

Report of Acquisition

Pursuant to National Instrument 62-103 and
Section 5.2 of Multilateral Instrument 62-104

1. *Name and Address of Offeror:*

Steve Loo (the "Offeror")
No. 37, 3rd Street, Section J
Fairview Park, Yuen Long
Hong Kong

2. *Designation and number or principal amount of securities and the Offeror's security holding 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 under the early warning requirements, and whether it was ownership or control that was acquired in those circumstances:*

The Offeror has acquired, pursuant to a non-brokered private placement offering conducted by Mount Dakota Energy Corp. (the "Company"), an aggregate of 300,000 common shares of the Company at a price of \$0.05 per share for a total purchase price of \$15,000. The 300,000 common shares purchased pursuant to the offering represent approximately 2.24% of the issued and outstanding shares of the Company, on a fully diluted basis.

3. *Designation and number or principal amount of securities and the Offeror's security holding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file the news release:*

Prior to the acquisition, the Offeror owned 1,393,000 common shares of the Company, representing 18.9% of the issued and outstanding shares of the Company. After giving effect to the acquisition, the Offeror currently holds 1,693,000 common shares of the Company, representing approximately 12.67% of the issued and outstanding shares of the Company.

4. *Designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in items 3 over which:*

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

See Item 3 above.

(b) *the Offeror, wither 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 actors:*

Not applicable.

- (c) ***the Offeror, either alone or together with any joint actors, has exclusive or share control but does not have ownership:***

Not applicable.

5. ***The name of the market in which the transaction or occurrence that gave rise to the reporting obligation took place:***

The securities were acquired pursuant to a non-brokered private placement offering conducted by the Company.

6. ***The value, in Canadian dollars, of any consideration offered per security if the offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a news release:***

The price per common share acquired by the Offeror was \$0.05.

7. ***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 acquisition of the securities was made for investment purposes. The Offeror may acquire additional securities or dispose of his existing securities on the basis of his assessment of market conditions and in compliance with applicable securities regulatory requirements.

8. ***General nature and the 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:***

The securities were acquired pursuant to a private placement subscription agreement entered into between the Offeror and the Company in connection with a non-brokered private placement offering of common shares conducted by the Company. The Offeror acquired an aggregate of 300,000 common shares of the Company at a price of \$0.05 per share.

9. ***Names of any joint actors in connection with the disclosure required herein***

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 acquired by the Offeror from the Company in consideration of \$15,000 paid in cash.

11. ***If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 of National Instrument 62-103 in respect of the reporting issuer's securities:***

Not applicable.

12. ***If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance.***

Section 2.24 of National Instrument 45-106. The Offeror is a director and officer of the Company.

Dated this 23rd day of July, 2018.

“Steve Loo”

Steve Loo