

FORM 62-103F1

Required Disclosure under the Early Warning Requirements

Item 1 – Security and Reporting Issuer

- 1.1 *State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.*

This report relates to the acquisition of ownership of common shares (the “**Common Shares**”) of Windfall Geotek Inc. (the “**Issuer**”).

The Issuer’s address is as follows:

7005 boulevard Taschereau, Suite #265
Brossard, QC
J4Z 1A7

- 1.2 *State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.*

The Acquisition (as defined below) took place pursuant to market purchases through the facilities of the TSX Venture Exchange (the “**Exchange**”).

Item 2 – Identity of the Acquiror

- 2.1 *State the name and address of the acquiror.*

Brent Anderson (“**Anderson**”)
770 McKay Road, Pickering, ON L1W 2Y4

- 2.2 *State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.*

On May 16, 2023, Anderson acquired direct ownership of an aggregate of 285,000 Common Shares of the Issuer pursuant to market purchases through the Exchange, representing approximately 0.21% of the issued and outstanding Common Shares of the Issuer (the “**Acquisition**”). Immediately prior to such date, Anderson owned 13,355,000 Common Shares of the Issuer, representing approximately 9.99% of the issued and outstanding Common Shares of the Issuer. As a result of the Acquisition, Anderson owned 13,640,000 Common Shares of the Issuer representing approximately 10.21% of the issued and outstanding Common Shares of the Issuer thereby requiring the filing of this initial report.

- 2.3 *State the names of any joint actors.*

Not applicable.

Item 3 – Interest in Securities of the Reporting Issuer

- 3.1 *State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror's securityholding percentage in the class of securities.*

On May 16, 2023, Anderson acquired direct ownership of an aggregate of 285,000 Common Shares of the Issuer, representing approximately 0.21% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis. Anderson owned 13,355,000 Common Shares of the Issuer prior to the Acquisition representing approximately 9.99% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis (based on 133,595,628 Common Shares being issued and outstanding immediately prior to the Acquisition). Immediately following the Acquisition, Anderson owned 13,640,000 Common Shares of the Issuer, representing approximately 10.21% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis (based on 133,595,628 Common Shares being issued and outstanding as of May 16, 2023). Subsequently, Anderson acquired ownership of an additional 810,000 Common shares of the Issuer pursuant to market purchases through the Exchange. Accordingly as of the date of this report, Anderson owns 14,450,000 Common Shares of the Issuer, representing approximately 10.81% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis (based on 133,595,628 Common Shares being issued and outstanding as of the date hereof).

- 3.2 *State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report.*

Anderson acquired ownership of 285,000 Common Shares in the capital of the Issuer that triggered the requirement to file this report.

- 3.3 *If the transaction involved a securities lending arrangement, state that fact.*

Not applicable.

- 3.4 *State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.*

Immediately prior to the Acquisition, Anderson held 13,355,000 Common Shares of the Issuer, representing approximately 9.99% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis.

As a result of the Acquisition, Anderson owned 13,640,000 Common Shares of the Issuer, representing approximately 10.21% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis. As of the date of this report, Anderson owns 14,450,000 Common Shares of the Issuer, representing approximately 10.81% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis.

- 3.5 *State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which*

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

Anderson now owns and controls 14,450,000 Common Shares of the Issuer, representing approximately 10.81% of the issued and outstanding Common Shares of the Issuer on a non-diluted basis.

- (b) *the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and*

Not applicable.

- (c) *the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.*

Not applicable.

- 3.6 *If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.*

Not applicable.

- 3.7 *If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.*

Not applicable.

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 *If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.*

Not applicable.

Item 4 – Consideration Paid

- 4.1 *State the value, in Canadian dollars, of any consideration paid or received per security and in total.*

The 285,000 Common Shares were acquired pursuant to market purchases through the Exchange at an aggregate sale price of \$21,375 (approximately \$0.075 per share).

- 4.2 *In the case of a transaction or other 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, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.*

See Item 4.1 above.

- 4.3 *If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.*

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;*
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;*
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;*
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;*
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;*
- (f) a material change in the reporting issuer's business or corporate structure;*
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;*
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;*
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;*
- (j) a solicitation of proxies from securityholders;*
- (k) an action similar to any of those enumerated above.*

The aforementioned acquisition of Common Shares by Anderson was made solely for investment purposes. Anderson does not have any current intentions to acquire additional securities of the Issuer or dispose of Common Shares. However, Anderson may in the future and from time to time acquire additional securities of the Issuer or dispose of Common Shares or may enter into derivative or other transactions with respect to such securities, and Anderson may from time to time increase or decrease its security holdings through market transactions, private agreements or otherwise, subject in each case to applicable securities laws.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder’s fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not applicable.

Item 7 – Change in material fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer’s securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 – Certification

I, as the acquiror, certify, or I, as the agent filing the report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

Dated this 1st day of June, 2023.

/s/ “Brent Anderson”

Brent Anderson