

EARLY WARNING REPORT

FILED PURSUANT TO NATIONAL INSTRUMENT 62-103

The following information is filed pursuant to the provisions of applicable securities legislation:

1. Name and address of the Offeror:

Brian Larson (the "Offeror")
722 – 601 West Broadway
Vancouver, BC V5Z 4C2

2. 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 December 18, 2012, the Offeror acquired through the open market, 600,000 common shares ("Common Shares") in the capital of Trueclaim Exploration Inc. ("TRM") at a purchase price of \$0.115 per Common Share.

As a result of its recent acquisitions, the Offeror controls 10,000,000 Common Shares of TRM representing 10.53% of the issued and outstanding Common Shares of TRM, and Options.

3. 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 obligation to file the news release:

See Item 2 above.

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

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

The Offeror has ownership and control over 10,000,000 Common Shares (10.53%) of TRM.

(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.

5. (a) **Name of the market in which the transaction or occurrence that gave rise to the news release took place:**

The TSX Venture Exchange

- (b) **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:**

See Item 2.

6. **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.**

Investment purposes only. The Offeror may acquire ownership or control over additional securities of TRM in the future.

7. **The 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, or disposition or voting of any of the securities.**

Not applicable.

8. **Names of joint actors in connection with the disclosure required in this report.**

None.

9. **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, in Canadian dollars of the consideration paid by the Offeror.**

Not applicable.

10. 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 of Part 4 of National Instrument 62-103 in respect of the reporting issuer's securities.

Not applicable.

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

Not applicable.

Dated as of the 18 day of December, 2012.

"Brian Larson"
BRIAN LARSON