7
If the issuer does not have SEDAR profile complete item 5(d) - (h).
d) Head office address
Street address Province/State
Municipality Postal code/Zip code
Country Telephone number
e) Date of formation and financial year-end
Date of formation Financial year-end MM DD Financial year-end
f) Reporting issuer status
Is the issuer a reporting issuer in any jurisdication of Canada? No Yes
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.
AII AB BC MB NB NL NT
□ NS □ NU □ ON □ PE □ QC □ SK □ YT
g) Public listing status
If the issuer has a CUSIP number, provide below (first 6 digits only)
CUSIP number
If the issuer is publicly listed, provide the name of the exchange on which the issuer's equity securities primarily trade. Provide only the name of an exchange and not a trading facility such as, for example, an automated trading system.
Exchange name
h) Size of issuer's assets

Select the size of the issuer's assets based on its most recently available annual financial statements (Canadian \$). If the issuer has not prepared annual financial statements for its first financial year, provide the size of the issuer's assets at the distribution end date.

☐ \$0 to under \$5M	☐ \$5M to under \$25M	☐ \$25M to under \$100M
\$100M to under \$500M	☐ \$500M to under \$1B	\$1B or over

ITEM 6 - INVESTMENT	FUND ISSUER INFORMATION				
If the issuer is an inves	tment fund, provide the following information.				
a) Investment fund ma	anager information				
Full legal name					
Firm NRD number	(if applicable)				
If the investment fund mand	ager does not have a firm NRD number, provide the head office contact information of the investment fund manager.				
Street address					
Municipality	Province/State				
Country	Postal code/Zip code				
Telephone number	Website (if applicable)				
b) Type of investment	fund				
Type of investment fund tha	nt most accurately identifies the issuer (select only one) .				
Money market	☐ Equity ☐ Fixed income ☐ Balanced				
Alternative strateg	gies Cryptoasset Other (describe)				
Indicate whether one or bot	h of the following apply to the investment fund .				
Invests primarily in	n other investment fund issuers				
☐ Is a UCITs Fund¹					
¹ Undertaking for the Collec (EU) directives that allow c	tive Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.				
c) Date of formation a	and financial year-end of the investment fund				
Date of formation Financial year-end MM DD Financial year-end					
d) Reporting issuer status of the investment fund					
Is the investment fund a rep	orting issuer in any jurisdication of Canada? No Yes				
If yes, select the jurisdictions	s of Canada in which the investment fund is a reporting issuer.				
☐ AII ☐	AB BC MB NB NL NT				
□ NS □	NU ON PE QC SK YT				
e) Public listing status	s of the investment fund				
If the investment fund has a	CUSIP number, provide below (first 6 digits only)				
	CUSIP number				
	blicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the not a trading facility such as, for example, an automated trading system.				
Exchange on an exchange and h					
-	AV) of the investment fund				
	investment fund as of the date of the most recent NAV calculation (Canadian \$).				
\$0 to under \$5M	s5M to under \$25M s25M to under \$100M				
\$100M to under \$500	DM \$500M to under \$1B \$1B or over Date of NAV calculation: YYYY MM DD				

ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION

If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include in Item 7 and Schedule 1 information about purchasers resident in that jurisdiction of Canada only. Do not include in Item 7 securities issued as payment of commissions or finder's fees in connection with the distribution, which must be disclosed in Item 8. The information provided in Item 7 must reconcile with the information provided in Schedule 1 of the report.

a)	Currency
a)	Cullelley

Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.

✓ Canadian dollar US dollar □ Euro □ Other (describe)

b) Distribution date(s)

State the distribution start and end dates. If the report is being filed for securities distributed on only one distribution date, provide the distribution date as both the start and end dates. If the report is being filed for securities distributed on a continuous basis, include the start and end dates for the distribution period covered by the report.

Start date 2021 11 10 YYYY MM DD

End date 2021 11 12

c) Detailed purchaser information

Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.

d) Types of securities distributed

Provide the following information for all distributions reported on a per security basis. Refer to Part A(12) of the Instructions for how to indicate the security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.

						Canadian \$	
Security CUSIP number (if applicable)		LIESCRIPTION OF SECURITY		Number of securities	Single or lowest price	Highest price	Total amount
C M S 64804X101		64804X101		17,222,222.00	0.0900	0.0900	1,550,000.00
U	ВЅ		Units, with each unit consisting of one common share and one common share purchase warrant	55,130,900.00	0.0800	0.0800	4,410,472.00
U	ВЅ	64804X101	Units, with each unit consisting of one common share and one common share purchase warrant	5,600,000.00	0.0800	0.0800	448,000.00

e) Details of rights and convertible/exchangeable securities

If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.

e	Convertible / exchangeable security code		Underlying security code			Exercise price (Canadian \$)		Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other items (if applicable)	
		•					Lowest	Highest	·		
V	V	Ν	Т	С	М	S	0.1200	0.1200	2024-11-10		\$0.12 for a period of 3 years from the date of issue.
V	V	N	Т	С	М	S	0.1200	0.1200	2024-11-12	1	\$0.12 for a period of 3 years from the date of issue.

f) Summary of the distribution by jurisdiction and exemption

State the total dollar amount of securities distributed and the number of purchasers for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides and for each exemption relied on in Canada for that distribution. However, if an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include distributions to purchasers resident in that jurisdiction of Canada only.

This table requires a separate line item for: (i) each jurisdiction where a purchaser resides, (ii) each exemption relied on in the jurisdiction where a purchaser resides, if a purchaser resides in a jurisdiction of Canada, and (iii) each exemption relied on in Canada, if a purchaser resides in a foreign jurisdiction.

For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Exemption relied on	Number of unique ² purchasers	Total amount (Canadian \$)
Australia	NI 45-106 2.3 [Accredited investor]	1	12,072.00

Virgin Islands, British	NI 45-106 2.3 [Accredited investor]	1	100,000.00
Alberta	NI 45-106 2.3 [Accredited investor]	8	146,000.00
British Columbia	NI 45-106 2.13 [Petroleum, natural gas and mining properties]	1	1,550,000.00
British Columbia	NI 45-106 2.3 [Accredited investor]	71	2,310,400.00
Ontario	NI 45-106 2.3 [Accredited investor]	12	823,000.00
Ontario	NI 45-106 2.5 [Family, friends and business associates]	1	16,000.00
Québec	NI 45-106 2.3 [Accredited investor]	9	149,000.00
Saskatchewan	NI 45-106 2.3 [Accredited investor]	2	40,000.00
Germany	NI 45-106 2.3 [Accredited investor]	3	80,000.00
Hong Kong	NI 45-106 2.3 [Accredited investor]	1	60,000.00
Monaco	NI 45-106 2.3 [Accredited investor]	1	32,000.00
Netherlands	NI 45-106 2.3 [Accredited investor]	1	80,000.00
Panama	NI 45-106 2.3 [Accredited investor]	1	12,000.00
Singapore	NI 45-106 2.3 [Accredited investor]	1	120,000.00
Switzerland	NI 45-106 2.3 [Accredited investor]	9	266,000.00
Taiwan, Province Of China	NI 45-106 2.3 [Accredited investor]	2	100,000.00
United Arab Emirates	NI 45-106 2.3 [Accredited investor]	2	56,000.00
United Kingdom	NI 45-106 2.3 [Accredited investor]	2	40,000.00
United States	NI 45-106 2.3 [Accredited investor]	6	416,000.00
	Total dollar amount of se	curities distributed	6,408,472.00
	Total number of unique purchasers ^{2b}	135	

g) Net proceeds to the investment fund by jurisdiction

If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides. If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

^{3&}quot;Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

Offering materials - This section applies only in Saskatchewan, Ontario, Québec, New Brunswick and Nova Scotia.

If a distribution has occurred in Saskatchewan, Ontario, Québec, New Brunswick or Nova Scotia, complete the table below by listing the offering materials that are required under the prospectus exemption relied on to be filed with or delivered to the securities regulatory authority or regulator in

In Ontario, if the offering materials listed in the table are required to be filed with or delivered to the Ontario Securities Commission (OSC), attach an electronic version of the offering materials that have not been previously filed with or delivered to the OSC.

Description	Date of document or other material (YYYY-MM-DD)	Previously filed with or delivered to regulator? (Y/N)	Date previously filed or delivered (YYYY-MM-DD)

^{2a} In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

²⁶ In calculating the total number of unique purchasers to which the issuer distributed securities, count each purchaser only once, regardless of whether the issuer distributed multiple types of securities to, and relied on multiple exemptions for, that purchaser.

ITEM 8 - COMPENSATION INFORMATION
Provide information for each person (as defined in NI 45-106) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. Complete additional copies of this page if more than one person was, or will be, compensated.
Indicate whether any compensation was paid, or will be paid, in connection with the distribution.
No ✓ Yes If yes, indicate number of persons compensated. 10

a) Name of person comper	nsated and regis	tration status												
Indicate whether the person comp	ensated is a registr	ant.		☐ No		√	Yes	3						
If the person compensated is an ir	ndividual, provide ti	he name of the	individ	dual.										
Full legal name of individ	ual													
	F	amily name			First	given i	name			Sec	ondary	given na	ames	
If the person compensated is not a	an individual, provi	de the following	g infor	mation.										
Full legal name of	non-individual	Haywood Se	curitie	es Inc.										
Firn	n NRD number	1 6	3	0				((if appl	icable)				
Indicate whether the person comp	ensated facilitated	the distribution	throu	gh a fund	ling porto	al or a	n inte	rnet-b	pased p	ortal.	√	No] Yes
b) Business contact inform	ation													
If a firm NRD number is not provi	ded in Item 8 (a), p	rovide the busii	ness co	ntact info	rmation	of the	perso	n beii	ng com	pensated.				
Street address														
Municipality						F	Provi	nce/S	State					
Country					P	ostal	code	/Zip d	code					
Email address						Telep	ohone	e nun	nber					
c) Relationship to issuer or	investment fund	l manager												
Indicate the person's relationship the Instructions and the meaning				-						ning of "c	onnecte	ed" in I	Part E	3(2) of
Connect with the issuer			,			-	_			er than a	n invest	tment f	fund)	
Director or officer of the	investment fund o	r investment fu	ınd ma	nager		Emplo	vee o	f the i	ssuer	or investm	nent fun	nd man	ager	
✓ None of the above				Ü		•	,						J	
d) Compensation details														
Provide details of all compensation Canadian dollars. Include cash cor incidental to the distribution, such allocation arrangements with the d	nmissions, securitie as clerical, printing	rs-based compe n, legal or accou	nsatio Inting	n, gifts, di. services. A	scounts c An issuer	or othe is not	er com requi	penso red to	ation. E ask fo	o not rep	ort payı	ments	for se	ervices
Cash commissions paid	152,32	20.00					Secu	rity co	de 1	Security of	code 2	Secu	rity co	ode 3
Value of all securities distributed as compensation ⁴			\$	Security co	odes		W	N	Т					
Describe terr	ms of warrants, op	tions or other r	ights	1,904,0 period (ts, ex	ercisa	able at \$0).12 pe	er sha	re fo	or a
Other compensation ⁵		Des	cribe			,	-							
Total compensation paid	152,32	0.00												
Check box if the person										ahte overe	eisabla :	to acqu		
⁴ Provide the aggregate value of a additional securities of the issuer rights exercisable to acquire add ⁵ Do not include deferred compen	r. Indicate the secu itional securities of	rity codes for a												er

a) Name of person compen	sated and regis	tration status												
Indicate whether the person compe	ensated is a regist	rant.		☐ No		√	Yes							
If the person compensated is an in-	dividual, provide t	he name of the	individ	dual.										
Full legal name of individu	ıal													
		Family name		I	First	given na	ame			Sec	ondary (given na	ames	
If the person compensated is not a	n individual, provi	ide the following	j infor	mation.										
Full legal name of	non-individual	Canaccord G	enuit	y Corp.										
Firm	NRD number	9 0	0					(if	applic	able)				
Indicate whether the person compe	ensated facilitatea	the distribution	throu	gh a fundi	ng porta	l or an	interi	— net-ba	ised po	rtal.	√	No		Yes
b) Business contact informa	ntion													
If a firm NRD number is not provid	led in Item 8 (a), p	rovide the busir	ness co	ntact info	mation o	of the p	person	being	ј сотр	ensated.				
Street address														
Municipality						Р	rovin	ce/St	ate					
Country					Po	ostal c	ode/2	Zip cc	ode					
Email address					-	Telepl	hone	numl	ber					
c) Relationship to issuer or	investment fund	d manager							L					
Indicate the person's relationship v				-						ing of "co	onnecte	ed" in F	Part E	3(2) of
Connect with the issuer			,00 /	, pa., p		-	_			r than ar	n invest	ment f	und)	
Director or officer of the		-	nd ma	ınager					,	· investm			·	
✓ None of the above					ш -		00 0.						age.	
, .	• • • • • •		. ,	C 1: 1:	0():					., ,				
Provide details of all compensation Canadian dollars. Include cash com	missions, securiti	es-based compe	nsatio	n, gifts, dis	counts o	r other	comp	ensat	ion. Do	not repo	ort payı	ments ;	for se	ervices
incidental to the distribution, such a allocation arrangements with the d										details al	bout, or	report	: on,	internal
Cash commissions paid		58.00			•		-	ty code		Security c	odo 2	Secu	rity or	odo 3
Value of all securities				\	-1			N N	T	Security C	10062	Jecui	ity cc	
distributed as compensation ⁴				Security co	ues									
Describe tern	ns of warrants, op	tions or other ri	ghts	715,225 period o				xerci	sable	at \$0.1	2 per s	share	for a	a
Other compensation ⁵		Desc	cribe											
Total compensation paid	58,05	58.00												
Check box if the perso	n will or may rece	eive any deferre	ed com	pensation	(describ	e the	terms	below	v)					
													-	
⁴ Provide the aggregate value of a	ll securities distri	huted as compe	ensatio	n excludi	na ontio	ns wa	rrante	or oth	ner riah	nts exerc	isahle t	to acqu	iire	
additional securities of the issuer. rights exercisable to acquire addit	Indicate the secu	ırity codes for a												er
5Do not include deferred compens														

a) Name of person compe	nsated and registration	on status								
Indicate whether the person com	pensated is a registrant.		☐ No	\checkmark	Yes					
If the person compensated is an i	ndividual, provide the no	ame of the indivi	dual.							
Full legal name of individ	dual									
	Family	/ name	Firs	st given n	ame		Seco	ondary giver	names	
If the person compensated is not	an individual, provide th	e following infor	mation.							
Full legal name of	f non-individual PI F	inancial Corp.								
Fir	m NRD number 5	2 9	0		(in	f applic	able)			
Indicate whether the person com	pensated facilitated the o	distribution throu	ıgh a funding por	tal or an	internet-bo	ased po	rtal.	√ N	10 [Yes
b) Business contact inform	nation									
If a firm NRD number is not prov	ided in Item 8 (a), provia	le the business co	ontact information	n of the p	person bein	д сотр	ensated.			
Street address										
Municipality				Р	rovince/St	ate				
Country			F	Postal c	code/Zip co	ode				
Email address				Telep	hone num	ber				
c) Relationship to issuer of	r investment fund ma	nager								
Indicate the person's relationship the Instructions and the meaning							ing of "co	onnected" i	n Part	B(2) of
<u></u>	r or investment fund ma			•	of the issue		r than an	investmer	nt fund)
☐ Director or officer of the	e investment fund or inv	estment fund ma	anager \square	Employ	ee of the is	suer or	· investme	ent fund m	anage	r
			age:	,	00 01 1110 10	ouo. o.			a.iago	
d) Compensation details										
Provide details of all compensation Canadian dollars. Include cash co- incidental to the distribution, such	mmissions, securities-ba n as clerical, printing, leg	sed compensatio al or accounting	n, gifts, discounts services. An issue	or other r is not r	r compensat required to d	tion. Do ask for o	not repo	rt paymen	ts for s	ervices
allocation arrangements with the	_	¬ ·	individual compe	nsated b	y the issuer	:				
Cash commissions paid	16,100.00				Security cod	e 1	Security co	ode 2 Se	ecurity c	ode 3
Value of all securities distributed as compensation			Security codes		W N	Т				
Describe te	rms of warrants, options	or other rights	201,250 broke			isable	at \$0.12	2 per sha	re for	a
Other compensation	5	Describe								
Total compensation paid	16,100.00									
Check box if the pers	son will or may receive a	⊐ iny deferred con	npensation (desc	ribe the	terms belov	w)				
⁴ Provide the aggregate value of additional securities of the issue rights exercisable to acquire add ⁵ Do not include deferred compe	er. Indicate the security of ditional securities of the	codes for all secu	on, <u>excluding</u> opti urities distributed	ions, wa as com	errants or oti pensation, <u>i</u>	her righ includin	nts exerci ng options	sable to ac	quire or oth	er

a) Name of person compe	nsated and regis	tration statu	S											
Indicate whether the person com	pensated is a registi	rant.		☐ No		√	Yes	3						
If the person compensated is an i	ndividual, provide t	he name of th	e indivi	dual.										
Full legal name of individ	dual													
	·	amily name			First	t given	name			Sec	condary	given n	ames	
If the person compensated is not	an individual, provi	de the followi	ng infor	mation.										
Full legal name o	f non-individual	Raymond J	ames l	Ltd.										
Fir	m NRD number	8 2	4	0				(if appl	cable)				
Indicate whether the person com	pensated facilitated	the distribution	n throu	ıgh a fund	ling port	al or a	n inte	rnet-b	oased p	ortal.	✓	No] Yes
b) Business contact inform	nation													
If a firm NRD number is not prov	ided in Item 8 (a), p	rovide the bus	iness co	ontact info	rmation	of the	perso	n beii	ng com	pensated.				
Street address														
Municipality						I	Provi	nce/S	State					
Country					Р	ostal	code	/Zip d	code					
Email address				ĺ		Tele	phone	e nun	nber					
c) Relationship to issuer o	r investment fund	d manager		,										
Indicate the person's relationship the Instructions and the meaning				-						ning of "c	connect	ed" in I	Part E	3(2) of
Connect with the issue			,			-	_			er than a	n inves	tment t	fund)	
Director or officer of the	e investment fund o	or investment	fund ma	anager		Emplo	yee o	f the i	ssuer	or investm	nent fur	nd man	nager	
✓ None of the above				-			-						Ū	
d) Compensation details														
Provide details of all compensation Canadian dollars. Include cash co- incidental to the distribution, such allocation arrangements with the	mmissions, securitie as clerical, printing	es-based comp g, legal or acco	ensatio ounting	n, gifts, di services. A	scounts An issuer	or other is not	er com requi	penso red to	ation. E ask foi	o not rep	ort pay	ments	for se	rvices
Cash commissions paid	4,76	60.00				[Secu	rity co	de 1	Security of	code 2	Secu	rity co	de 3
Value of all securities distributed as compensation			Ş	Security c	odes		W	N	Т					
Describe tel	rms of warrants, op	tions or other	rights	59,500 period				xerci	sable	at \$0.12	per sl	nare f	or a	
Other compensation ⁵	;	De	scribe	Polica		, , , , , ,								
Total compensation paid	4,76	60.00												
Check box if the pers	·													
⁴ Provide the aggregate value of additional securities of the issue rights exercisable to acquire add ⁵ Do not include deferred compet	r. Indicate the secu ditional securities of	ırity codes for												er

a) Name of person compen-	sated and registi	ation status									
Indicate whether the person compe	ensated is a registra	ınt.	☐ No		✓ Y	Yes					
If the person compensated is an inc	dividual, provide th	e name of the ind	ividual.								
Full legal name of individu	al										
	Fa	amily name	, , , , , , , , , , , , , , , , , , ,	First g	given nan	ne		Sec	ondary giv	en name	S
If the person compensated is not a	n individual, provid	e the following in	formation.								
Full legal name of	non-individual	StephenAvenue	Securities	Inc.							
Firm	NRD number	8 0	8 0			((if applic	cable)			
Indicate whether the person compe	ensated facilitated t	he distribution th	ough a fund	ling portal	l or an i	nternet-b	based po	ortal.	\checkmark	No [Yes
b) Business contact informa	tion										
If a firm NRD number is not provid	ed in Item 8 (a), pro	ovide the business	contact info	ormation c	of the pe	erson bei	ng comp	ensated.			
Street address											
Municipality					Pro	ovince/S	State				
Country				Po	stal co	de/Zip d	code				
Email address				٦	Telepho	one nur	nber				
c) Relationship to issuer or	investment fund	manager									
Indicate the person's relationship w the Instructions and the meaning o								ning of "co	onnected [,]	' in Part	B(2) of
Connect with the issuer of			o		•	_		er than ar	n investm	ent fund	i)
Director or officer of the i	nvestment fund or	investment fund	manager		mplove	e of the i	ssuer o	r investm	ent fund	manage	er
✓ None of the above			Ü		, ,					J	
d) Compensation details											
Provide details of all compensation Canadian dollars. Include cash com incidental to the distribution, such a allocation arrangements with the d	missions, securities as clerical, printing,	-based compensa legal or accounti	tion, gifts, di ng services. I	iscounts or An issuer i	r other c s not red	compenso quired to	ation. Do	o not repo	ort payme	nts for	services
Cash commissions paid	1,120	0.00			Se	ecurity co	de 1	Security c	ode 2	Security	code 3
Value of all securities distributed as compensation ⁴			Security of	odes	W	/ N	Т				
•	s of warrants, opti	ons or other right	-,	broker w		s exerci	isable a	at \$0.12	per sha	re for a	ı
Other compensation ⁵		Describ	-		years						
Total compensation paid	1,120	0.00									
Check box if the perso	n will or may recei	ve any deferred o	ompensatio	n (describ	e the te	erms belo	ow)				
⁴ Provide the aggregate value of a additional securities of the issuer. rights exercisable to acquire addit ⁵ Do not include deferred compens	Indicate the securional securities of	ity codes for all se	ation, <u>exclud</u> ecurities dis	<u>ding</u> option tributed as	ns, warra s compe	ants or o ensation,	other rigi includii	hts exerci n <u>a</u> option	isable to a s, warran	acquire ts or oti	her

a) Name of person compensated and registration	on status								
Indicate whether the person compensated is a registrant.		☐ No	✓	Yes					
If the person compensated is an individual, provide the no	ame of the indivi	dual.							
Full legal name of individual									
Family	y name	Firs	t given na	me		Seco	ondary given	names	
If the person compensated is not an individual, provide the	ne following infor	mation.							
Full legal name of non-individual Har	npton Securitie	es Ltd.							
Firm NRD number 2	8 9	0		(if applic	able)			
Indicate whether the person compensated facilitated the	distribution throu	igh a funding por	tal or an i	internet-b	ased po	rtal.	✓ N	o [Yes
b) Business contact information									
If a firm NRD number is not provided in Item 8 (a), provided	de the business co	ontact information	of the pe	erson beir	пд сотр	ensated.			
Street address									
Municipality			Pro	ovince/S	State				
Country		F	Postal co	ode/Zip c	code				
Email address			Teleph	one nun	nber				
c) Relationship to issuer or investment fund ma	ınager								
Indicate the person's relationship with the issuer or invest the Instructions and the meaning of "control" in section 1						ing of "co	onnected" ii	Part I	B(2) of
Connect with the issuer or investment fund ma		,,,	•	-		r than an	investmen	t fund)	
Director or officer of the investment fund or inv	estment fund ma	anager \square	Employe	e of the is	ssuer or	rinvestm	ent fund ma	anager	
✓ None of the above		· <u> </u>							
d) Compensation details									
Provide details of all compensation paid, or to be paid, to Canadian dollars. Include cash commissions, securities-baincidental to the distribution, such as clerical, printing, leg allocation arrangements with the directors, officers or employed.	sed compensatio al or accounting	n, gifts, discounts services. An issue	or other or is not re	compenso quired to	ation. Do ask for	not repo	ort payment	s for se	ervices
Cash commissions paid 7,280.0	0		S	Security co	de 1	Security c	ode 2 Se	curity co	ode 3
Value of all securities distributed as compensation ⁴		Security codes	V	V N	Т				
Describe terms of warrants, options	or other rights	91,000 broker period of three		ts exerci	sable a	at \$0.12	per share	for a	
Other compensation ⁵	Describe	F	<i>y</i> • • • • • • • • • • • • • • • • • • •						
Total compensation paid 7,280.00									
Check box if the person will or may receive a	⊐ any deferred con	npensation (desc	ribe the te	erms belo	ow)				
⁴ Provide the aggregate value of all securities distributed additional securities of the issuer. Indicate the security orights exercisable to acquire additional securities of the ⁵ Do not include deferred compensation.	codes for all secu	on, <u>excluding</u> opti urities distributed	ons, warr as compe	rants or o ensation,	ther righ <u>includir</u>	nts exerci ng option	isable to ac s, warrants	quire or oth	er

a) Name of person compe	nsated and registration	n status									
Indicate whether the person com	pensated is a registrant.		☐ No	✓ Y	'es						
If the person compensated is an	individual, provide the na	me of the indivi	dual.								
Full legal name of individ	laut										
	Family	name	Fi	rst given nam	ne		Seco	ondary giv	ven na	mes	_
If the person compensated is not	an individual, provide the	e following infor	mation.								
Full legal name o	of non-individual Goo	dman & Comp	oany, Investme	ent Couns	el Inc.						
Fir	m NRD number 2	6 8	7 0			(if appli	cable)				
Indicate whether the person com	pensated facilitated the d	listribution throu	ıgh a funding po	rtal or an in	nternet-l	based po	ortal.	\checkmark	No	Yes	
b) Business contact inform	nation										
If a firm NRD number is not prov	rided in Item 8 (a), provid	e the business co	ontact informatio	on of the per	rson bei	ng com	pensated.				
Street address											
Municipality				Pro	vince/S	State					
Country				Postal cod	de/Zip d	code					
Email address				Telepho	one nur	nber					
c) Relationship to issuer of	r investment fund mai	nager									
Indicate the person's relationship the Instructions and the meaning							ning of "co	onnected	l" in P	art B(2) of	
Connect with the issue	r or investment fund mar	nager		Insider of	the issu	er (othe	er than an	investm	nent fu	und)	
Director or officer of the	e investment fund or inve	estment fund ma	anager	Employee	of the i	ssuer o	r investme	ent fund	mana	ager	
✓ None of the above											
d) Compensation details											
Provide details of all compensation Canadian dollars. Include cash continuities incidental to the distribution, such allocation arrangements with the	mmissions, securities-bas h as clerical, printing, lego	sed compensatio al or accounting	n, gifts, discount services. An issu	s or other co er is not req	ompenso Juired to	ation. D ask for	o not repo	rt paym	ents f	or services	l
Cash commissions paid	40,000.00)		Se	ecurity co	de 1	Security co	ode 2	Secur	ity code 3	
Value of all securities distributed as compensation			Security codes	W	N	Т					
·	rms of warrants, options	or other rights	500,000 brok		ts exer	cisable	at \$0.12	2 per sh	nare f	or a	
Other compensation	5	Describe	F - 1 - 2 - 2 - 2 - 2 - 2 - 2 - 2 - 2 - 2								
Total compensation paid	40,000.00										
Check box if the pers	son will or may receive a	ny deferred com	npensation (des	cribe the te	rms belo	ow)					
⁴ Provide the aggregate value of additional securities of the issue rights exercisable to acquire add ⁵ Do not include deferred compe	er. Indicate the security of ditional securities of the i	odes for all secu	on, <u>excluding</u> op urities distributed	tions, warra d as compe	ants or o nsation,	other rigi includi	hts exerci ing options	sable to s, warra	acqu nts or	ire other	

a) Name of person comper	nsated and regist	ration status												
Indicate whether the person comp	ensated is a registro	ant.		☐ No		√] Yes	3						
If the person compensated is an in	dividual, provide th	e name of the ii	ndivia	lual.										
Full legal name of individ	ual													
	F	amily name			First	t given	name			Sec	condary	given n	ames	
If the person compensated is not o	ın individual, provid	le the following	inforr	mation.										
Full legal name of	non-individual	Red Cloud Se	curiti	ies Inc.										
Firn	n NRD number	6 2	8	1	0			(if appli	cable)				
Indicate whether the person comp	ensated facilitated	the distribution	throu	gh a fundi	ng port	al or a	n inte	rnet-b	pased po	ortal.	v	☑ No] Yes
b) Business contact information	ation													
If a firm NRD number is not provi	ded in Item 8 (a), pr	ovide the busine	ess co	ntact infor	mation	of the	perso	n beir	ng com _l	pensated				
Street address														
Municipality							Provi	nce/S	State					
Country					Р	ostal	code	/Zip d	code					
Email address						Tele	phone	e nun	nber					
c) Relationship to issuer or	investment fund	manager												
Indicate the person's relationship the Instructions and the meaning										ning of "	connect	ted" in I	Part E	3(2) of
Connect with the issuer			.00 /0	or are parp		· ·	_			er than a	n inves	tment t	fund)	
Director or officer of the	investment fund or	· investment fun	nd ma	nager		Emplo	vee o	f the is	ssuer o	r investn	nent fui	nd man	nager	
✓ None of the above				Ü		·	,						J	
d) Compensation details														
Provide details of all compensation Canadian dollars. Include cash con incidental to the distribution, such allocation arrangements with the d	nmissions, securities as clerical, printing,	s-based compen legal or accoun	sation nting s	n, gifts, dis services. A	counts (n issuer	or other	er com requi	penso red to	ation. D ask for	o not rep	ort pay	ments	for se	ervices
Cash commissions paid	3,64	0.00					Secu	rity co	de 1	Security	code 2	Secu	rity co	ode 3
Value of all securities distributed as compensation ⁴			S	Security co	des		W	N	Т					
·	ms of warrants, opt	ions or other rig	jhts	56,000 l				xerci	sable a	at \$0.08	B per s	hare f	or a	
Other compensation ⁵		Descr	ribe	period 0	1 111100	year								
Total compensation paid	3,64	0.00												
Check box if the person	on will or may recei	ve any deferred	d com	pensation	(descr	ibe the	e term	s belo	ow)					
⁴ Provide the aggregate value of a additional securities of the issuer rights exercisable to acquire addisconnection of the include deferred compensations.	. Indicate the secui itional securities of	rity codes for all	nsatio ' secu	n, <u>excludil</u> urities distr	ng optic ibuted a	ons, w as con	arrant npens	s or o ation,	ther rigi <u>includii</u>	hts exerc ng option	cisable ns, war	to acqu rants o	uire r othe	er

a) Name of person comp	ensated and regis	tration status									
Indicate whether the person cor	npensated is a regist	rant.	☐ No	✓ Y	es						
If the person compensated is an	individual, provide t	he name of the indivi	dual.								
Full legal name of indiv	idual										
		Family name	Firs	st given nam	ie		Seco	ondary g	iven na	ames	
If the person compensated is no	t an individual, prov	ide the following infor	mation.								
Full legal name	of non-individual	Richardson Wealt	h Limited								
Fi	rm NRD number	2 1 9	7 0		(i	if appli	icable)				
Indicate whether the person cor	npensated facilitated	the distribution throu	ıgh a funding por	tal or an in	ternet-b	ased p	ortal.	\checkmark] No] Yes
b) Business contact infor	mation										
If a firm NRD number is not pro	vided in Item 8 (a), p	provide the business co	ontact information	n of the per	rson bein	ng com	pensated.				
Street address											
Municipality				Prov	vince/S	tate					
Country			F	Postal cod	de/Zip c	ode					
Email address				Telepho	ne num	nber					
c) Relationship to issuer	or investment fund	d manager									
Indicate the person's relationshi the Instructions and the meanin							ning of "co	onnecte	d" in F	Part B	3(2) of
Connect with the issu	er or investment fun	d manager		Insider of t	the issue	er (oth	er than an	investr	ment f	und)	
Director or officer of the	ne investment fund o	or investment fund ma	anager	Employee	of the is	ssuer c	or investm	ent fund	d man	ager	
✓ None of the above											
d) Compensation details											
Provide details of all compensations of all compensations and compensation deliars. Include cash considerated to the distribution, such allocation arrangements with the	ommissions, securition ch as clerical, printing	es-based compensatio g, legal or accounting	n, gifts, discounts services. An issue	or other co r is not req	ompensa uired to	ition. D ask foi	o not repo	ort payn	nents	for se	rvices
Cash commissions pa	id 1,1:	20.00		Se	curity cod	de 1	Security co	ode 2	Secu	rity co	de 3
Value of all securitie distributed as compensatio		:	Security codes	W	N	Т					
·		tions or other rights	14,000 broker		exercis	sable	at \$0.12	per sh	are fo	or a	
Other compensation	n ⁵	Describe									
Total compensation pa	id 1,12	20.00									
Check box if the pe	rson will or may rece	eive any deferred con	npensation (desc	ribe the ter	ms belo	w)					
⁴ Provide the aggregate value of additional securities of the issurights exercisable to acquire ac ⁵ Do not include deferred comp	er. Indicate the secu Iditional securities o	ırity codes for all secu	on, <u>excluding</u> opti urities distributed	ions, warra as comper	nnts or ot nsation,	ther rig <u>includ</u>	ghts exerci ling options	isable to s, warra	o acqu ants oi	uire r othe	er

a) Name of person comp	ensated and regis	tration status								
Indicate whether the person con	npensated is a registi	rant.	☐ No	√ Ye	es					
If the person compensated is an	individual, provide t	he name of the indivi	dual.							
Full legal name of indivi	dual									
	F	amily name	Firs	t given name	е		Seconda	ary given	names	J
If the person compensated is no	t an individual, provi	de the following infor	mation.							
Full legal name	of non-individual	Echelon Wealth P	artners Inc.							
Fi	rm NRD number	2 1 9	7 0		(if	applicat	ble)			
Indicate whether the person con	npensated facilitated	the distribution thro	ugh a funding por	tal or an int	ternet-bas	sed port	al.	✓ No) [Yes
b) Business contact inform	mation									
If a firm NRD number is not pro	vided in Item 8 (a), p	rovide the business c	ontact information	of the pers	son being	comper	nsated.			
Street address										
Municipality				Prov	/ince/Sta	ate				
Country			F	Postal cod	e/Zip co	de				
Email address				Telephor	ne numb	er				
c) Relationship to issuer	or investment fund	l manager	-							
Indicate the person's relationshi, the Instructions and the meanin							g of "conn	ected" in	Part E	3(2) of
Connect with the issue	er or investment fund	d manager		Insider of t	he issuer	(other t	than an inv	estment/	fund)	
Director or officer of the	ne investment fund o	r investment fund m	anager	Employee	of the iss	uer or ir	nvestment	fund ma	nager	
✓ None of the above										
d) Compensation details										
Provide details of all compensati Canadian dollars. Include cash co incidental to the distribution, suc allocation arrangements with the	ommissions, securitienth as clerical, printing edirectors, officers of	es-based compensation of legal or accounting of employees of a non-	n, gifts, discounts services. An issue	or other co r is not requ	mpensati uired to a	on. Do r	not report į	payment:	for se	ervices
Cash commissions pa	id 10,50	00.00		Sec	curity code	1 Se	ecurity code	2 Sec	urity co	ode 3
Value of all securitie distributed as compensation	-		Security codes	W	N	Т				
•	erms of warrants, op	tions or other rights	131,250 broke		s exercis	sable a	t \$0.12 p	er share	for a	a
Other compensation	n ⁵	Describe								
Total compensation pai	d 10,50	0.00								
Check box if the per	son will or may rece	ive any deferred cor	npensation (desc	ribe the terr	ms below)				
⁴ Provide the aggregate value of additional securities of the issu rights exercisable to acquire ac ⁵ Do not include deferred compa	er. Indicate the secu Iditional securities of	rity codes for all sec	on, <u>excluding</u> opti urities distributed	ions, warrai as compen	nts or oth nsation, <u>ir</u>	er rights ocluding	s exercisal options, v	ole to acc varrants	quire or othe	er

тем 9 - Directors, Execu	TIVE OFFICERS	AND PROMOT	ERS OF THE ISS	SUER				
If the issuer is an investment fund	d, do not complete l	Item 9. Procced to	Item 10.					
Indicate whether the issuer is any o	f the following (select	t the one that appli	es - if more than one	applies, select onl	y one).			
✓ Reporting issuer in any juris	sdiction of Canada							
Foreign public issuer								
Wholly owned subsidiary of	a reporting issuer in	any jurisdiction of	Canada ⁶					
Provide nan	ne of reporting issue	r						7
Wholly owned subsidiary of	a foreign public issu	uer ⁶						_
Provide name of	foreign public issue	r						7
Issuer distributing only eligil	ble foreign securities	and the distribution	n is to permitted clie	ents only ⁷				_
If the issuer is at least one of the	above, do not comp	olete Item 9(a) – (d	c). Proceed to Item	10.				
⁶ An issuer is a wholly owned subside securities that are required by law to respectively. ⁷ Check this box if it applies to the collients. Refer to the definitions of "e.	o be owned by its dir urrent distribution evo	rectors, are benefic en if the issuer mad	ially owned by the re de previous distribut	eporting issuer or ti tions of other types	the foreign	public is	ssuer,	
If the issuer is none of the	above, check this b	oox and complete	Item 9(a) - (c).					
a) Directors, executive officer	s and promoters of	of the issuer						
Provide the following information for	•		moter of the issuer T	or locations within	Canada s	tate the	nrovince	or
territory; otherwise state the country.							province	
Organization or company name	Family name	First given name	Secondary given names	Business loc non-individe resident jurisdictio individe	ual or ail n of		onship to	
				Province or	country	D	0	Р
b) Promoter information								
If the promoter listed above is not an within Canada, state the province or								
Organization or company name	Family name	First given name	Secondary given names	Residential jurisdiction of individual			to promo	
				Province or country	D		C)
c) Residential address of eac	h individual							
Complete Schedule 2 of this form completed report. Schedule 2 also					(a) and (b)	and at	tach to t	he

ITEM 10 - CERTIFICATION

Provide the following certification and business contact information of an officer, director or agent of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer or underwriter to prepare and certify the report on behalf of the issuer or underwriter. If the report is being certified by an agent on behalf of the issuer or underwriter, provide the applicable information for the agent in the boxes below.

If the individual completing and filing the report is different from the individual certifying the report, provide the name and contact details for the individual completing and filing the report in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer or underwriter that makes a distribution of securities under certain prospectus exemptions to file a completed report of exemt distribution.

By completing the information below, I certify, on behalf of the issuer/underwriter/investment fund manager, to the securities regulatory authority or regulator, as applicable, that I have reviewed this report and to my knowledge, having exercised reasonable diligence, the information provided in this report is true and, to the extent required, complete.

Name of issuer/underwriter/ investment fund manager/agent	New Placer Dome Gold Corp.				
Full legal name	Sali	Maximilian			
	Family name	First given name	'	Seconda	ary given names
Title	CEO & Director				
Telephone number	6043678117	Email address	msali@ne	ewplacer	dome.com
Signature	Maximilian Sali	Date	2021	11	15
			YYYY	MM	DD

ITEM 11- CONTACT PERSON							
Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.							
Same as individual certifying the report							
Full legal name	Fedele	Jessica				Title	Corporate Administration
	Family name	First given	name	Secondary	given names		
Name of company	Pacific Blue Holdings Ltd.						
Telephone number	6042836110		Ema	ail address	jfedele.pbh@	gmail.c	om

Notice - Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authority or regulator under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

The attached Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information pertaining to the individual as set out in Schedules 1 or 2, that this information is being collected by the securities regulatory authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.