Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9222136

ITEM 1 - REPORT TYPE											
✓ New report											
Amended report											
ITEM 2 - PARTY CERTIFY	ING THE	REPORT	Г								
	Indicate the party certifying the report (select only one). For guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National										
Instrument 81-106 Investment Fund Continuous Disclosure and the companion policy to NI 81-106.											
 ✓ Issuer (other than 	an invest	ment fur	nd)								
			,								
Item 3 - Issuer Name A				DC							
					nyoct	mont fu	nd abo	ut the fund			
Provide the following information	gal name		-		rivesti	nent ju	ria, aboi	ut the juna.]
	-	Hemlo I									
	Previous full legal name Canadian Orebodies Inc.										
If the issuer's name changed in the last 12 months, provide most recent previous legal name.											
	Website http://www.hemloexplorers.ca (if applicable)										
If the issuer has a legal entity id	lentifier <u>,</u> pro	vide below	. Refer t	o Part B oj	the li	nstructio	ons for t	the definition o	of "legal entity	y identifier".	
Legal entity i	identifier										
If two or more issuers distributed	d a single se	curity, pro	vide the	full legal	name	(s) of th	e co-issi	uer(s) other th	an the issuer	named above	<u>.</u>
Full legal name(s) of co-	issuer(s)							(if applicable	e)		
ITEM 4 - UNDERWRITER	ITEM 4 - UNDERWRITER INFORMATION										
If an underwriter is completing the report, provide the underwriter's full legal name and firm NRD number.											
Full legal name	Full legal name										
Firm NRD number							(if app	olicable)			
If the underwriter does not have	e a firm NRI) number, p	orovide	the head o	ffice c	ontact	informa	tion of the un	derwriter.		
Street address]
Municipality							Prov	vince/State			
Country					1	Pos	tal cod	e/Zip code			
Telephone number								Website			(if applicable)

ITEM 5 - ISSUER INFORMATION
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 2 1 2 2 1
If the issuer is in the mining industry , indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations.
Exploration Development Production
Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.
Mortgages Real estate Commercial/business debt Consumer debt Private companies
Cryptoassets
b) Number of employees
Number of employees: 🗹 0 - 49 🗌 50 - 99 🗌 100 - 499 🗌 500 or more
c) SEDAR profile number
Does the issuer have a SEDAR profile?
No Yes If yes, provide SEDAR profile number 0 0 0 2 6 6 7 0
If the issuer does not have SEDAR profile complete item 5(d) - (h).
d) Head office address
Street address Province/State
Municipality Postal code/Zip code
Country Telephone number
e) Date of formation and financial year-end
Date of formation Financial year-end
YYYY MM DD MM DD
f) Reporting issuer status
Is the issuer a reporting issuer in any jurisdication of Canada? No Yes
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.
AII AB BC MB NB NL NT
NS NU ON PE QC SK YT
g) Public listing status
If the issuer has a CUSIP number, provide below (first 6 digits only)
CUSIP number
If the issuer is publicly listed, provide the name of the exchange on which the issuer's equity securities primarily trade. Provide only the name of an exchange and not a trading facility such as, for example, an automated trading system.
Exchange name
h) Size of issuer's assets
Select the size of the issuer's assets based on its most recently available annual financial statements (Canadian \$). If the issuer has not prepared annual financial statements for its first financial year, provide the size of the issuer's assets at the distribution end date.

\$0 to under \$5M	\$5M to under \$25M	□ \$25M to under \$100M
S100M to under \$500M	S500M to under \$1B	S1B or over

If the issue is an investment fund, provide the following information: a) Investment fund manager information Full legal name							
Full legal name							
Firm NRD number (if applicable) If the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager. Street address Municipality Province/State							
If the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager. Street address Municipality County Postal code/Zip code County Telephone number Postal code/Zip code Do Type of investment fund Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Do Type of investment fund that most accurately identifies the issuer (select only one). Do Money market De Quity De County De C							
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CUSIP number							
name of an exchange and not a trading facility such as, for example, an automated trading system							
name of an exchange and not a trading facility such as, for example, an automated trading system.							
Exchange name							
f) Net asset value (NAV) of the investment fund							
Select the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).							
L L \$\the under \$\mathbf{S}M \qquad L \qquad \mathbf{S}M \text{ to under \$\mathbf{S}M \qquad to							
\$0 to under \$5M \$5M to under \$25M \$25M to under \$100M \$100M to under \$500M \$500M to under \$1B \$1B or over Date of NAV calculation:							

ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION

If an issuer located outside of Ca purchasers resident in that jurisd connection with the distribution, Schedule 1 of the report.	iction of Canada c	only. Do not include	e in Item 7 securities iss	ued as paym	ent of co	mmissions or f	finder's fees in			
a) Currency										
Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.										
, , , ,	b) Distribution date(s)									
State the distribution start and end dates. If the report is being filed for securities distributed on only one distribution date, provide the distribution date as both the start and end dates. If the report is being filed for securities distributed on a continuous basis, include the start and end dates for the distribution period covered by the report.										
Start da	^{ate} 2020	08 25	End	^{date} 2020	0 0	8 25				
	YYYY	MM DD		YYYY	′ М	IM DD				
c) Detailed purchaser info	rmation									
Complete Schedule 1 of the	s form for eacl	h purchaser and	attach the schedu	le to the co	mplete	d report.				
d) Types of securities dist	ributed									
Provide the following informatio security code. If providing the CL							how to indicate the			
						Canadian	\$			
Security code CUSIP number (if applicable)						Highest price	Total amount			
	UBS 9 of one common share purchase					3,500,000.00				
		ngeable securiti								
	e) Details of rights and convertible/exchangeable securities If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities									
were distributed, provide the co							exchangeable securilles			
Convertible / exchangeable Underlying security code security code	exchangeable Underlying Exercise price Expiry date			Conversior ratio	Conversion ratio Describe other items (if applicable)					
	Lowest	Highest								
W N T C M S	1.2000		2022-02-25	1 warrant to 1 common share						
f) Summary of the distribut	tion by jurisdicti	ion and exemption	on							
State the total dollar amount of securities distributed and the number of purchasers for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides and for each exemption relied on in Canada for that distribution. However, if an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include distributions to purchasers resident in that jurisdiction of Canada only. This table requires a separate line item for: (i) each jurisdiction where a purchaser resides, (ii) each exemption relied on in the jurisdiction where a purchaser resides, if a purchaser resides in a jurisdiction of Canada, and (iii) each exemption relied on in Canada, if a purchaser resides in a foreign jurisdiction. For jurisdictions within Canada, state the province or territory, otherwise state the country.										
Province or country		Exemption relie	d on	Number of purcha		Total a	amount (Canadian \$)			
Alberta	NI 45-106 2.3	3 [Accredited in	nvestor]			7	168,350.00			
British Columbia	NI 45-106 2.3	3 [Accredited in	nvestor]		17		476,000.00			
Ontario	NI 45-106 2.3	3 [Accredited in	nvestor]		4	1	2,481,150.00			
Ontario	Other				:	2	28,000.00			
Québec	NI 45-106 2.3	3 [Accredited in	nvestor]			1	35,000.00			
Saskatchewan	NI 45-106 2.3	3 [Accredited in	nvestor]			1	21,000.00			

China	Distributions to purchasers outside of local jurisdiction (BC, AB, NB)	1	10,500.00			
Costa Rica	Distributions to purchasers outside of local jurisdiction (BC, AB, NB)	1	52,500.00			
Portugal	Distributions to purchasers outside of local jurisdiction (BC, AB, NB)	1	10,500.00			
Switzerland	Distributions to purchasers outside of local jurisdiction (BC, AB, NB)	1	49,000.00			
United Kingdom	Distributions to purchasers outside of local jurisdiction (BC, AB, NB)	2	168,000.00			
	Total dollar amount of securities distributed					
	Total number of unique purchasers ^{2b} 75					

^{2a} In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

^{2b} In calculating the total number of unique purchasers to which the issuer distributed securities, count each purchaser only once, regardless of whether the issuer distributed multiple types of securities to, and relied on multiple exemptions for, that purchaser.

g) Net proceeds to the investment fund by jurisdiction

If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides.³ If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

³"Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

h) Offering materials - This section applies only in Saskatchewan, Ontario, Québec, New Brunswick and Nova Scotia.

If a distribution has occurred in Saskatchewan, Ontario, Québec, New Brunswick or Nova Scotia, complete the table below by listing the offering materials that are required under the prospectus exemption relied on to be filed with or delivered to the securities regulatory authority or regulator in those jurisdictions.

In Ontario, if the offering materials listed in the table are required to be filed with or delivered to the Ontario Securities Commission (OSC), attach an electronic version of the offering materials that have not been previously filed with or delivered to the OSC.

Description	Date of document or other material (YYYY-MM-DD)	Previously filed with or delivered to regulator? (Y/N)	Date previously filed or delivered (YYYY-MM-DD)

ITEM 8 - COMPENSATIO	N INFORMATION					
Provide information for each pe the distribution. Complete add						in connection with
Indicate whether any compens	ation was paid, or will be p	aid, in connecti	on with the distribution).		
🗌 No 🗹 Yes	If yes, indicate nur	mber of perso	ins compensated.	9		
a) Name of person comp	ensated and registratior	n status				
Indicate whether the person cor	npensated is a registrant.		No 🗸	Yes		
If the person compensated is an	individual, provide the nan	ne of the individ	lual.			
Full legal name of indiv	idual Doyle		James		Peter	
	Family r	name	First giver	name	Secondary e	given names
If the person compensated is no	t an individual, provide the	following infor	mation.			
Full legal name	of non-individual					
Fi	rm NRD number			(if ap	plicable)	
Indicate whether the person cor	npensated facilitated the dis	stribution throu	gh a funding portal or	an internet-based	l portal. 🗸] No 🗌 Yes
b) Business contact infor	mation					
If a firm NRD number is not pro	wided in Item 8 (a), provide	the business co	ntact information of th	ne person being co	mpensated.	
Street address	805-30 Church Street					
Municipality	Toronto			Province/State	Ontario	
Country	Canada		Posta	I code/Zip code	M5E1S7	
	jd@genericcapital.ca			ephone number		
c) Relationship to issuer	or investment fund man	ader				
Indicate the person's relationshi			ger (select all that appl	y). Refer to the me	eaning of "connecte	ed" in Part B(2) of
the Instructions and the meaning	-			-		
Connect with the issu	er or investment fund mana	ager	Inside	er of the issuer (o	ther than an invest	ment fund)
Director or officer of th	ne investment fund or inves	stment fund ma	nager 🗌 Empl	oyee of the issue	r or investment fun	d manager
✓ None of the above						
d) Compensation details						
Provide details of all compensate Canadian dollars. Include cash c incidental to the distribution, suc allocation arrangements with th	ommissions, securities-base ch as clerical, printing, legal e directors, officers or emple	d compensatio or accounting	n, gifts, discounts or oth services. An issuer is no	her compensation. ht required to ask f	Do not report pay	ments for services
Cash commissions pa	id			Security code 1	Security code 2	Security code 3
Value of all securitie distributed as compensatio	20 562 50	S	Security codes	C M S		
·	erms of warrants, options c	or other rights	40,805 common sh	nares		
Other compensation	n ⁵	Describe				
Total compensation pa						
Check box if the pe	rson will or may receive an	y deferred com	pensation (describe th	ne terms below)		
	, ,, , , , , , , , , , , , , , , , , ,		, . .			
⁴ Provide the aggregate value of additional securities of the issues.	er. Indicate the security co	des for all secu				
rights exercisable to acquire ac ⁵ Do not include deferred comp		suer.				

a) Name of person com	pensated and regis	stration status							
Indicate whether the person co	mpensated is a regist	rant.	No No	✓ Y	<i>ï</i> es				
If the person compensated is a	n individual, provide	the name of the indiv	vidual.						
Full legal name of indi	vidual								
		Family name	Fir	rst given nam	ne	Secondary given names			
If the person compensated is not an individual, provide the following information.									
Full legal name of non-individual Canaccord Genuity Corp.									
Firm NRD number 9 0 0 (if applicable)									
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.									
b) Business contact info	rmation								
If a firm NRD number is not pr	ovided in Item 8 (a), p	provide the business o	contact informatic	on of the per	rson being cor	mpensated.			
Street address									
Municipality			7	Prov	vince/State				
Country			ĺ	Postal cod	de/Zip code				
Email address			1	Telepho	one number				
c) Relationship to issuer	or investment fun	d manager							
						aning of "connected" in Part B(2) of			
the Instructions and the mean	-		for the purposes of	-	-				
Connect with the iss	uer or investment fun	id manager		Insider of	the issuer (ot	her than an investment fund)			
Director or officer of	the investment fund of	or investment fund m	nanager	Employee	of the issuer	or investment fund manager			
✓ None of the above									
d) Compensation details	3								
						stribution. Provide all amounts in			
incidental to the distribution, su	ich as clerical, printin	g, legal or accounting	g services. An issu	er is not req	uired to ask f	Do not report payments for services or details about, or report on, internal			
allocation arrangements with t			ı-individual comp	ensated by t	the issuer.				
Cash commissions p	aid 11,2	01.00		Se	ecurity code 1	Security code 2 Security code 3			
Value of all securiti distributed as compensation			Security codes						
	terms of warrants, or	 otions or other rights							
Other compensation	on ⁵	Describe							
Total compensation pa	aid								
Check box if the p	erson will or may rec	eive any deferred co	mpensation (des	cribe the ter	rms below)				
4 Provido the encoder i	of oll onit'i'	buted on any second	Kan au-lust's s	tions	nto en elter	iabte evereinet la ta annu la			
	uer. Indicate the sec	urity codes for all sec				ights exercisable to acquire <u>ding</u> options, warrants or other			
rights exercisable to acquire a ⁵ Do not include deferred com		or trie Issuer.							

a) Name of person comp	ensated and regist	ration status								
Indicate whether the person con	npensated is a registra	ant.	No No	✓ Ye	es					
If the person compensated is an	individual, provide th	e name of the indivi	dual.							
Full legal name of individual										
	Fa	amily name	First	given name	e	Secondary	given names			
If the person compensated is not an individual, provide the following information.										
Full legal name of non-individual Generic Capital Corp										
Firm NRD number 3 0 1 4 0 (if applicable)										
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.										
b) Business contact inform	mation									
If a firm NRD number is not pro	vided in Item 8 (a), pr	ovide the business co	ontact information	of the pers	rson being con	npensated.				
Street address										
Municipality				Prov	vince/State					
Country			P	ostal cod	le/Zip code					
Email address]	Telephor	ne number					
c) Relationship to issuer of	or investment fund	manager	<u></u>							
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.										
Connect with the issue	er or investment fund	manager		Insider of t	the issuer (oth	ner than an inves	tment fund)			
Director or officer of th	ne investment fund or	investment fund ma	anager 🗌 I	Employee	of the issuer	or investment fur	nd manager			
✓ None of the above										
d) Compensation details										
Canadian dollars. Include cash co incidental to the distribution, suc allocation arrangements with the	Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.									
Cash commissions pa	id			Sec	curity code 1	Security code 2	Security co	de 3		
Value of all securitie distributed as compensation	7 1/0	0.70	Security codes	С	M S					
Describe te	erms of warrants, opti	ions or other rights	10,201 commo	on shares	6					
Other compensatior	۱ ⁵	Describe								
Total compensation pai	id									
Check box if the per	rson will or may receiv	ve any deferred con	npensation (descri	ibe the terr	ms below)					
⁴ Provide the aggregate value o additional securities of the issu rights exercisable to acquire ac ⁵ Do not include deferred compo	er. Indicate the secur Iditional securities of	ity codes for all secu						۲.		

a) Name of person comp	pensated and registrat	ion status							
Indicate whether the person co	mpensated is a registrant		No No	✓ Yes	;				
If the person compensated is a	n individual, provide the n	name of the indivi	dual.						
Full legal name of indiv	vidual								
	Fami	ly name	Firs	st given name	I	Secondar	y given names		
If the person compensated is not an individual, provide the following information.									
Full legal name of non-individual Hampton Securities Ltd									
F	Firm NRD number	2 8 9	0		(if appl	licable)			
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.									
b) Business contact info	rmation								
If a firm NRD number is not pr	ovided in Item 8 (a), provi	de the business co	ontact information	n of the perso	n being con	npensated.			
Street address									
Municipality				Provir	nce/State				
Country			F	Postal code/	Zip code				
Email address]	Telephone	e number				
c) Relationship to issuer	or investment fund ma	anager							
Indicate the person's relationsh the Instructions and the meani						ning of "conne	cted" in Part B(2	2) of	
Connect with the issu	uer or investment fund ma	anager		Insider of the	e issuer (oth	ner than an inve	stment fund)		
Director or officer of t	the investment fund or in	vestment fund ma	anager	Employee of	the issuer	or investment f	und manager		
✓ None of the above									
d) Compensation details	;								
Provide details of all compensat Canadian dollars. Include cash incidental to the distribution, su allocation arrangements with th	commissions, securities-buich as clerical, printing, leg neh as clerical, printing, leg he directors, officers or em	ased compensatic gal or accounting pployees of a non-	on, gifts, discounts services. An issue	or other com r is not requir	pensation. L ed to ask fo	Do not report po	yments for serv	vices	
Cash commissions pa	aid 9,030.0	00		Secu	rity code 1	Security code 2	Security code	e 3	
Value of all securitie distributed as compensatio			Security codes						
	terms of warrants, option	s or other rights							
Other compensatio	on ⁵	Describe							
Total compensation pa	aid								
Check box if the pe	erson will or may receive	any deferred cor	npensation (desc	ribe the terms	s below)				
⁴ Provide the aggregate value additional securities of the iss rights exercisable to acquire a ⁵ Do not include deferred comp	uer. Indicate the security additional securities of the	codes for all sec							

a) Name of person comper	nsated and registrat	ion status						
Indicate whether the person comp	ensated is a registrant		No No	\ 🖌	Yes			
If the person compensated is an in	If the person compensated is an individual, provide the name of the individual.							
Full legal name of individ	Full legal name of individual							
	Fam	ily name	Firs	st given nan	ne	Second	lary given n	ames
If the person compensated is not a	ın individual, provide t	he following infor	mation.					
Full legal name of	non-individual Ha	ywood Securitie	es Inc.					
Firm	NRD number	1 6 3	0		(if ap	olicable)		
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.								
b) Business contact information	ation							
If a firm NRD number is not provid	ded in Item 8 (a), prov	ide the business co	ontact information	n of the pe	erson being co	mpensated.		
Street address								
Municipality				Pro	ovince/State			
Country			_ F	Postal co	de/Zip code			
Email address				Telepho	one number			
c) Relationship to issuer or investment fund manager								
Indicate the person's relationship the Instructions and the meaning							nected" in I	Part B(2) of
Connect with the issuer	or investment fund m	anager		Insider of	f the issuer (or	ther than an in	vestment	fund)
Director or officer of the	investment fund or in	vestment fund ma	anager	Employee	e of the issue	r or investmen	t fund man	nager
✓ None of the above								
d) Compensation details								
Provide details of all compensation Canadian dollars. Include cash com incidental to the distribution, such allocation arrangements with the c	nmissions, securities-b as clerical, printing, le lirectors, officers or en	ased compensatio gal or accounting pployees of a non-	n, gifts, discounts services. An issue	or other c r is not rec	compensation. quired to ask f	Do not report	payments	for services
Cash commissions paid	10,500.0	00		S	ecurity code 1	Security code	e 2 Secu	rity code 3
Value of all securities distributed as compensation ⁴			Security codes					
	ns of warrants, option	s or other rights						
Other compensation ⁵		Describe						
Total compensation paid			L					
Check box if the perso	on will or may receive	any deferred con	npensation (desc	ribe the te	erms below)			
⁴ Provide the aggregate value of a additional securities of the issuer rights exercisable to acquire addl ⁵ Do not include deferred compen	. Indicate the security itional securities of the	codes for all secu						

a) Name of person comp	pensated and registration	on status						
Indicate whether the person co	mpensated is a registrant.		No No	✓ Yes				
If the person compensated is an individual, provide the name of the individual.								
Full legal name of indiv	vidual							
	Family	name	Firs	t given name	I	Secondary	given names	
If the person compensated is n	ot an individual, provide the	ะ following infor	mation.					
Full legal name	of non-individual Indu	strial Alliance	Securities Inc.					
F	Firm NRD number 1	5 4	0 0		(if appl	icable)		
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves								
b) Business contact info	rmation							
If a firm NRD number is not pr	ovided in Item 8 (a), provid	e the business co	ontact informatior	n of the person	being com	pensated.		
Street address								
Municipality				Provin	ce/State			
Country			, F	ostal code/2	Zip code			
Email address				Telephone	number			
c) Relationship to issuer	c) Relationship to issuer or investment fund manager							
Indicate the person's relationsh the Instructions and the meani						ning of "connec	ted" in Part B(2) of	
Connect with the issu	uer or investment fund mar	nager		Insider of the	issuer (oth	er than an inves	stment fund)	
Director or officer of t	the investment fund or inve	estment fund ma	anager	Employee of	the issuer of	or investment fu	nd manager	
✓ None of the above								
d) Compensation details	;							
Provide details of all compensat Canadian dollars. Include cash incidental to the distribution, su allocation arrangements with th	commissions, securities-bas ich as clerical, printing, lego he directors, officers or emp	sed compensatio al or accounting Ployees of a non-	n, gifts, discounts services. An issuer	or other comp r is not require	ensation. E d to ask fo	Do not report pay	yments for services	
Cash commissions pa	aid 12,600.00	1		Securi	ty code 1	Security code 2	Security code 3	
Value of all securitie distributed as compensation] :	Security codes					
	terms of warrants, options	」 or other rights						
Other compensatio	on ⁵	Describe						
Total compensation pa	aid							
Check box if the pe	erson will or may receive a	ny deferred con	npensation (descr	ribe the terms	below)			
⁴ Provide the aggregate value additional securities of the iss rights exercisable to acquire a ⁵ Do not include deferred comp	uer. Indicate the security c additional securities of the i	odes for all secu						

a) Name of person compensated and registration status								
Indicate whether the person compensated is a registrant. No Ves								
If the person compensated is an individual, provide the name of the individual.								
Full legal name of individual								
Family name First given name Seconda	ry given names							
If the person compensated is not an individual, provide the following information.								
Full legal name of non-individual Leede Jones Gable Inc.								
Firm NRD number 5 7 7 0 (if applicable)								
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.								
b) Business contact information								
If a firm NRD number is not provided in Item 8 (a), provide the business contact information of the person being compensated.								
Street address								
Municipality Province/State								
Country Postal code/Zip code								
Email address Telephone number								
c) Relationship to issuer or investment fund manager								
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connect the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund manager)								
Director or officer of the investment fund or investment fund manager Employee of the issuer or investment	und manager							
✓ None of the above								
 Compensation details Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide 	ido all'amounts in							
Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report p incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.	ayments for services							
Cash commissions paid 20,580.00 Security code 1 Security code 1	2 Security code 3							
Value of all securities Security codes								
distributed as compensation ⁴								
Other compensation ⁵ Describe								
Total compensation paid								
Check box if the person will or may receive any deferred compensation (describe the terms below)								
⁴ Provide the aggregate value of all securities distributed as compensation, <u>excluding</u> options, warrants or other rights exercisable additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, <u>including</u> options, we rights exercisable to acquire additional securities of the issuer.								

a) Name of person comp	ensated and regis	tration status								
Indicate whether the person co	mpensated is a registi	rant.	No No	\checkmark	Yes					
If the person compensated is an individual, provide the name of the individual.										
Full legal name of individual										
	Family name First given name Secondary given names									
If the person compensated is no	ot an individual, provi	ide the following info	ormation.							
Full legal name	of non-individual	PI Financial Corp).							
F	irm NRD number	5 2 9	0		(i	if applic	able)			
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves										
b) Business contact infor	mation									
If a firm NRD number is not pro	ovided in Item 8 (a), p	provide the business	contact informa	ation of the p	person bein	ng comp	ensated.			
Street address										
Municipality				P	rovince/S	tate				
Country			=	Postal c	ode/Zip c	ode				
Email address	Telephone number									
c) Relationship to issuer	or investment fund	d manager				L				
	Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.									
		-		_					,	
Director or officer of t	ne investment fund c	or investment fund n	hanager		ee of the is	ssuer or	investment	runa mar	hager	
None of the above										
d) Compensation details										
Provide details of all compensat Canadian dollars. Include cash o incidental to the distribution, su allocation arrangements with th	commissions, securitie ch as clerical, printing e directors, officers of	es-based compensati g, legal or accounting r employees of a nor	on, gifts, discou g services. An is	unts or other ssuer is not r	r compensa required to	tion. Do ask for d	not report p	ayments	for services	
Cash commissions pa	nid 17,03	31.00			Security coc	de 1	Security code	code 2 Security code 3		
Value of all securitie distributed as compensatio			Security code	s						
	erms of warrants, op	 tions or other rights								
Other compensatio	n ⁵	Describe								
Total compensation pa	id									
Check box if the pe	rson will or may rece	eive any deferred co	mpensation (d	escribe the	terms belo	w)				
⁴ Provide the aggregate value of additional securities of the issu- rights exercisable to acquire an ⁵ Do not include deferred comp	ier. Indicate the secu dditional securities of	irity codes for all see								

a) Name of person comp	ensated and registr	ation status						
Indicate whether the person co	mpensated is a registra	nt.	No No	✓ Yes				
If the person compensated is an individual, provide the name of the individual.								
Full legal name of indiv	vidual							
	Fa	mily name	Firs	t given name		Secondary	v given names	
If the person compensated is no	ot an individual, provide	e the following infor	mation.					
Full legal name	of non-individual	Sprott Capital Par	tners LP					
F	irm NRD number	2 9 0	7 0		(if appl	icable)		
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves								
b) Business contact info	mation							
If a firm NRD number is not pro	ovided in Item 8 (a), pro	ovide the business co	ontact informatior	n of the persor	n being con	pensated.		
Street address								
Municipality				Provin	ce/State			
Country			F	ostal code/	Zip code			
Email address				Telephone	number			
c) Relationship to issuer	or investment fund	manager						
Indicate the person's relationsh the Instructions and the meaning the term of the meaning						ning of "connec	ted" in Part B(2) of	
Connect with the issu	er or investment fund	manager		Insider of the	issuer (oth	er than an inve	stment fund)	
Director or officer of t	he investment fund or	investment fund ma	anager 🗌	Employee of	the issuer	or investment fu	nd manager	
✓ None of the above								
d) Compensation details								
Provide details of all compensat Canadian dollars. Include cash incidental to the distribution, su allocation arrangements with th	commissions, securities ch as clerical, printing, ne directors, officers or e	-based compensatio legal or accounting employees of a non-	n, gifts, discounts services. An issuer	or other comp r is not require	pensation. L ed to ask fo	Do not report pa	yments for services	
Cash commissions pa	aid 4,200	0.00		Secur	ity code 1	Security code 2	Security code 3	
Value of all securitie distributed as compensatio			Security codes					
	erms of warrants, option	ons or other rights						
Other compensatio	n ⁵	Describe						
Total compensation pa	id							
Check box if the pe	erson will or may receiv	ve any deferred con	pensation (descr	ribe the terms	below)			
⁴ Provide the aggregate value of additional securities of the issurights exercisable to acquire a ⁵ Do not include deferred comp	uer. Indicate the securi dditional securities of t	ity codes for all secu						

ITEM 9 - DIRECTORS, EXECUTIVE OFFICERS AND PROMOTERS OF THE ISSUER									
If the issuer is an investment fund, do not complete Item 9. Procced to Item 10.									
Indicate whether the issuer is any o	f the following (seled	ct the one that appli	es - if more than one	applies, select onl	y one).				
Reporting issuer in any juris	diction of Canada								
Foreign public issuer									
Wholly owned subsidiary of	a reporting issuer i	n any jurisdiction of	Canada ⁶						
Provide name of reporting issuer									
Wholly owned subsidiary of	a foreign public iss	suer ⁶							
Provide name of	foreign public issue	er							
Issuer distributing only eligi	ble foreign securitie	s and the distributio	n is to permitted clie	ents only ⁷					
If the issuer is at least one of the	above, do not com	plete Item 9(a) – (c). Proceed to Item	10.					
⁶ An issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the issuer's outstanding voting securities, other than securities that are required by law to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively. ⁷ Check this box if it applies to the current distribution even if the issuer made previous distributions of other types of securities to non-permitted clients. Refer to the definitions of "eligible foreign security" and "permitted client" in Part B(1) of the Instructions.									
a) Directors, executive officer	s and promoters	of the issuer							
Provide the following information for territory; otherwise state the country.						tate the	province	or	
Organization or company name	Family name	First given name	Secondary given names	Business location of non-individual or recidentail					
				Province or	country	D	0	Р	
b) Promoter information									
If the promoter listed above is not an individual, provide the following information for each director and executive officer of the promoter. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive Officer.									
Organization or company name			Secondary given names	Residential jurisdiction of individual		ationship to promoter one or both if applicable)			
				Province or	D		0		
				country					
				country					

Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.

ITEM 10 - CERTIFICATION

Provide the following certification and business contact information of an officer, director or agent of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer or underwriter to prepare and certify the report on behalf of the issuer or underwriter. If the report is being certified by an agent on behalf of the issuer or underwriter, provide the applicable information for the agent in the boxes below.

If the individual completing and filing the report is different from the individual certifying the report, provide the name and contact details for the individual completing and filing the report in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer or underwriter that makes a distribution of securities under certain prospectus exemptions to file a completed report of exemt distribution.

By completing the information below, I certify, on behalf of the issuer/underwriter/investment fund manager, to the securities regulatory authority or regulator, as applicable, that I have reviewed this report and to my knowledge, having exercised reasonable diligence, the information provided in this report is true and, to the extent required, complete.

Name of issuer/underwriter/ investment fund manager/agent	Hemlo Explorers Inc.							
Full legal name	Laschinger Fraser							
	Family name	First given name		Secondary given names				
Title	Chief Financial Officer							
Telephone number	6472425511	1 Email address		fraser@hemloexplorers.				
Signature	Fraser Laschinger	Date	2020	08	27			
			YYYY	MM	DD			

ITEM 11- CONTACT PERSON

Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.

Same as individual certifying the report

Full legal name				Title	
	Family name	First given name	Secondary given names	_	
Name of company					
Telephone number		Er	nail address		

Notice - Collection and use of personal information

The personal information required under this form is collected on behalf of and used by the securities regulatory authority or regulator under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

The attached Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information
 pertaining to the individual as set out in Schedules 1 or 2, that this information is being collected by the securities regulatory
 authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of
 the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and
 business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the
 security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.