

## EARLY WARNING REPORT

Made Pursuant To National Instrument 62-103 – *The Early Warning System and Related Take-Over bid and Insider Reporting Issues*, in connection with the acquisition of certain securities of:

**MAGNA RESOURCES LTD.**  
(the "Issuer")

**1. Name and Address of Offeror:**

**Rudy de Jonge** (the "Offeror")  
1100 - 1111 Melville Street  
Vancouver, BC V6E 3V6

**2. The designation and number of principal amount of securities and the Offeror's securityholding percentage in the class of securities of which the Offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances:**

The Offeror, who is an officer and a director of the Issuer currently has beneficial ownership and control of 4,738,776 common shares held directly and indirectly, 1,070,000 stock options and 515,000 share purchase warrants.

The Offeror acquired 521,276 common shares of the Issuer as a result of a share distribution by Confederation Minerals Ltd. An aggregate 209,500 common shares were acquired by the Offeror between July 2013 and April 2014 through the facilities of the Canadian Securities Exchange at an average price of \$0.14 per common share. The Offeror acquired an additional 70,000 units by way of Private Placement on January 17, 2014 at a purchase price of \$0.15 per unit. Each unit consisted of one common share and 1/2 share purchase warrant exercisable at \$0.25 for a period of two years.

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

Following the acquisitions indicated in 2 above, the Offeror has beneficial ownership representing 8.6% of the Issuer's issued and outstanding shares. Based on the method of calculation on a post-conversion beneficial ownership basis, assuming the Offeror exercised all available options and warrants, the Offeror would be deemed to have control over, directly and indirectly a total of 6,323,776 common shares representing 11.16% of the Issuer's issued and outstanding common shares on a post-conversion beneficial ownership basis.

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

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

See Item 3 above.

**b) the Offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor:**

None

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

See Item 2 above.

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

The Offeror's post-conversion beneficial ownership has given rise to the obligation to file a news release and this report. The stock options granted to the Offeror were provided by the Issuer. Warrants held by the Offeror were acquired through private placement directly from the Issuer.

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

The Offeror's post-conversion beneficial ownership has given rise to the obligation to file a news release and this report. If the Offeror were to exercise all outstanding stock options and share purchase warrants, the additional consideration required would be as follows:

570,000 stock options exercisable at a purchase price of \$0.125 until June 8, 2014 would require additional consideration by the Offeror in the amount of \$71,250 Cdn.

500,000 stock options exercisable at a purchase price of \$0.10 until January 16, 2018 would require additional consideration by the Offeror in the amount of \$50,000 Cdn.

35,000 share purchase warrants exercisable at a purchase price of \$0.25 until January 17, 2016 would require additional consideration by the Offeror in the amount of \$8,750 Cdn.

480,000 share purchase warrants exercisable at a purchase price of \$0.10 until February 25, 2016 would require additional consideration by the Offeror in the amount of \$48,000 Cdn.

7. **The purpose of the Offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of or control over, additional securities of the reporting issuer:**

The securities of the Issuer were purchased for investment purposes by the Offeror. There is currently no intent to exercise any of the available stock options or share purchase warrants as the Issuer's stock price at the date of this report is at or below the exercisable prices as indicated in 6 above.

8. **The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the Offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:**

Not applicable.

9. **The names of any joint actors in connection with the required disclosure:**

Not applicable.

- 10. In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the Offeror:**

See item 6 above.

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

Not applicable.

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

N/A

Dated: May 5, 2014

*“Rudy de Jonge”*

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**Rudy de Jonge**