

REPORT PURSUANT TO NATIONAL INSTRUMENT 62-103

EARLY WARNING REPORT

1. Name and address of the Offeror:

Timothy A. Young
#804 – 690 Princeton Way
Calgary, AB T2P 5J9
(the “Offeror”)

2. Name of reporting issuer:

Acme Resources Inc. (“Acme”)

3. Designation and Number or principal amount of securities and the Offeror’s securityholding percentage in the class of securities of which the Offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances:

On September 5, 2013, the Offeror received 355,556 common shares (“Common Shares”) in the capital of Acme as bonus shares pursuant to a loan agreement between Acme and the Offeror. The receipt of the Common Shares by the Offeror represents 2.86% of Acme’s current issued and outstanding Common Shares calculated on a partially diluted basis assuming the exercise of the Warrants only.

4. Designation and Number or principal amount of securities and the Offeror’s securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file the news release:

The Offeror now exercises control or direction over an aggregate of 1,948,222 Common Shares and 1,396,667 Warrants of Acme, representing approximately 26.87% of the issued and outstanding Common Shares of Acme, on a partially diluted basis assuming the exercise of the Warrants by the Offeror only.

5. Designation and Number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to above over which:

(i) the Offeror, either alone or together with any joint actors, has ownership and control:

See (4) above. The Offeror is not acting together with any joint actors.

(ii) the Offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the Offeror or any joint actor:

Not applicable

(iii) the Offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership:

Not applicable

6. The name of the market in which the transaction or occurrence that gave rise to the news release took place:

The shares were issued as Bonus Shares pursuant to a loan agreement between Acme and the Offeror dated August 7, 2013.

The Common Shares of Acme are listed for trading on the TSX-V.

7. The purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:

The securities have been acquired for investment purposes. The Offeror may, in the future, acquire ownership and control over additional securities of Acme for investment purposes.

8. General Nature and material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:

Not applicable.

9. Names of any joint actors in connection with the disclosure required by Appendix E of National Instrument 62-103:

Not applicable.

10. In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the offeror:

The Common Shares were issued as Bonus Shares pursuant to a loan agreement between Acme and the Offeror dated August 7, 2013. The Common Shares were issued with a deemed value of \$0.05625 per Common Share.

11. If applicable, a description of any change in any material fact set out in a previous report by the Offeror under the early warning requirements:

None.

DATED at Vancouver, British Columbia as of the 10th day of December 2013.

(Signed) "Timothy A. Young"
Timothy A. Young