

Finore Mining Inc.
(to be renamed Micron Waste Technologies Inc.)

CSE FORM 2A
LISTING STATEMENT

October 19, 2017

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GLOSSARY

“**Affiliate**” means a company that is affiliated with another company as described below. A company is an “**Affiliate**” of another company if (a) one of them is the subsidiary of the other, or (b) each of them is controlled by the same Person. A company is “controlled” by a Person if (a) voting securities of a company are held, other than by way of security only, by or for the benefit of that Person, and (b) the voting securities, if voted, entitle the Person to elect a majority of the directors of a company. A Person beneficially owns securities that are beneficially owned by (a) a company controlled by that Person, or (b) an Affiliate of that Person or an Affiliate of any company controlled by that Person;

“**Amalco**” means the corporation that will continue following completion of the Amalgamation between Finore Acquisition Corp. and Micron;

“**Amalgamation**” means the amalgamation of Finore Acquisition Corp. and Micron under the provisions of the BCBCA and as set out in the Amalgamation Agreement;

“**Amalgamation Agreement**” means the agreement dated June 2, 2017, and as amended on September 30, 2017, made among Finore, Finore Acquisition Corp. and the Target;

“**Associate**” has the meaning ascribed to such term in the *Securities Act* (British Columbia), as amended, including the regulations promulgated thereunder;

“**BCBCA**” means the *Business Corporations Act* (British Columbia), as amended, including the regulations promulgated thereunder;

“**Business Day**” means any day other than a Saturday, Sunday, or a statutory or civic holiday in the City of Vancouver, British Columbia;

“**Closing**” means the closing of the Amalgamation;

“**Closing Date**” means the date of closing of the Amalgamation;

“**Company**” unless specifically indicated otherwise, means a corporation, incorporated association or organization, body corporate, partnership, trust, association or other entity other than an individual;

“**Computershare**” means Computershare Trust Company of Canada;

“**CSE**” means the Canadian Securities Exchange;

“**CSE Listing**” means the listing of the Resulting Issuer Shares on the CSE;

“**Escrow Agent**” means Computershare, in its capacity as escrow agent for the common shares held in escrow under the Escrow Agreement to be entered into prior to Closing;

“**Escrow Agreement**” means the escrow agreement to be entered into between the Escrow Agent, the Resulting Issuer and certain of the Target Securityholders prior to Closing;

“**Finore**” means Finore Mining Inc.;

“**Finore Acquisition Corp.**” means 1119555 B.C. Ltd., a wholly-owned subsidiary of Finore;

“**Finore Annual MD&A**” means Finore’s MD&A for the year ended December 31, 2016;

“**Finore Financial Statements**” means the Statement of financial position as at December 31, 2016, 2015 and 2014 and the statements of comprehensive loss, changes in shareholders’ equity (deficiency), and cash flows for the years then ended;

“**Finore Interim MD&A**” means Finore’s MD&A for the six months ended June 30, 2017;

“**Finore Options**” means the incentive stock options issued by Finore.

“**Finore Shares**” means the common shares of Finore;

“**Finore Share Consolidation**” means the consolidation of the Finore Shares on the basis of one Post-Consolidation Finore Share for every two pre-consolidation Finore Shares pursuant to the Amalgamation Agreement;

“**IFRS**” means the International Financial Reporting Standards, as adopted by the Canadian Accounting Standards Board, effective January 1, 2011;

“**Listing Date**” means the date of the CSE Listing;

“**Listing Statement**” means this listing statement;

“**MD&A**” means management’s discussion and analysis;

“**Micron Convertible Securityholders**” means the persons who, pursuant to the exercise of outstanding Micron warrants will receive Resulting Issuer Shares upon completion of the Transaction;

“**Micron Financial Statements**” means Statement of financial position as at December 31, 2016 and 2015 and the statements of comprehensive loss, changes in shareholders’ equity (deficiency), and cash flows for the years then ended;

“**Micron Shareholders**” means the shareholders of Micron;

“**Micron Shares**” means the common shares in the capital of Micron;

“**Person**” means a Company or individual;

“**Post-Consolidation Finore Shares**” means the common shares in the capital of Finore after giving effect to the Finore Share Consolidation;

“**Pro-Forma Financial Statements**” means the unaudited pro forma statement of financial position for the Resulting Issuer as at June 30, 2017 to give effect to the Transaction as if it had taken place as of June 30, 2017, which is attached to this Listing Statement as Schedule “B”;

“**Related Party Transaction**” has the meaning ascribed to such term in Multinational Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions*.

“**Resulting Issuer**” means Finore after giving effect to the Amalgamation which is expected to be renamed “Micron Waste Technologies Inc.”;

“**Resulting Issuer Shares**” means the common shares of Finore after the Amalgamation;

“**SEDAR**” means System for Electronic Document Analysis and Retrieval;

“**Target or Micron**” means Micron Waste Technologies Inc.; and

“**Transaction**” means the completion of the (i) the Finore Share Consolidation; (ii) the Amalgamation; and (iii) the CSE Listing.

FORWARD LOOKING STATEMENTS

Certain statements contained in this Listing Statement constitute forward-looking information and forward-looking statements (collectively, "**forward-looking statements**") pursuant to the applicable securities laws. Often, but not always, forward-looking statements can be identified by the use of words such as "anticipate", "intend", "continue", "estimate", "expect", "may", "will", "plan", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. Examples of such statements include: (A) expectations regarding the Resulting Issuer's ability to raise capital; (B) the intention to grow the business and operations of the Resulting Issuer; (C) the business objectives and milestones of the Resulting Issuer, and (D) the use of available funds of the Resulting Issuer. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this Listing Statement. Such forward-looking statements are based on a number of assumptions which may prove to be incorrect, including, but not limited to: the Resulting Issuer obtaining necessary financing; the Resulting Issuer satisfying the requirements of the CSE with respect to the Amalgamation; the economy generally; obtaining requisite licenses or governmental approvals to conduct business; the revenues from the Resulting Issuer's proposed organic waste digester if any revenues are obtained; consumer interest in the products of the Resulting Issuer; competition; and anticipated and unanticipated costs. These forward-looking statements should not be relied upon as representing the Resulting Issuer's views as of any date subsequent to the date of this Listing Statement. Although the Resulting Issuer has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The factors identified above are not intended to represent a complete list of the factors that could affect the Resulting Issuer. Additional factors are noted under "Risk Factors" in this Listing Statement. The forward-looking statements contained in this Listing Statement are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this Listing Statement are made as of the date of this Listing Statement and neither Finore nor the Resulting Issuer undertakes an obligation to publicly update such forward-looking statements to reflect new information, subsequent events or otherwise unless required by applicable securities legislation.

GENERAL MATTERS

Any market data or industry forecasts used in this Listing Statement, unless otherwise specified, were obtained from publicly available sources. Although the Resulting Issuer believes these sources to be generally reliable, the accuracy and completeness of such information are not guaranteed and have not been independently verified.

Statistical information included in this Listing Statement and other data relating to the industry in which the Resulting Issuer intends to operate is derived from recognized industry reports published by industry analysts, industry associations and independent consulting and data compilation organizations.

CORPORATE STRUCTURE

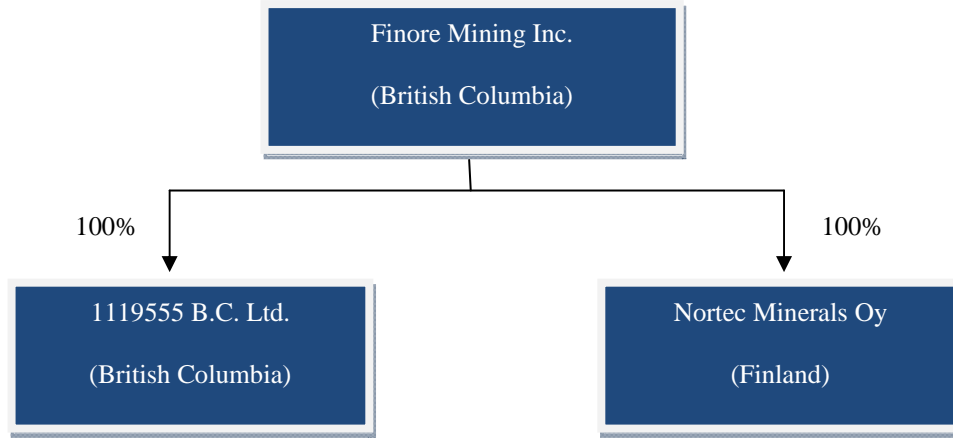
Finore Mining Inc.

The head office of Finore is located at Suite 915-700 West Pender Street, Vancouver, British Columbia V6C 1G8 and its registered office address is 915-700 West Pender Street, Vancouver, British Columbia V6C 1G8.

Finore was incorporated on November 29, 2006 under the *Business Corporations Act* (British Columbia) under the name "Otterburn Ventures Inc.". Prior to the completion of the Amalgamation, Finore's principal business activity was the exploration of mineral properties. Finore was listed for trading on the Canadian National Stock Exchange on February 4, 2008 under the trading symbol "OTB". On September 26, 2011, Finore changed its name to "Finore

Mining Inc.” and the Finore Shares commenced trading on the CSE on September 26, 2011 under the trading symbol “FIN”.

The following chart illustrates the intercorporate relationships among Finore and its subsidiaries prior to the completion of the Amalgamation.



Nortec Minerals Oy is a wholly-owned subsidiary of Finore, which holds a 100% interest in the Läntinen Kollismaa Platinum Group Element-Copper project (the “**LK Project**”) located in north-central Finland. Finore entered into a share purchase agreement dated January 31, 2017 with Nickel One Resources Inc. (“**Nickel One**”) whereby Nickel One has agreed to acquire 100% of the issued and outstanding shares of Nortec Minerals Oy.

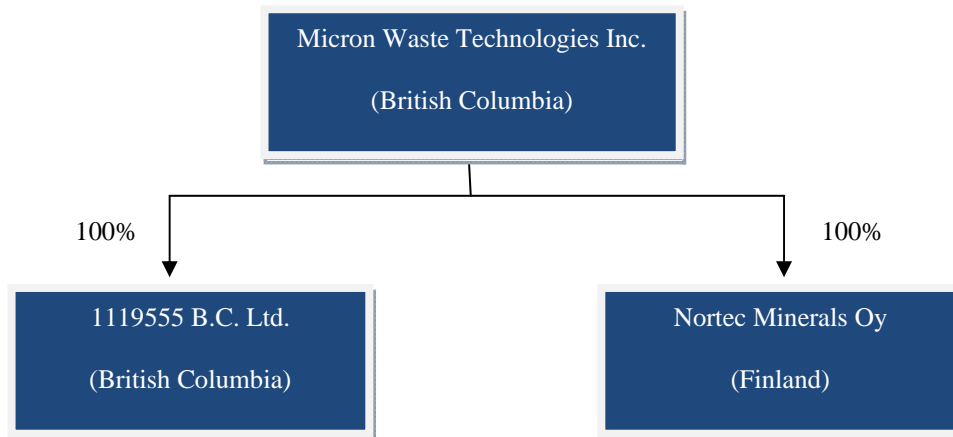
1119555 B.C. Ltd. is a wholly-owned subsidiary of Finore and was created for the sole purpose of amalgamating with Micron pursuant to the Amalgamation.

Resulting Issuer

Finore is requalifying for listing on the CSE following the Amalgamation, which is a “fundamental change” (as defined in the CSE policies). The Resulting Issuer intends to change its name to “*Micron Waste Technologies Inc.*” and will be governed by the BCBCA. The Resulting Issuer will be a reporting issuer in the Provinces of British Columbia, Alberta and Ontario.

The Resulting Issuer’s registered office will be located at 1500-1055 West Georgia Street, Vancouver, British Columbia, Canada V6E 4N7.

The following chart sets forth the names of each direct subsidiary of the Resulting Issuer and the percentage ownership by the Resulting Issuer of each such subsidiary.



GENERAL DEVELOPMENT OF THE BUSINESS

Finore

Prior to the closing of the Amalgamation, Finore was a junior mineral exploration company engaged in the acquisition and exploration of strategic mineral properties. During the three most recently completed financial years, Finore engaged in evaluating mineral properties that may have the potential for further exploration and development.

On May 14, 2014, Finore acquired a 100% interest in the Lantinen Koillismaa (“**LK**”) Project from Nortec Minerals Corp. (“**Nortec**”) through the acquisition of Nortec Minerals Oy, the subsidiary that holds title to the LK property.

On October 17, 2016, Finore entered into a letter agreement (the “**Nickel One LOI**”) and a share purchase agreement (the “**Nickel One SPA**”) on January 31, 2017 with Nickel One Resources Inc. (“**Nickel One**”), a public company listed on the TSX Venture Exchange (the “**TSXV**”), pursuant to which Nickel One will acquire all of the issued and outstanding shares of Nortec Minerals Oy (the “**Nickel One Transaction**”).

Pursuant to the Nickel One SPA, Nickel One will issue to Finore 5,000,000 common shares in the Capital of Nickel One and will issue 2,500,000 common share purchase warrants exercisable to acquire 2,500,000 additional common shares of Nickel One at a price of \$0.12 per share for a period of 24 months from the closing of the Nickel One Transaction. In addition, Nickel One paid Finore \$50,000 upon signing the Nickel One LOI.

As of the date hereof, the Nickel One Transaction remains subject to certain closing conditions, including, obtaining all necessary approvals, including, approval of the respective boards, the approval of the TSXV and CSE, and if applicable, shareholders of Nickel One and/or Finore.

On October 27, 2016, Finore entered into an agreement (the “**Assignment Agreement**”) with an arm’s length private British Columbia company (the “**Assignor**”), pursuant to which the Assignor assigned to Finore the rights and obligations of a letter assignment dated October 25, 2016 (the “**Letter Agreement**”) between the Assignor and Kushtown USA, LLC (“**Kushtown**”), a private California limited liability company. On January 25, 2017, the Letter Agreement was superseded by a securities exchange agreement among Finore, Kushtown and shareholders of Kushtown (the “**Securities Exchange Agreement**”). Pursuant to the terms of the Securities Exchange Agreement, Finore will acquire all of the issued and outstanding securities of the Kushtown (the “**Kushtown Transaction**”).

Pursuant to the terms of the Securities Exchange Agreement, Finore paid the shareholders of Kushtown aggregate cash consideration of US\$50,000 (the “**Cash Payment**”) and advanced a loan to Kushtown of US\$50,000 (the “**Loan**”). The Cash Payment and the Loan are evidenced by a promissory note and are secured by a pledge over in aggregate 20% of the issued and outstanding shares of Kushtown.

On March 14, 2017, Finore announced the mutual termination of the Securities Exchange Agreement.

The Acquisition

On June 2, 2017, Finore entered into the Amalgamation Agreement with Micron and Finore Acquisition Corp. The Amalgamation effectively provides for the acquisition of all of the outstanding equity interests of Micron by Finore, indirectly through Finore Acquisition Corp. (a wholly-owned subsidiary of Finore) in a transaction in which Micron Shareholders will receive Finore Shares and, if applicable, convertible securities of Finore. As a result of the amalgamation of the Finore Acquisition Corp. and Micron, Finore will become the sole beneficial owner of all of the outstanding shares of Amalco.

Pursuant to the Amalgamation Agreement, upon completion of the Amalgamation every one (1) Micron Share held by Micron Shareholders will be exchanged for one Resulting Issuer Share. As consideration for the Amalgamation, on the Closing Date, Finore will issue to Micron Shareholders, *pro rata*, an aggregate of 28,877,000 Resulting Issuer Shares. Certain of the Resulting Issuer Shares held by Micron Shareholders will be subject to escrow conditions and applicable resale restrictions as required by applicable securities laws and CSE requirements. See “Escrowed Securities”.

The Amalgamation Agreement provides that, without action by the holder thereof each warrant of Micron shall, upon the Closing Date, become a warrant, as applicable, to purchase the number of Resulting Issuer Shares determined by dividing the number of Micron Shares subject to the warrant, as applicable, on the Closing Date by one (1), at an exercise price per Resulting Issuer Share equal to the exercise price per Micron Share in the option or warrant, as applicable, on the Closing Date multiplied by one (1). Subject to the above, the terms and conditions of the warrants in effect on the Closing Date shall continue to govern the said warrants following the Closing Date.

Concurrently with completion of the Amalgamation, the name of Finore will be changed from “Finore Mining Inc.” to “Micron Waste Technologies Inc.”.

The Amalgamation is subject to a number of approvals and conditions prior to its implementation, including, but not limited to the following:

- (a) the acceptance of the Amalgamation for filing by the CSE;
- (b) the approval of Micron Shareholders for the Amalgamation;
- (c) if required, the approval of a majority of the shareholders of Finore of the Transaction;
- (d) the election and appointment of certain directors and officers of the Resulting Issuer;
- (e) all conditions precedent set forth in the Amalgamation Agreement, having been satisfied or waived by the appropriate party; and
- (f) the receipt of all necessary corporate, regulatory and third-party approvals including the approval of CSE, and compliance with all applicable regulatory requirements and conditions in connection with the Amalgamation.

The board of directors of the Resulting Issuer will be reconstituted in conjunction with the Closing of the Transaction. The board of directors of Finore currently consists of four members. Upon completion of the Transaction, the board of directors of the Resulting Issuer will be comprised of five members, being Rav Mlait, Kulwant Malhi, Bharat (Bob) Bhushan, Cam Battley and Hyder Khoja. See “Directors and Officers of the Resulting Issuer”.

Pursuant to the Amalgamation Agreement, prior to the completion of the Amalgamation, Finore is required to complete the Finore Share Consolidation. Upon completion of the Amalgamation, 62,773,521 Finore Shares will be consolidated into approximately (subject to rounding) 31,386,761 Finore Post-Consolidated Shares (assuming no existing convertible securities of Finore are exercised).

Additional information pertaining to Finore including financial information, is contained in the various disclosure documents of Finore filed with applicable securities commissions and made available through the Internet under Finore’s SEDAR profile at www.sedar.com.

NARRATIVE DESCRIPTION OF THE BUSINESS

Upon completion of the Amalgamation, Micron will amalgamate with Finore Acquisition Corp. and become a wholly-owned subsidiary of the Resulting Issuer and the primary business of the Resulting Issuer will be the business of Micron.

General

Micron provides proprietary solution for organic waste management. In particular, Micron has developed a patent-pending technology to manage food waste on-site, and convert it into clean water, known as an “organic waste digester”.

Principal Products or Services

The current commercial food waste digesters in the marketplace have a waste digestion efficiency of 60-65% that means 35-40% food waste remains undigested and is discharged into gray water. The trade effluent released by current market digesters is composed of fats, oils, fatty acids, proteins, amino acids, lipoproteins, glycoproteins, nucleic acids, variety of carbohydrates, organic acids, and volatile organic compounds, that contribute to conventionally higher levels of Biological Oxygen Demand (“BOD”), Chemical Oxygen Demand (“COD”), Total Suspended Solids (“TSS”), Fats Oils and Grease (“FOG”), color and odor.

Micron’s “Series A” organic waste management system (see Figure 1), has a proprietary micro-oxygen cubicles (MOC) technology to enhance the aerobic digestion efficiency of microorganisms up to 95%. The remaining 5% undigested food particles that are released in the gray water are further treated by the patent-pending technology where gray water undergoes four steps treatment process that eventually converts gray water into a clean water.

The clean water generated in this process can be recycled or reused. Unlike other food waste systems in the market, The Micron Waste Digester is a closed loop system where effluent released from the food digester is processed by Micron’s patent-pending technology, and recycled back into the system. The effluent parameters such as BOD, COD, TSS, FOG, color, odour are reduced below the acceptable limits of North American municipal standards.



Figure 1. Micron’s Series “A” organic waste management system.

The Role of Microbial Technology In Food Waste Digestion

Microbial technology plays a very critical role in the food waste digestion process. Micron has developed microencapsulation and immobilization techniques to protect its unique hard-working microorganisms from the harsh environment inside the food digester.

According to fundamental microbiology principle, all microorganisms have a lag phase in the beginning of their growth cycle. That lag phase varies from one microorganism to another from few hours to days. The efficiency of food waste digestion largely depends on the choice of microorganisms that Micron use inside the food digester. If the microorganism that you use has a longer lag-phase, the food digester can’t degrade food waste efficiently. It would take much longer to degrade food waste, and the effluent released from the digester would have higher levels of suspended solids, BOD, FOG, COD and bad odour. Therefore, it’s very crucial to use food waste relevant bacteria and enzymes in an optimum proportion in order to jump start the system without lag-phase.

It is important to note that one type of microorganism cannot digest all types of food wastes. For efficient food waste degradation within a given time of 24 hours, it needs diverse range of microorganisms and enzymes blend with very short lag-phase. Using right combination of microorganisms and enzymes, not only the food waste digestion gets faster, but the quality of effluent is also greatly improved in terms of suspended solids, BOD, FOG, COD and bad odour.

Micron's in-house research and development team is working closely with its pilot project coordinators in continuously developing its unique blends of microorganisms and enzymes for different types of food wastes such as mixed produce, meats, citrus peels, bakery dough, tobacco leaves, coffee grinds, high fat content, mixed grocery at supermarkets, and other potential customers.

Four Step Patent-Pending Filtration Process

1. Pre-treatment

Food waste is introduced to a digester that contains billions of patented microbes. The food waste is mechanically and biologically broken down into leachate (dirty water).

2. Stage 1-2

In the next stage, additional enzymes and microbes are added to degrade BOD, TSS, and COD. At the end of this treatment phase, the leachate is 99.94% clean and meets municipal effluent discharge standards.

3. Stage 3-4

In the final stage, additional enzymes and microbes are added to remove BOD, COD, FOG, and other residual components. At the end of this treatment phase, the leachate is 99.999% clean.

4. Post-treatment

The machine can be adapted to a closed loop system and the water can be used for any purpose including cleaning, irrigation, and potable water.

Current Installation of Series A

Micron has been working with the national food retailer Loblaw Companies at their T&T Headquarters in Richmond, British Columbia since 2016 and has installed a pilot demonstration unit. In addition, Micron is in advanced discussion with industry leading marijuana cultivators in Canada to install Micron Waste Digesters at their licensed cultivation facilities.



Micron's *Series A* 20FT unit at T&T's location in Lower Mainland, British Columbia

Competitive Advantages of Micron's Technology

1. Micron has an innovative patent-pending technology that transforms organic waste into clean water that meets municipal effluent discharge standards.
2. The Micron Waste Digester is the most advanced system in the market for food waste management that turns food waste into usable water.
3. There is limited competition to Micron. Hence, it will have the opportunity to capture the waste management market share for this product.
4. The Micron Waste Digester is cost-effective and saves significant money for the end-users.

5. The Micron Waste Digester converts organic food waste into gray water in less than 24 hours.
6. The Micron Waste Digester is a closed loop system. It treats the organic food waste on-site, and thus, there is no need of transportation of organic waste to any other site.
7. The Micron Waste Digester has a relatively small footprint, with no greenhouse gas emissions and foul odours.
8. End-users can earn carbon credits and help conserve landfill space.

Market Plans and Strategies

Micron's business model is based on sales of its *Series A* product primarily concentrating on potential customers in Canada and the United States in the following 3 verticals: supermarkets, restaurants and marijuana producers. In addition to direct sales, the Resulting Issuer will seek potential distributors of its organic waste digestion system. Micron intends on expanding its market base with its existing *Series A* product as well as future smaller versions of its organic waste digestion system. The business model of the Resulting Issuer consists of three objectives:

1. Develop a product with high level of margins;
2. Ensure the products produced by Micron are of a high quality; and
3. Create multiple revenue streams from the product by way of:
 - a) Direct Sales of Micron Waste Digester
 - b) Leasing of Micron Waste Digester on monthly basis
 - c) Obtaining a Monthly recurring fee for maintenance and chemicals/enzymes for Micron Waste Digester
 - d) Charging Data maintenance fees for cloud based data management and migration
 - e) After sale service and support of Micron Waste Digester

Overview of the Industry

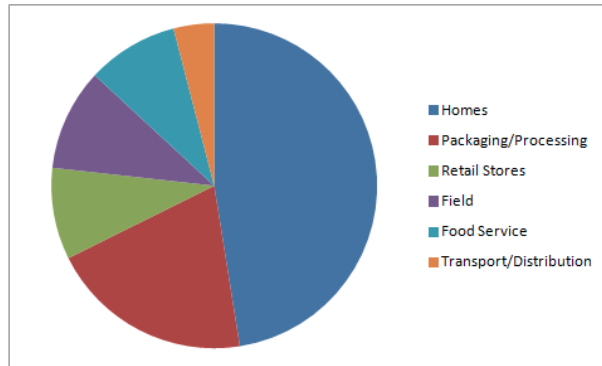
The world's population is experiencing record growth; which has resulted in relentless demands being placed on our environment. The ever-increasing use of natural resources, multiplying urbanization is causing more and more waste and pollution. According to Value Chain Management International Inc.'s 2014 report¹

1. Canada's annual food waste cost is about \$31 billion.
2. Approximately 47% of food wasted in Canada occurs at home. The other 53% of wasted food is generated along the value chain when food is produced, processed, transported, sold, and prepared and served in commercial and institutional settings.

¹ <http://vcm-international.com/new-report-annual-food-waste-in-canada-is-31-billion/>

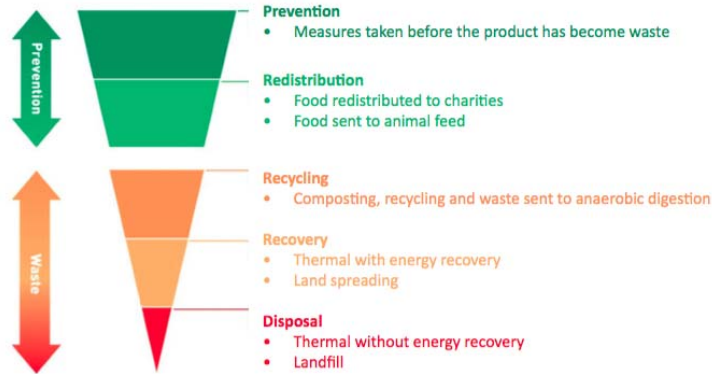
Percentage of Food Waste Throughout the Chain (field to home) in Canada

(Gooch et al, 2014)



Source: <http://tfpc.to/food-waste-landing/food-waste-theissue>

WASTE MANAGEMENT HIERARCHY



Source: Waste Resources Action Programme, 2013

The Market Gap

According to Provision Coalition project report², Developing an Industry Led Approach to Addressing Food Waste in Canada, food waste has no “commonly agreed upon” definition, and thus, there are no “common measures” in place to track the impact of food waste on the businesses and environment. Food waste occurs at multiple points throughout the hierarchy from farm to table, but there is not enough data available for where exactly the food waste occurs in Canada. Large businesses in Canada that have a well-defined management teams and strict corporate social responsibility initiatives are more interested and the champions of food waste reduction programs.

Food waste digesters have existed for a long time, but have a few challenges:

The output of the processed food waste needs to be trucked to a third-party company to handle (i.e. a compost facility). For large businesses with high volumes of food waste, the daily trucking cost plus landfill / composting facility tipping cost can add up (estimate about \$5000/month, no source though).

The food waste treatment process generates a lot of dirty effluent – it is simply discharged into the municipal sewer system (this is illegal, but because there aren’t that many digesters in operation, government turns a blind eye).

² <http://www.provisioncoalition.com/assets/website/pdfs/Provision-Addressing-Food-Waste-In-Canada-EN.pdf>

Organic Waste in British Columbia

Organic waste is defined as, “biodegradable, compostable waste of plant or animal origin from domestic or industrial sources”.³ This would include any leftover food, any grass or garden clippings, any animal or human waste. These represent four target services for a waste management business. In British Columbia, composting facilities that process food waste and/or biosolids and process the design capacity to produce 5,000 tonnes or greater of finished compost per year are regulated under the Organic Matter Recycling Regulation (the “OMRR”). Such facilities are required to apply for a permit under the OMRR. Businesses in the waste management industry need to include biosolids and food waste in their services if they are handling compost, and must have the ability to produce at least “5,000 tonnes or greater of finished compost product” per year.⁴

As of 2016, British Columbia was looking for another site to dump its region’s 800,000 tonnes garbage load. In Metro Vancouver, the city is looking for an additional dumping site for its region’s 200,000 tonnes of yearly garbage load. It is currently going to Cache Creek, and the city is looking for an alternative. Metro Vancouver’s Manager of Solid Waste, Paul Henderson, states that they are looking for a “contingency” site where they can collect “between 50,000 and 200,000 tonnes per year”.⁵ Alternate sites in Alberta, Oregon or Washington have been considered for this project. The new site has not been purchased according to the City of Vancouver website as reviewed on the date hereof.⁶

The alternative to landfills include “waste-to-energy incineration, anaerobic digestion, composting, mechanical biological treatment, pyrolysis, and plasma arc gasification”.⁷ The City of Vancouver is looking to purchase a “\$500-million incinerators to burn 250,000 tonnes of the region’s trash” but it is not yet happening as a result of the uncertainty of how much trash there will be in the upcoming years.⁸ The City is looking for transfer stations in Surrey, Coquitlam, North Shore, Langley and Maple Ridge.⁹

The current issue in this market is how to turn the linear consumption model, which entails the product being “sold, consumed and discarded (known as cradle-to-grave)” to a circular model where the product is “sold, consumed, collected and re-made into a new product, returned as a nutrient into the environment or incorporated into global energy flows (known as cradle-to-cradle)”¹⁰. Currently, the National Zero Waste Council is calling for companies to either encourage or engage in, the redesigning of products and packaging into better alternatives either for the consumer or the environment. The goal is to be able to “reuse, repair and recycle” all organic waste.¹¹

Incredibly, a food waste disposal legislation that went into effect in Vancouver as of January 1, 2015, obliges businesses to separate their organic waste from their regular garbage. This can facilitate the initiation of a venture that recycles organic waste into reusable items or environmental energy. “The biggest opportunity to reduce organic materials in landfills will come from companies that generate large volumes of food waste and residents of multifamily complexes”, narrowing down the target for organic waste management, which includes hotels, restaurants, malls, food chains such as McDonald’s, Tim Hortons, etc.¹²

Organic waste management is essentially going through a definite change that will add an additional dumping site. This will not ameliorate the current industry conditions since it continues to adapt a linear consumption model. Unless the circular model is somehow invented, the industry is looking at more dumping sites, more garbage and a lot of ash, carbon, gases, and constant pollution.

The market for organic waste in British Columbia and Canada

In terms of business agents out there, there are several businesses in British Columbia, and most of them service the needs related to waste and organic waste management simultaneous. Among them is the Emterra Group, located in

³ <http://www2.gov.bc.ca/gov/content/environment/waste-management/recycling/organics>

⁴ <http://www2.gov.bc.ca/gov/content/environment/waste-management/recycling/organics/regulations-guidelines/composting-facilities-permit>

⁵ <http://www.vancouversun.com/technology/metro+vancouver+hunting+dump/11708525/story.html>

⁶ <http://vancouver.ca/home-property-development/landfill.aspx>

⁷ <https://en.wikipedia.org/wiki/Landfill>

⁸ <https://en.wikipedia.org/wiki/Landfill>

⁹ <http://www.vancouversun.com/technology/metro+vancouver+hunting+dump/11708525/story.html>

¹⁰ http://www.cme.ca/files/Resources/waste/wst_mgmt/State_Waste_Mgmt_in_Canada%20April%202015%20revised.pdf p. 107

¹¹ http://www.cme.ca/files/Resources/waste/wst_mgmt/State_Waste_Mgmt_in_Canada%20April%202015%20revised.pdf p. 107

¹² <http://www.cbc.ca/news/canada/british-columbia/new-food-waste-disposal-rules-go-into-effect-in-metro-vancouver-jan-1-1.2874103>

Surrey, British Columbia. They have a material recovery facility, a single stream recycling process, multi-stream, solid waste-garbage collections, recyclables collections and sorting facility, a waste haulage service, organic food waste – green bin collections, dumpster, waste bin and cart rentals, dairy, beverage and consumer product destruction, waste audits, and waste diversion services. They are helping the cause of getting rid of garbage, separating them and auditing that the garbage is being dumped, yes, but they are not helping with the actual problem, which is the need to have more landfills, burn more garbage and continue the linear business model.

Most retailers, malls, restaurants, hotels and such are separating the food, but they are not interested in what happens to the food after it leaves their premises. These manufacturers, caterers, and other businesses are using compost services, among others, to dispose of their organic waste. They either use the city's own or they will hire a company to dispose of their garbage. In Vancouver, they are not allowed to just throw their uneaten food away, but what happens in the rest of the province or other nearby rural areas? They are still not obliged to do something beyond disposing of their uneaten food. And, what about the food that is eaten and disposed of? In Vancouver, it is still completely legal to dispose of half-eaten food and simply have the city dispose of it as organic waste management. There must be a company that could facilitate the transformation of the organic waste into a reusable item or product, or even something that can be put back into the environment, soil and earth.

Canada is experiencing a food waste crisis. There are facilities pending approval to open new dumping sites, and companies simply relocating food from one end to the other. There are retailers also disposing of their spoiled food and sending it off to landfills, where they are not recycled nor processed for any reuse. The more this organic waste continues to be dumped, or incinerated, the more we will need more facilities to hold on to the residual materials.

Canadian organic waste management industry overview

According to the Government of Canada (2017), there was an increase as of 2014 in the amount of waste diverted to recycling or organic processing facilities of 7% from 9.1 million tonnes in 2012. Waste diverted from landfills increased by 12.2% and households' diversion methods increased 2.8%. Alberta is currently leading with 21.7% of its trash diverted from non-residential sources. On a National level, 255 kg of waste per person was diverted (away from landfills). Prince Edward Island diverts the most waste per capita, some 429 kg per person. British Columbia is second with 358 kg per person. About 83,000 tonnes of electronic waste was recycled as of 2014, representing an 18.4% increase from 2012. The next biggest increase was in ferrous metals, which rose some 13.8% from 2012 of 525,000 tonnes¹³. The total revenue for the waste management industry is \$7.1 billion as of 2014, which rose from 2012 where it stood at \$6.4 billion. The industry has 35,000 people employed across the country.

Environmental and Business Laws

The *Environmental Management Act* (“**EMA**”) in British Columbia prohibits waste introduction into the environment in any way that may cause pollution unless it is under regulation, with permit and approved or to code with the code of practice determined under the EMA. Hazardous waste is regulated by the Hazardous Waste Regulation (“**HWR**”) under the EMA.¹⁴

Waste discharge is a business that must comply with regulatory laws whereby a registration is required and activity timelines must be detailed. Garbage in British Columbia is run under local governments who are responsible for the prevention and disposal of solid waste from homes and businesses. The waste must be targeted in a waste management plan. Residue from recyclables are disposed of in landfills and other dumping sites.¹⁵

The British Columbia Ministry of Environment is concerned with the contaminants exposed when the garbage is burned, in particular, the air particles and the effect on the population's breathing. The waste burned including plastic can produce toxins that are harmful and an alternative is not yet available. The smoke from the burning also causes pollution, as well as releases emissions. The burning is regulated through categories with companies handling the burning of “vegetative debris; waste; wood residue; prohibited material; and industry waste”.¹⁶

¹³ <http://www.statcan.gc.ca/daily-quotidien/170324/dq170324c-eng.htm>

¹⁴ <http://www2.gov.bc.ca/gov/content/environment/waste-management/hazardous-waste/legislation-regulations>

¹⁵ <http://www2.gov.bc.ca/gov/content/environment/waste-management/garbage>

¹⁶ http://www2.gov.bc.ca/assets/gov/environment/waste-management/garbage/fs_burning_req.pdf

Opportunity for Micron is to minimize the impact. Therefore, the Province will likely support any and all efforts in reducing waste, “maximizing re-use, recycling and recovery of materials”¹⁷. If, for any reason, anyone fails to obtain the authorization for disposing of waste through burning, EMA will give the responsible party a fine of \$1,000,000 or jail time for no more than 6 months.

Competition

North American market for the food waste digesters is huge, and comparatively the competition is negligible. Currently, all the competitors together in North American market are occupying around 1% of the market share.

Direct competitors in Canada includes Orca Inc. in Ontario and Greentail Environmental Inc. in British Columbia.

Indirect competitors in Canada includes Harvest Power, who is involved with harnessing additional value from organic materials through the production of renewable energy, soils, mulches, and natural fertilizers. Harvest Power has three locations in Canada: two locations in British Columbia (Richmond and North Shore), and one location in Ontario.

Business Objectives

The business objectives Micron expects to accomplish in the next 12-month period are to:

- (1) complete the development of the *Series A* product (currently under pilot installation in British Columbia)
 - o develop fully automated system of enzyme infusion process
 - o optimize size of the *Series A* unit for easy shipping
- (2) establish a production facility in the Lower Mainland of British Columbia
- (3) put in place business development personnel for commercial launch of *Series A* product line

The main source of revenue for Micron will be from:

1. Sale of Micron Waste Digester
2. Leasing of Micron Waste Digester on monthly basis
3. Monthly recurring fee for maintenance and chemicals/enzymes for Micron Waste Digester
4. Data maintenance fees for cloud based data management and migration
5. After sale service of Micron Waste Digester

The promotion of Micron’s products will be a mix of marketing tactics. Business development personnel will be expected to market and perform outreach in their respective territories. Micron will advertise generally and geo-specifically to licensee territories using industry leading websites and print media. Micron believes that its success in the North American market will be achieved by offering a solid return on investment and superior customer experience and support. In addition, the following is a list of tools that Micron will use for its marketing efforts:

1. The primary marketing strategy that Micron aims to capitalize on is its partnership with a national food retailer (Loblaw Companies Limited) with more than 1,000 supermarkets across Canada.
2. Micron will work to establish strategic partnerships with primary and secondary target customers, targeting supermarkets, restaurants and marijuana producers.
3. Micron will participate in exhibitions, marketing and sales seminars related to organic waste management industry in order to promote its brand.
4. Information on Micron Waste Digester can be found at its corporate website at: www.micronwastech.com. Micron will improve the user experience of the website by adding FAQ and more information on Micron Waste Digester and how Micron Waste Digester can help in food waste management.
5. Micron website will be optimized for online search engines with keywords related to food waste, organic waste, food waste digester, etc. This will improve the search-ability of website. The company name will

¹⁷ http://www2.gov.bc.ca/assets/gov/environment/waste-management/garbage/fs_burning_req.pdf

also be listed on various online directories in order to improve the website ranking in online search engine results.

6. A dedicated marketing budget will be allotted in order to expand the online presence of Micron.
7. Micron will apply an aggressive online marketing and awareness strategy, utilizing (Google AdWords) to drive traffic to its website.
8. Micron will utilize endorsement by influential retailers such as T&T Supermarket Inc. on social media (e.g. YouTube) and advertisements in Business in Vancouver and other waste management industry publications.
9. Micron will also use the traditional sales methods of calling targeted customer base and explaining how Micron Waste Digester could help them with their organic waste management.

Significant Events or Milestone

The principal milestones that must be met for Micron to accomplish its stated business objectives, described above are as follows:

	DESCRIPTION	TIMEFRAME
Phase 1	Migrate from a semi-automatic demonstration system that requires regular involvement of service personnel to that of a fully automated system, controlled by programmable controller.	Complete within 3 Months from closing of Transaction
Phase 2	<p><u>Shipping Size.</u> Current size of the Micron Waste Digester is equivalent to a 20 feet shipping container. Due to space constraints at customer’s locations, Micron Waste Digester is working on reducing the size of its system to 8 x 10 feet that can be fit into an SUV trailer. It would offer an advantage of moving the system from one location to another, and also it would solve the installation space issue faced by several clients.</p> <p><u>Data.</u> The data generated by the Micron Waste Digester will be transferred via cloud server. The data would include a wide range of parameters, i.e. the amount of waste food digested daily, weekly, monthly, and yearly, the number of times door is opened and the amount of CO₂ diverted from the landfill during these periods.</p>	Complete within 6 Months from closing of Transaction
Phase 3	<p><u>Reduce costs.</u> Partnership agreements to reduce the cost of manufacturing.</p> <p><u>Production Facility.</u> Establish a production facility in the Lower Mainland of British Columbia.</p> <p><u>Sales and Marketing.</u> Establish business development personnel for commercial launch of <i>Series A</i> product line.</p>	Complete within 12 Months from closing of Transaction
Phase 4	Develop international partnerships and distribution agreements for products and services.	Complete within 24 Months from closing of Transaction

Funds Available

The following table represents the available funds of the Resulting Issuer and the principal purpose of those funds over a 12-month period:

	After Giving Effect to the Transaction
Estimated pro forma liquidities	\$5,766,753
Available Funds of the Resulting Issuer	\$5,766,753
Expenses related to the completion of the Transaction	\$75,000
Research and Development	\$150,000
Business Development and Marketing	\$165,000
Investor Relations	\$175,000
Facility in British Columbia	\$120,000
General and administrative charges estimated for operating 12 months	\$1,198,800
TOTAL UNALLOCATED	\$3,882,953

SELECTED CONSOLIDATED FINANCIAL INFORMATION

Finore Mining Inc.

The following table is a summary of selected financial information of Finore for the financial years ended December 31, 2016, December 31, 2015, and December 31, 2014 and for the six-month period ended June 30, 2017:

	Six Months ended June 30, 2017	Year ended December 31, 2016 (audited)	Year ended December 31, 2015 (audited)	Year ended December 31, 2014 (audited)
Revenue	Nil	Nil	Nil	Nil
Net Loss	(\$256,463)	(\$1,336,939)	(\$10,489,839)	(\$123,872)
Basic and diluted loss per share	\$0.00	\$0.02	\$0.49	\$0.01
Total Assets	\$3,178,810	\$3,716,109	\$921,033	\$11,061,082
Total non-current liabilities	Nil	Nil	Nil	Nil

A copy of the financial statements of Finore previously filed with applicable securities commissions are available through the Internet under Finore's SEDAR profile at www.sedar.com.

Micron Waste Technologies Inc.

The following table is a summary of selected financial information of Micron for the financial years ended December 31, 2016 and December 31, 2015 and for the six-month period ended June 30, 2017:

	Six Months ended June 30, 2017	Year ended December 31, 2016 (audited)	Year ended December 31, 2015 (audited)
Revenue	Nil	Nil	Nil
Net Loss	\$376,616	\$272,901	\$58,891
Basic and diluted loss per share	\$0.04	\$0.14	\$0.03
Total Assets	\$3,071,489	\$170,286	\$94,759
Total non-current liabilities	Nil	Nil	Nil

A copy of the financial statements of Micron for the years ended December 31, 2016 and December 31, 2015 and for the six-month period ended June 30, 2017 are attached as Schedule “A” to this Listing Statement.

Resulting Issuer

See attached Schedule “B” for the pro forma consolidated statement of financial position of the Resulting Issuer as at June 30, 2017.

MANAGEMENT’S DISCUSSION AND ANALYSIS

Finore Mining Inc.

A copy of the Finore Annual MD&A and Interim MD&A related to its financial statements previously filed with applicable securities commissions are available through the Internet under Finore’s SEDAR profile at www.sedar.com.

MARKET FOR SECURITIES

Finore’s securities are presently listed on the CSE under the stock symbol “FIN”.

The Resulting Issuer has applied to list the Resulting Issuer Shares on the CSE. Listing will be subject to the Resulting Issuer fulfilling all of the requirements of the CSE.

CONSOLIDATED CAPITALIZATION

Pro Forma Consolidated Capitalization

The following table sets forth the pro forma share and loan capital of the Resulting Issuer, on a consolidated basis, after giving effect to the Transaction as described in the pro forma financial statements of the Resulting Issuer, attached as Schedule “B” hereto.

Designation of Security	Amount Authorized	After Giving Effect to the Transaction
Common Shares	Unlimited	60,263,761 ⁽¹⁾

Notes:

- (1) Upon completion of the Finore Share Consolidation and subject to rounding.

Fully Diluted Share Capital

In addition to the information set out in the capitalization table above, the following table sets out the diluted share capital of the Resulting Issuer after giving effect to the Transaction:

	After Giving Effect to the Transaction
Finore Shares issued and outstanding as the date of this Listing Statement ⁽¹⁾	31,386,761 (29.83%)
Resulting Issuer Shares issued to Micron Shareholders pursuant to the Amalgamation	28,877,000 (27.45%)
Total Resulting Issuer Shares	60,263,761
Reserved for issuance pursuant to Finore Options	500,000 ⁽²⁾
Reserved for issuance pursuant to warrants of Finore (including finder's warrants)	17,404,870
Reserved for issuance pursuant to warrants of Micron (including finder's warrants)	27,044,200
Total Resulting Issuer Shares Reserved for Issuance	44,949,070
Total Number of Fully Diluted Securities	105,212,831 (100%)

Notes:

- (1) Upon completion of the Finore Share Consolidation and subject to rounding.
- (2) Mr. Sadhra, CFO of Finore, holds options to purchase 500,000 common shares of Finore at \$0.30 per share expiring on October 4, 2018, on a post-consolidated basis.

OPTIONS TO PURCHASE SECURITIES

As of the date hereof, Finore has the following options outstanding:

Optionee	Number of Options Holding	Exercise Price	Market Value on Date of Grant	Expiry Date
Officers	500,000	\$0.30	\$0.12 ⁽²⁾	October 4, 2018
Director	Nil	Nil	Nil	Nil
Consultant	Nil	Nil	Nil	Nil
Total	500,000⁽¹⁾			

Notes:

- (1) Based on post-Consolidation.
- (2) Based on pre-Consolidation.

DESCRIPTION OF THE SECURITIES

General

The Resulting Issuer will be authorized to issue an unlimited number of common shares without par value.

The Resulting Issuer Shares will have the same attributes as the Finore Shares. Each Finore Share ranks equally with all other common shares with respect to distribution of assets upon dissolution, liquidation or winding-up of the Finore and payment of dividends. The holders of Finore Shares will be entitled to one vote for each share on all

matters to be voted on by such holders and are entitled to receive pro rata such dividends as may be declared by the directors of Finore. The holders of Finore Shares have no pre-emptive or conversion rights. The rights attaching to the Finore Shares can only be modified by the affirmative vote of at least two-thirds of the votes cast at a meeting of shareholders called for that purpose.

Prior Sales of Finore Shares

The following table summarizes the issuances of securities of Finore within 12 months prior to the date of this Listing Statement, on a pre-consolidated basis:

Date of Issue	Description	Number of Securities	Price per Security	Total Issue Price
October 4, 2016	Grant of Stock Options	2,000,000	\$0.15	-
November 7, 2016	Private Placement	14,666,664 Common Shares ⁽¹⁾	\$0.15	\$2,200,000
December 9, 2016	Private Placement	5,177,379 Common Shares ⁽²⁾	\$0.275	\$1,423,997
October 1 to December 31, 2016	Exercise of Warrants	4,617,825 Common Shares	\$0.05 ⁽³⁾	\$369,426
October 1 to December 31, 2016	Exercise of Options	1,750,000 Common Shares	\$0.11 ⁽³⁾	\$1,875,000
January 1 to March 31, 2017	Exercise of Warrants	450,500 Common Shares	\$0.08 ⁽³⁾	\$36,040
January 1 to March 31, 2017	Exercise of Options	600,000 Common Shares	\$0.05 ⁽³⁾	\$30,000

Notes:

- (1) Issued pursuant to a private placement of units. Each unit consisted of one Finore Share and one common share purchase warrant. Each warrant is exercisable for one additional share at a price of \$0.25 until November 9, 2018. Finore also paid a cash finder's fee of \$56,412 and issued 376,080 finder's warrants which are exercisable to acquire a Finore Share at a price of \$0.25 until November 7, 2018.
- (2) Issued pursuant to a private placement of units. Each unit consisted of one Finore Share and one common share purchase warrant. Each warrant is exercisable for one additional share at a price of \$0.40 until December 9, 2018 (subject to acceleration in certain circumstances). Finore also paid a cash finder's fee of \$28,040 and issued 102,691 finder's warrants which are exercisable to acquire a Finore Share at a price of \$0.40 until December 9, 2018.
- (3) Weighted average exercise price.

Stock Exchange Price – Finore

The Finore Shares are listed on the CSE as of the date of this Listing Statement under the symbol "FIN". The following table sets out the high and low trading price and volume of trading of Finore Shares on the CSE during the last 12 months.

Period	High (\$)	Low (\$)	Volume
June 1-2 2017 ⁽²⁾	\$0.12	\$0.11	325,761
May 2017	\$0.155	\$0.085	6,983,624
April 2017	\$0.18	\$0.11	9,554,655
March 2017	\$0.18	\$0.11	20,692,928
February 2017 ⁽¹⁾	\$0.35	\$0.35	0

Period	High (\$)	Low (\$)	Volume
January 2017 ⁽¹⁾	\$0.44	\$0.33	2,259,390
December 1, 2016	\$0.37	\$0.31	1,860,830
November 2016 ⁽¹⁾	\$0.495	\$0.275	480,737
October 2016	\$0.48	\$0.085	6,852,427

Notes:

- (1) Trading of the Finore Shares was halted on January 26, 2017 upon entering into the Securities Exchange Agreement and resumed trading on March 15, 2017 following the termination of the Securities Exchange Agreement.
- (2) Trading of the Finore Shares was halted on June 2, 2017 upon entering into the Amalgamation Agreement and will remain halted pending Closing of the Transaction.

ESCROWED SECURITIES

Pursuant to the policies of the CSE, an escrow agreement will be entered into prior to the closing of the Amalgamation among Computershare, the Resulting Issuer, and certain Micron Shareholders (the “**Escrow Agreement**”). The following table shows the Resulting Issuer Shares that are subject to escrow:

Designation of class	Number of Resulting Issuer Shares held in escrow	Percentage of class⁽¹⁾
Common Shares	8,263,500	13.71%

Note:

- (1) Based on 60,263,761 issued and outstanding Resulting Issuer Shares after giving effect to the Transaction.

Ten percent of such Resulting Issuer Shares will be released from escrow on the Listing Date. The remaining ninety percent of such Resulting Issuer Shares will be released from escrow in fifteen percent tranches during consecutive six-month intervals over a 36-month period following the Listing Date. This escrow release schedule is subject to acceleration in accordance with National Policy 46-201 – *Escrow for Initial Public Offerings* and the policies of the CSE.

PRINCIPAL SHAREHOLDERS

As of the date of this Listing Statement, there is no principal shareholder who owns more than 10% of the issued shares of Finore. Upon completion of the Transaction, no shareholders will, beneficially and of record, own more than 10% of the issued common shares of the Resulting Issuer.

DIRECTORS AND OFFICERS OF THE RESULTING ISSUER

Directors and Officers

Upon completion of the Amalgamation, the board of directors of the Resulting Issuer is expected to be composed of five members, as set out below.

The name, municipality of residence, position or office held with the Resulting Issuer and principal occupation of each proposed director and executive officer of the Resulting Issuer, as well as the number of voting securities beneficially owned, directly or indirectly, or over which each exercises control or direction, following the successful completion of the Amalgamation, excluding common shares issued on the exercise of convertible securities, are as follows:

Name, place of the residence and position with Issuer	Principal occupation during the last five years	Date of appointment as director or officer	Resulting Issuer Shares Beneficially Owned, Directly or Indirectly, or Controlled or Directed upon completion of the Transaction ⁽¹⁾
Rav Mlait President, Chief Executive Officer and Director British Columbia, Canada	December 2013 to present, Chief Executive Officer Cannabix Technologies Inc.; April 2016 to present, Chief Executive Officer Torino Power Solution Inc.; June 2010 to present, Chief Executive Officer of Rockland Minerals Corp.	President, CEO and Director: October 13, 2016	Nil (0%)
Kulwant Malhi⁽²⁾ Chairman and Director British Columbia, Canada	January 2016 to May 2017, Director and President of Breathtec Biomedical Inc.; August 2014 to present, President at Cannabix Technologies Inc.; January 2000 to February 2011, Royal Canadian Mounted Police; 2008 to present, President of Bullrun Capital Inc.	Proposed	2,500,000 (4.15%)
Bharat (Bob) Bhushan⁽²⁾⁽⁴⁾ Chief Technology Officer and Director British Columbia, Canada	2009 to present, Founder and Director of Protechnol Biotech Inc.	Proposed	5,000,000 ⁽⁵⁾ (8.30%)
Cam Battley⁽²⁾⁽³⁾ Director Ontario, Canada	January 1998 to March 2016, President of Health Strategy Group Inc.; March 2016 to present, EVP of Aurora Cannabis Inc. June 2014 to March 2016, VP at Bedrocan Canada Inc.	Proposed	Nil (0%)
Dr. Hyder Khoja⁽³⁾ Director British Columbia, Canada	2016 to present, Chief Science Officer of Oceanix Biotechnology Corporation; 2016 to present, Canagen Pharmaceuticals Inc.; July 2017 to present, Nash Pharmaceuticals Inc.; 2010 to present, Founder & CEO of LeoFric Consultants, Inc.; 2015 to 2016, VP of Stratgic & Scientific Affairs at Affinor Growers, Inc.; Co-founder of InMed Pharmaceuticals Inc. in 2014.	Proposed	Nil (0%)

Notes:

- (1) The information as to principal occupation, business or employment and shares beneficially owned or controlled is not within the knowledge of management of the Resulting Issuer and has been furnished by the respective individuals or retrieved from SEDI.
- (2) Member of the audit committee.

- (3) Independent director.
- (4) 1,000,000 common shares of Micron are held through Protechnol Biotech Inc., which Mr. Bhushan controls.

Corporate Cease Trade Orders or Bankruptcies

Other than as disclosed herein, no proposed director or officer of the Resulting Issuer or a shareholder holding a sufficient number of securities of the Resulting Issuer to affect materially the control of the Resulting Issuer, is, or within 10 years before the date of the Listing Statement has been, a director or officer of any other issuer that, while that person was acting in that capacity:

- (a) was the subject of a cease trade or similar order, or an order that denied the other Issuer access to any exemptions under Ontario securities law, for a period of more than 30 consecutive days;
- (b) was subject to an event that resulted, after the director or executive officer ceased to be a director or executive officer, in the company being the subject of a cease trade or similar order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days;
- (c) became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; or
- (d) within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

Penalties or Sanctions

Other than as disclosed herein, no proposed director or executive officer of the Resulting Issuer, or a shareholder holding a sufficient number of the Resulting Issuer's securities to affect materially the control of the Resulting Issuer, has been subject to:

- (a) any penalties or sanctions imposed by a court relating to Canadian securities legislation or by a Canadian securities regulatory authority or has entered into a settlement agreement with a Canadian securities regulatory authority; or
- (b) any other penalties or sanctions imposed by a court or regulatory body that would be likely to be considered important to a reasonable investor making an investment decision.

Personal Bankruptcies

Except as disclosed herein, no proposed director or executive officer of the Resulting Issuer or a shareholder holding a sufficient number of securities of the Resulting Issuer to affect materially the control of the Resulting Issuer, or a personal holding company of any such persons has, within the 10 years before the date of the Listing Statement, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or been subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director or officer.

Conflicts of Interest

Conflicts of interest may arise as a result of the proposed directors and officers of the Resulting Issuer also holding positions as directors and/or officers of other companies and situations may arise where the directors and officers will be in direct competition with the Resulting Issuer. See "*Risk Factors*".

Management Details

The following sets out details respecting the management of the Resulting Issuer:

Rav Mlait (41), President, Chief Executive Officer and Director

Mr. Mlait has served as a director of Finore since October, 2016 and Chief Executive Officer of Finore since October 2016. From December 2013 to present, Mr. Mlait has served as Chief Executive Officer of Cannabix Technologies Inc., an early stage technology company listed on the CSE. From April 16, 2016 to present, Mr. Mlait has served as Chief Executive Officer of Torino Power Solution Inc., an early stage technology company listed on the CSE. From June 2010 to March 2016, Mr. Mlait has served as Chief Executive Officer and President of Rockland Minerals Corp., a mineral exploration company listed on the TSXV. From January 2004 to May 2010, Mr. Mlait performed corporate development services for Pacific Bay Minerals Ltd., a mineral exploration company listed on the TSXV that carried out exploration activities in Argentina, Quebec and British Columbia. Initially, he was a corporate communications consultant from January 2004 to November 2007 and later was appointed Vice President Corporate Development from December 2007 to May 2010. Mr. Mlait also acted as a corporate advisory consultant to Cusac Gold Mines Ltd., a then mining issuer listed on the TSX from January 2004 to November 2007.

Mr. Mlait obtained a Bachelor of Arts degree (Economics) from Simon Fraser University in 1999 and obtained his Masters of Business Administration from Royal Roads University in Victoria, British Columbia in 2010.

Mr. Mlait is a management consultant and expects to devote 25% of his time to the affairs of the Resulting Issuer.

Michael Sadhra (49) Chief Financial Officer

Michael S. M. Sadhra serves as the Chief Financial Officer of Breathtec Biomedical Inc. and interim Chief Financial Officer of Khan Resources Inc. Mr. Sadhra has been Tax Partner, Sadhra & Chow LLP since May 2009. Mr. Sadhra served as the Chief Financial Officer of several public companies including Cairo Resources Inc. Reservoir Capital Corp., and Lara Exploration Ltd.

He is a self-employed tax consultant since January 2007. He was employed at KPMG LLP Chartered Accountants in September 1999 and served as Senior Tax Manager from October 2003 to December 2006, specializing in Canadian and international taxation for mining companies.

Mr. Sadhra holds a Bachelor of Commerce from the University of British Columbia in 1991 and Chartered Accountant from the Institute of Chartered Accountants of British Columbia in 2001.

Mr. Sadhra is an independent contractor and expects to devote 25% of his time to the affairs of the Resulting Issuer.

Kulwant Malhi (50) Chairman and Director

Mr. Malhi is a Canadian entrepreneur and businessman. He is a retired member of the Royal Canadian Mounted Police where he completed his duties in the drug enforcement and organized crime divisions. He is the founder and chairman of Bullrun Capital and is deeply involved in the financial markets. Bullrun Capital's moto is "do good, to do well" and is involved in the advancement of technologies in the interest of universal benefit. Mr. Malhi has been instrumental in raising capital for various projects totaling in excess of \$150 million dollars since 2008. Kal has specialized in working with academia and advances in technology and funded academic research that has potential for commercialization through private and public companies. His extensive network of contacts and personal relationships have enabled him to assemble a growing team aimed at unearthing the potential of technological advancements in the biomedical, agricultural and technology sectors.

Mr. Malhi is an independent contractor and expects to devote 25% of his time to the affairs of the Resulting Issuer.

Bharat (Bob) Bhushan (46), Chief Technology Officer and Director

Dr. Bhushan has over 18 years of scientific, consulting and business experience in developing & implementing environmental, waste management and wastewater technologies around the world. He has done many waste treatment and environmental projects overseas, such as in United States, Australia, Singapore, China, India, Chile, Brazil, Mexico, Russia and others. Dr. Bhushan has worked in environmental projects funded by the Environment Canada, EPA (Environmental Protection Agency, USA), SERDP (Strategic Environmental Research and Development Program, USA), Office of Naval Research, USA, and Department of Defense, Canada.

Dr. Bhushan has published over 35 peer-reviewed scientific papers in leading international science journals and has won many distinguished awards from NRC (National Research Council of Canada), EPA (Environmental Protection Agency, USA), NSERC (Natural Sciences and Engineering Research Council of Canada), and JAPAN Society for the Promotion of Science.

For the past 10 years, Dr. Bhushan has developed many blends of proprietary microbes and enzymes for the enhanced digestion of a variety of organic wastes and sold these blends to most of the leading food waste digesters corporations around the world.

Dr. Bhushan's passion to develop food waste technologies is driven by the United Nation's global initiative of greenhouse gas emission reduction, and the new municipal regulations to separate food waste from the regular waste and divert waste from landfills and lower carbon emissions. Dr. Bhushan received his PhD in 1998 from the Faculty of Science, Department of Microbiology, Panjab University, India and received his B.Sc. & M.Sc. (1993) from the Faculty of Science, Department of Microbiology, Panjab University, India

Dr. Bhushan is an independent contractor and expects to devote 100% of his time to the affairs of the Resulting Issuer.

Cam Battley (49), Director

Mr. Battley is the Executive Vice President at Aurora Cannabis Inc., a leading producer of medical cannabis and cannabis oils under license from Health Canada. He has responsibilities for business development, external communications, investor relations, government relations, and medical and patient stakeholders, and is a Member of the Board of Directors and Chair of the Advocacy Committee for Cannabis Canada, the trade association for licensed producers. Cam was formerly a Vice President for licensed producer Bedrocan Canada (now part of Canopy Growth Corporation), and was the founder of Health Strategy Group Inc., a management consultancy with global clients including Pfizer, Bayer, Amgen, the World Medical Association and the European Association of Hospital Pharmacists. He previously served as Director of Communications for Eli Lilly Canada, and as Legislative Assistant to Canada's Minister of Consumer and Corporate Affairs. Cam is also a Member of the Board of Directors of Campaigning for Cancer, a South African patient advocacy group.

Mr. Battley is an independent contractor and expects to devote 5% of his time to the affairs of the Resulting Issuer.

Hyder Khoja (47), Director

Dr. Khoja has had a distinguished professional career within the high technology realms with strong adaptive ability in leading diverse regulatory programs combined with functional expertise in science and policy domains. His industrial experience spans from advising, innovating & developing cutting-edge projects. He led multidisciplinary teams consisting of professional engineers, scientists, and planners. While working with them; he built a foundation of strong cross-functional skills including research and business development. He has been instrumental in advising to the board for several private and publicly traded start-up companies. Since then he has been a liaison for many educational and industrial cooperative programs. He is serving as a Visiting Faculty for the Aga Khan University and medical hospital in Karachi, where he is developing different natural health products and therapeutics from plant based compounds.

In 2010, he founded LeoFric Consultants, Inc. which helps design highly targeted knowledge-based solutions to address the global client's challenges. Early in 2014, he co-founded InMed Pharmaceuticals Inc., a biopharmaceutical company specializing in developing novel therapies through the research and development into the extensive pharmacology of cannabinoids coupled with innovate drug delivery systems. In 2015, Dr. Khoja acted as the Vice President of Research and Development for Affinor, Inc. and sat on the board of governors. Dr. Khoja currently serves as the Chief Scientific Officer of Oceanix Biotechnology Corporation; a biotechnology company specializing in the development, manufacturing and commercialization of KLH protein products and KLH-based immunotherapies.

Dr. Khoja earned his PhD., with honors in Genetic Engineering and Molecular Biology from INP-ENSAT, a well-recognized French university. He had his post-doctoral training from the Michigan State University.

Dr. Khoja is an independent director and expects to devote 5% of his time to the affairs of the Resulting Issuer.

CAPITALIZATION

<u>Issued Capital⁽¹⁾</u>	Number of Securities (non-diluted)	Number of Securities (fully-diluted)	%of Issued (non-diluted)	% of Issued (fully diluted)
<u>Public Float</u>				
Total outstanding (A)	60,263,761	105,212,831	100%	100%
Held by Related Persons or employees of the Issuer or Related Person of the Issuer, or by persons or companies who beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer (or who would beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer upon exercise or conversion of other securities held) (B)	8,363,500	16,777,000	15.9%	15.9%
Total Public Float (A-B)	51,900,261	88,435,831	84.1%	84.1%
<u>Freely-Tradeable Float</u>				
Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in a shareholder agreement and securities held by control block holders (C)	28,197,000	57,284,700	46.8%	54.4%
Total Tradeable Float (A-C)	32,066,761	47,928,131	53.2%	45.6%

Note:

(1) Upon completion of the Finore Share Consolidation and subject to rounding.

Public Securityholders (Registered)

Resulting Issuer Shares

<u>Size of Holding</u>	<u>Number of holders</u>	<u>Total number of securities</u>
1 – 99 securities	21	837
100 – 499 securities	75	18,727
500 – 999 securities	140	85,541
1,000 – 1,999 securities	258	306,442
2,000 – 2,999 securities	208	469,860
3,000 – 3,999 securities	121	385,939
4,000 – 4,999 securities	74	319,140
5,000 or more securities	939	58,677,275
TOTAL	1748	60,263,761⁽¹⁾

Note:

(1) Upon completion of the Finore Share Consolidation and subject to rounding.

Convertible Securities

The following are details for any securities convertible or exchangeable into common shares of the Resulting Issuer:

Description of Security (include conversion/exercise terms, including conversion/exercise price)			Number of convertible/exchangeable securities outstanding	Number of listed securities issuable upon conversion/exercise
Exercise Price	Expiry Date	Type of Security		
\$0.25	April 13, 2022	Warrant	11,250,000	11,250,000
\$0.25	May 1, 2022	Warrant	4,000,000	4,000,000
\$0.50	June 1, 2019	Warrant	10,694,200	10,694,200
\$0.10-\$0.20 ⁽¹⁾	June 22, 2019	Warrant	2,915,000	2,915,000
\$0.25	May 1, 2019	Warrant	1,100,000	1,100,000
\$0.16-\$0.20 ⁽²⁾	June 4, 2018	Warrant	4,328,463	4,328,463
\$0.50	November 8, 2018	Warrant	7,521,372	7,521,372
\$0.80	December 9, 2018	Warrant	2,640,035	2,640,035
\$0.30	October 4, 2018	Stock Options	500,000	500,000

Notes:

(1) Exercise price for the first and second year is \$0.10 per share and the third year is \$0.20 per share.

(2) Exercise price for the first and second year is \$0.16 per share and the third year is \$0.20 per share.

EXECUTIVE COMPENSATION

Finore Mining Inc.

Details related to the executive compensation paid by Finore, prepared in accordance with Form 51-102F6 of National Instrument 51-102 – *Continuous Disclosure Obligations*, can be found on SEDAR (www.sedar.com) in Finore’s management information circular dated March 29, 2017.

Resulting Issuer

Compensation Discussion and Analysis

The objectives, criteria and analysis of the compensation of the executive officers of the Resulting Issuer will be determined by the Board of Directors of the Resulting Issuer and are expected to be substantially similar to how Finore currently compensates its executive officers.

In this section “Named Executive Officer” (“NEO”) means the Chief Executive Officer (the “CEO”), the Chief Financial Officer (the “CFO”) and each of the three most highly compensated executive officers, other than the CEO and CFO, who were serving as executive at the end of the most recently completed fiscal year and whose total salary and bonus exceeds \$150,000 as well as any additional individuals for whom disclosure would have been provided except that the individual was not serving as an officer of Finore at the end of the most recently completed fiscal year end.

The NEOs of the Resulting Issuer are expected to consist of Rav Mlait, the CEO of the Resulting Issuer, Michael Sadhra, the CFO of the Resulting Issuer, Kulwant Malhi, the proposed Chairman of the Resulting Issuer and Bharat Bhushan, the proposed Chief Technology Officer

The following table sets forth the anticipated compensation to be paid or awarded to the Named Executive Officers of the Resulting Issuer, for the 12-month period after giving effect to the Amalgamation:

Name and principal position	Salary (\$)	Share-based awards (\$)	Option-based awards (\$)	Non-equity incentive plan compensation (\$)		Pension value (\$)	All other compensation (\$)	Total compensation (\$)
				Annual incentive plans (\$)	Long term incentive plans (\$)			
Kulwant Malhi, Chairman, Director	\$240,000	Nil	See Note 1	Nil	Nil	Nil	Nil	\$240,000
Rav Mlait, President and CEO, Director	\$60,000	Nil	See Note 1	Nil	Nil	Nil	Nil	\$60,000
Michael Sadhra, CFO	\$48,000	Nil	See Note 2	Nil	Nil	Nil	Nil	\$48,000
Bharat Bhushan, CTO, Director	\$120,000	Nil	See Note 1	Nil	Nil	Nil	Nil	\$120,000

Notes:

- (1) As of the date hereof, the, management of the Resulting Issuer cannot predict the number of options that will be granted in the ensuing year.
- (2) Mr. Sadhra holds the following options to purchase common shares of the Company: 500,000 common shares of the Company at \$0.30 per share expiring on October 4, 2018, on a post-consolidated basis.

Incentive Plan Awards

Except as described herein, the Resulting Issuer does not currently intend to issue the executive officers of the Resulting Issuer or the directors of the Resulting Issuer any share-based awards during the 12 months following completion of the Amalgamation. In addition, no benefits are proposed to be paid to any of the executive officers of the Resulting Issuer or director of the Resulting Issuer under any pension or retirement plan or under any deferred compensation plan during the 12 months following completion of the Amalgamation.

Pension Plan Benefits

The Resulting Issuer does not intend to enact any deferred compensation plan or pension plan that provides for payments or benefits at, following or in connection with retirement.

Termination and Change of Control Benefits

There are no compensatory plan(s) or arrangements(s), with respect to any of the Officers or Directors resulting from the resignation, retirement or any other termination of employment of the officer's employment or from a change of the Officers or Directors responsibilities following a change of control.

Director Compensation

Upon completion of the Amalgamation the directors of the Resulting Issuer will determine how much, if any, compensation will be paid to directors for services rendered to the Resulting Issuer by them in that capacity. Such incentives are anticipated to be in the form of incentive stock options pursuant to the Resulting Issuer's option plan. It is not anticipated that directors who are otherwise employed by or engaged to provide services to the Resulting Issuer will be paid an annual director's fee or be paid any cash compensation.

INDEBTEDNESS OF DIRECTORS AND EXECUTIVE OFFICERS

No director or officer of Finore or Micron or person who acted in such capacity in the last financial year of Finore or Micron, or proposed director or officer of the Resulting Issuer, or any Associate of any such director or officer is, or has been, at any time since the beginning of the most recently completed financial year of Finore or Micron, indebted to Finore or Micron nor is any indebtedness of any such person to another entity the subject of a guarantee, support agreement, letter of credit or other similar arrangement or understanding provided by Finore or Micron.

RISK FACTORS

The following are certain risk factors relating to the business to be carried on by the Resulting Issuer which prospective investors should carefully consider before deciding whether to purchase Resulting Issuer Shares. The risks presented below may not be all of the risks that the Resulting Issuer may face. The Resulting Issuer will face a number of challenges in the development of its business. Due to the nature of the Resulting Issuer's business and present stage of the business, the Resulting Issuer may be subject to significant risks. Sometimes new risks emerge and management may not be able to predict all of them, or be able to predict how they may cause actual results to be different from those contained in any forward-looking statements. Readers should not rely upon forward-looking statement as a prediction of future results. Readers should carefully consider all such risks, including those set out in the discussion below.

Risks Related to the Resulting Issuer's Proposed Business

Regulatory Risks

The activities of the Resulting Issuer will be subject to regulation by governmental authorities. Achievement of the Resulting Issuer's business objectives are contingent, in part, upon compliance with regulatory requirements enacted by these governmental authorities and obtaining all regulatory approvals, where necessary, for the sale of its products. The Resulting Issuer cannot predict the time required to secure all appropriate regulatory approvals for its products, or the extent of testing and documentation that may be required by governmental authorities. Any delays in obtaining, or failure to obtain regulatory approvals would significantly delay the development of markets and products and could have a material adverse effect on the business, results of operations and financial condition of the Resulting Issuer.

Change in Laws, Regulations and Guidelines

The Resulting Issuer's operations will be subject to a variety of laws, regulations and guidelines relating to the manufacture, management, transportation, storage and disposal of waste products but also including laws and regulations relating to health and safety, the conduct of operations and the protection of the environment. Changes to such laws, regulations and guidelines due to matters beyond the control of the Resulting Issuer may cause adverse effects to the Resulting Issuer's operations.

Lack of Operating History

The Resulting Issuer has only recently started to carry on its business. The Resulting Issuer is therefore subject to many of the risks common to early-stage enterprises, including under-capitalization, cash shortages, limitations with respect to personnel, financial, and other resources and lack of revenues. The failure by the Resulting Issuer to meet any of these conditions could have a materially adverse effect on the Resulting Issuer and may force it to reduce, curtail, or discontinue operations. There is no assurance that the Resulting Issuer will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of the early stage of operations. The Resulting Issuer may not successfully address all of the risks and uncertainties or successfully implement its existing and new products and services. If the Resulting Issuer fails to do so, it could materially harm its business and impair the value of its common stock, resulting in a loss to shareholders. Even if the Resulting Issuer accomplishes these objectives, the Resulting Issuer may not generate the anticipated positive cash flows or profits. No assurance can be given that the Resulting Issuer can or will ever be successful in its operations and operate profitably.

Competition

There is potential that the Resulting Issuer will face intense competition from numerous other companies, some of which can be expected to have longer operating histories and more financial resources and manufacturing and marketing experience than the Resulting Issuer. See "*Narrative Description of the Business - Competition*" for further details about the competition faced and to be faced by the Resulting Issuer. Increased competition by larger and better financed competitors could materially and adversely affect the business, financial condition and results of operations of the Resulting Issuer.

Growth and Consolidation in the Industry

The Resulting Issuer expects this consolidation and strategic partnering to continue. Acquisitions or other consolidating transactions could have adverse effects on the Resulting Issuer. The Resulting Issuer could lose strategic relationships if its partners are acquired by or enter into agreements with a competitor, causing the Resulting Issuer to lose access to distribution, content and other resources. The relationships between the Resulting Issuer and its strategic partners may deteriorate and cause an adverse effect on the business. The Resulting Issuer could lose customers if competitors or user of competing technology consolidate with the Resulting Issuer's current or potential customers. Furthermore, the Resulting Issuer's current competitors could become larger players in the market or new competitors could form from consolidations. Any of the foregoing events could put the Resulting Issuer at a competitive disadvantage, which could cause the Resulting Issuer to lose customers, revenue, and market share. Consolidation in the industry could also force the Resulting Issuer to divert greater resources to meet new or additional competitive threats, which could harm the Resulting Issuer's operating results.

Intellectual Property Risks

The Resulting Issuer's ability to compete largely depends on the superiority, uniqueness, and value of its intellectual property and technology, including both internally-developed technology and the ability to acquire patent protection and/or trademark protection. To protect its proprietary rights, the Resulting Issuer will rely on a combination of trademark, copyright, and trade secret laws, trademark and patent applications, confidentiality agreements with its employees and third parties, and protective contractual provisions. Despite these efforts, certain risks may reduce the value of the Resulting Issuer's intellectual property. The Resulting Issuer's applications for trademarks and copyrights relating to its business may not be granted, and if granted, may be challenged or invalidated. There is no

guarantee that issued trademarks and registered copyrights will provide the Resulting Issuer with any competitive advantages. The Resulting Issuer's efforts to protect its intellectual property rights may not be effective in preventing misappropriation of its technology and may not prevent the development and design by others of products or technology similar to, competitive with, or superior to those the Resulting Issuer develops. There is a risk that another party may obtain a blocking patent and the Resulting Issuer would need to either obtain a license or design around the patent in order to continue to offer the contested feature or service in its products.

Product Recalls

Manufacturers and distributors of products are sometimes subject to the recall or return of their products for variety of reasons, including product defects, such as contamination, unintended harmful side effects or interactions with other substances, packaging safety and inadequate or inaccurate labeling disclosure. If any of the Resulting Issuer's products are recalled due to an alleged product defect or for any other reason, the Resulting Issuer could be required to incur the unexpected expense of the recall and any legal proceedings that might arise in connection with the recall. The Resulting Issuer may lose a significant amount of sales and may not be able to replace those sales at an acceptable margin or at all. In addition, a product recall may require significant management attention. Although the Resulting Issuer will have detailed procedures in place for testing finished products, there can be no assurance that any quality, potency or contamination problems will be detected in time to avoid unforeseen product recalls, regulatory action or lawsuits. Additionally, if one of the Resulting Issuer's significant brands were subject to recall, the image of that brand and the Resulting Issuer could be harmed. A recall for any of the foregoing reasons could lead to decreased demand for the Resulting Issuer's products and could have a material adverse effect on the results of operations and financial condition of the Resulting Issuer. Additionally, product recalls may lead to increased scrutiny of the Resulting Issuer's operations by regulatory agencies, requiring further management attention and potential legal fees and other expenses.

Reliance on Key Inputs

The Resulting Issuer's business will be dependent on a number of key inputs and their related costs including raw materials and supplies related to its growing operations, as well as electricity, water and other local utilities. Any significant interruption or negative change in the availability or economics of the supply chain for key inputs could materially impact the business, financial condition and operating results of the Resulting Issuer and the Resulting Issuer. Some of these inputs may only be available from a single supplier or a limited group of suppliers. If a sole source supplier was to go out of business, the Resulting Issuer might be unable to find a replacement for such source in a timely manner or at all. If sole source supplier were to be acquired by a competitor, that competitor may elect not to sell to the Resulting Issuer in the future. Any inability to secure required supplies and services or to do so on appropriate terms could have a materially adverse impact on the business, financial condition and operating results of the Resulting Issuer.

Environmental and Employee Health and Safety Regulations

The Resulting Issuer's operations will be subject to environmental and safety laws and regulations concerning, among other things, emissions and discharges to water, air and land, the handling and disposal of hazardous and non-hazardous materials and wastes, and employee health and safety. The Resulting Issuer will incur ongoing costs and obligations related to compliance with environmental and employee health and safety matters. Failure to comply with environmental and safety laws and regulations may result in additional costs for corrective measures, penalties or in restrictions on our manufacturing operations. In addition, changes in environmental, employee health and safety or other laws, more vigorous enforcement thereof or other unanticipated events could require extensive changes to the Resulting Issuer's operations or give rise to material liabilities, which could have a material adverse effect on the business, results of operations and financial condition of the Resulting Issuer.

Market for Securities and Volatility of Share Price

There can be no assurance that an active trading market in the Resulting Issuer's securities will be established or sustained. The market price for the Resulting Issuer's securities could be subject to wide fluctuations. Factors such as announcements of quarterly variations in operating results and acquisition or disposition of properties, as well as market conditions in the industry, may have a significant adverse impact on the market price of the securities of the

Resulting Issuer. The stock market has from time to time experienced extreme price and volume fluctuations, which have often been unrelated to the operating performance of particular companies.

Payment of Dividends Unlikely

There is no assurance that the Resulting Issuer will pay dividends on its shares in the near future or ever. The Resulting Issuer will likely require all its funds to further the development of its business.

Management of Growth

Any expansion of the Resulting Issuer's business may place a significant strain on its financial, operational and managerial resources. There can be no assurance that the Resulting Issuer will be able to implement and subsequently improve its operations and financial systems successfully and in a timely manner in order to manage any growth it experiences. There can be no assurance that the Resulting Issuer will be able to manage growth successfully. Any ability of the Resulting Issuer to manage growth successfully could have a material adverse effect on the Resulting Issuer's business, financial condition and results of operations.

Reliance on Key Personnel and Consultants

The success of the Resulting Issuer is dependent upon the ability, expertise, judgment, discretion and good faith of its senior management. While employment agreements are customarily used as a primary method of retaining the services of key employees, these agreements cannot assure the continued services of such employees. The Resulting Issuer attempts to enhance its management and technical expertise by recruiting qualified individuals who possess desired skills and experience in certain targeted areas. The Resulting Issuer's inability to retain employees and attract and retain sufficient additional employees could have a material adverse impact on the Resulting Issuer's financial condition and results of operation. Any loss of the services of such individuals could have a material adverse effect on the Resulting Issuer's business, operating results or financial condition.

Dependence on Suppliers and Skilled Labour

The ability of the Resulting Issuer to compete and grow will be dependent on it having access, at a reasonable cost and in a timely manner, to skilled labour, equipment, parts and components. No assurances can be given that the Resulting Issuer will be successful in maintaining its required supply of skilled labour, equipment, parts and components.

Shareholders' Interest may be Diluted in the Future

The Resulting Issuer will require additional funds for its planned activities. If the Resulting Issuer raises additional funding by issuing equity securities, which is highly likely, such financing could substantially dilute the interests of the Resulting Issuer's shareholders. Sales of substantial amounts of shares, or the availability of securities for sale, could adversely affect the prevailing market prices for the Resulting Issuer's shares. A decline in the market prices of the Resulting Issuer's shares could impair the ability of the Resulting Issuer to raise additional capital through the sale of new common shares should the Resulting Issuer desire to do so.

Conflicts of Interest

Certain of the proposed directors and officers of the Resulting Issuer are also directors and officers of other companies, and conflicts of interest may arise between their duties as officers and directors of the Resulting Issuer and as officers and directors of such other companies.

Litigation

The Resulting Issuer may be forced to litigate, enforce, or defend its intellectual property rights, protect its trade secrets, or determine the validity and scope of other parties' proprietary rights. Such litigation would be a drain on the financial and management resources of the Resulting Issuer which may affect the operations and business of the

Resulting Issuer. Furthermore, because the content of most of the Resulting Issuer's intellectual property concerns cannabis and other activities that are not legal in some state jurisdictions, the Resulting Issuer may face additional difficulties in depending its intellectual property rights.

The Resulting Issuer may become party to litigation from time to time in the ordinary course of business which could adversely affect its business. Should any litigation in which the Resulting Issuer becomes involved be determined against the Resulting Issuer such a decision could adversely affect the Resulting Issuer's ability to continue operating and the market price for Resulting Issuer Shares and could use significant resources. Even if the Resulting Issuer is involved in litigation and wins, litigation can redirect significant company resources.

PROMOTERS

The Resulting Issuer has no promoter or investor-related person.

LEGAL PROCEEDINGS

Finore Mining Inc.

There are no legal proceedings to which Finore is, or has been, a party or of which any of its property is, or has been, the subject matter. Additionally, to the reasonable knowledge of the management of Finore, there are no such proceedings contemplated.

Resulting Issuer

There are no legal proceedings to which the Resulting Issuer is, or has been, a party or of which any of its property is, or has been, the subject matter. Additionally, to the reasonable knowledge of the management of the Resulting Issuer, there are no such proceedings contemplated.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Except as disclosed elsewhere in this Listing Statement, none of the directors or executive officers of Finore, principal shareholders, or any associate or affiliate of such persons, has or has had any material interest, direct or indirect, in any material transaction within the three years before the date of this Listing Statement or in any proposed transaction that has materially affected Amana or may affect the Resulting Issuer.

AUDITORS, TRANSFER AGENTS AND REGISTRARS

The auditors of Finore, Jackson & Company, Chartered Accountants, located at 800 – 1199 West Hastings Street, Vancouver, British Columbia V6E 3T5, will be the auditors of the Resulting Issuer. Finore's registrar and transfer agent, Computershare, located at 510 Burrard Street, 3rd Floor, Vancouver, BC V6C 3B9, will be the registrar and transfer agent of the Resulting Issuer.

MATERIAL CONTRACTS

Except for contracts entered into by Finore in the ordinary course of business, the only material contracts entered into by Finore in the previous two years are the following:

1. The Share Purchase Agreement among Finore, Nortec Minerals Oy and Nickel One Resources Inc., dated January 31st, 2017.

2. The Amalgamation Agreement dated June 2, 2017, as amended on September 30, 2017, among Finore, Finore Acquisition Corp. and Micron.

The following contracts of Micron will be material contracts of the Resulting Issuer upon completion of the Amalgamation:

1. Patent Assignment Agreement between Bharat Bhushan and Micron Waste Technologies Inc. dated May 1, 2017.

INTEREST OF EXPERTS

Jackson and Company LLP audited the Finore Financial Statements and is independent within the meaning of the Rules of Professional Conduct of the Institute of Chartered Accountants of British Columbia. Based on information provided by Jackson and Company LLP, Jackson and Company LLP has not received nor will receive the direct or indirect interests in the property of Finore or the Resulting Issuer. Jackson and Company LLP nor any of the directors, officers, employees and partners thereof, beneficially own, directly or indirectly, any securities of Finore or the Resulting Issuer or its associates and affiliates.

OTHER MATERIAL FACTS

Neither Finore nor Micron are aware of any other material facts relating to Finore, Micron or the Resulting Issuer or to the Transaction that are not disclosed under the preceding items and are necessary in order for this Listing Statement to contain full, true and plain disclosure of all material facts relating to Finore, Micron and the Resulting Issuer, assuming completion of the Transaction, other than those set forth herein.

CERTIFICATE OF FINORE MINING INC.

The foregoing contains full, true and plain disclosure of all material information relating to Finore Mining Inc. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 19th day of October, 2017.

“Rav Mlait”

Rav Mlait
President and Chief Executive Officer

“Michael Sadhra”

Michael Sadhra
Chief Financial Officer

“Kulwant Malhi”

Kulwant Malhi
Director

“Bharat Bhushan”

Bharat Bhushan
Director

CERTIFICATE OF MICRON WASTE TECHNOLOGIES INC.

The foregoing contains full, true and plain disclosure of all material information relating to Micron Waste Technologies Inc. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 19th day of October, 2017.

“Kulwant Malhi”

Kulwant Malhi
Chief Executive Officer

“Zara Kanji”

Zara Kanji
Chief Financial Officer

“Alfred Wong”

Alfred Wong
Director

“Bharat Bhushan”

Bharat (Bob) Bhushan
Director

SCHEDULE "A" – FINANCIAL STATEMENTS

Please see attached.

SCHEDULE "B" – PRO-FORMA FINANCIAL STATEMENTS

Please see attached.