# Form 45-106F1 Report of Exempt Distribution

## IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT

TEM 1 - REPORT TYPE								
✓ New report								
Amended report If amen	nded, provide filing date	of report that is being am	ended (YYYY-MM-DD)					
ITEM 2 - PARTY CERTIFYING THE	REPORT							
Indicate the party certifying the report (sele National Instrument 81-106 Investment Fui								
☐ Investment fund issuer								
✓ Issuer (other than an inves	stment fund)							
Underwriter								
ITEM 3 - ISSUER NAME AND OTH	HER IDENTIFIERS							
Provide the following information about the	e issuer, or if the issuer is an in	vestment fund, about the fund.						
Full legal name	Westridge Resources I	Inc.						
Previous full legal name								
If the issuer's name changed in	the last 12 months, provide mo	ost recent previous legal name.						
Website			(if applicable)					
If the issuer has a legal entity identifier, pro	ovide below. Refer to Part B of t	the Instructions for the definition	of "legal entity identifier".					
Legal entity identifier								
ITEM 4 - UNDERWRITER INFORM	ATION							
If an underwriter is completing the report, p	orovide the underwriter's full le	gal name and firm National Reg	istration Database (NRD) number.					
Full legal name								
Firm NRD number		(if applicable)						
If the underwriter does not have a firm NRE	) number, provide the head off	fice contact information of the ur	nderwriter.					
Street address								
Municipality		Province/State						
Country		Postal code/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 corresponds to the issuer's primary business activity.  For more information on finding the NAICS industry code go to <b>Statistics Canada's NAICS industry search tool</b> .  NAICS industry code  2 1 2 2 0						
If the issuer is in the <b>mining industry</b> , 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   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 ☐ Commerial/business debt ☐ Consumer debt ☐ Private companies						
b) Number of employees						
Number of employees:						
c) SEDAR profile number						
Does the issuer have a SEDAR profile?						
No Yes If yes, provide SEDAR profile number 0 0 0 2 9 1 3 8						
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 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 names of all exchanges on which its securities are listed. Include only the names of exchanges for which the issuer has applied for and received a listing, which excludes, for example, automated trading systems.						
Exchange name(s):						
h) Size of issuer's assets						
Select the size of the issuer's assets for its most recent financial year-end (Canadian \$). If the issuer has not existed for a full 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						
☐ \$100M to under \$500M ☐ \$500M to under \$1B ☐ \$1B or over						

Item 6 - Investment Fund Issuer Information							
If the issuer is an investment fund, provide the following information.							
a) Investment fund manager information							
Full legal name							
Firm NRD number	(if applicable)						
If the investment fund ma	nager does not have a firm NRD number, provide the head office contact information of the investment fund manager.						
Street address							
Municipality	Province/State Province/State						
Country	Postal code/Zip code						
Telephone number	Website (if applicable)						
b) Type of investment	fund						
Type of investment fund tha	t most accurately identifies the issuer (select only one) .						
☐ Money market	☐ Equity ☐ Fixed income						
☐ Balanced	Alternative strategies Other (describe)						
Indicate whether one or boti	h of the following apply to the investment fund .						
☐ Invests primarily in	other investment fund issuers						
☐ Is a UCITs Fund¹							
	ve Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) re investment schemes to operate throughout the EU on a passport basis on authorization from one member state.						
c) Date of formation a	and financial year-end of the investment fund						
Date of format							
d) Reporting issuer st	YYYY MM DD MM DD  atus of the investment fund						
, 1							
	orting issuer in any jurisdication of Canada? No Yes  of Canada in which the investment fund is a reporting issuer.						
All	AB BC MB NB NL NT						
□ NS □	NU ON PE QC SK TT						
e) Public listing status	s of the investment fund						
If the investment fund has a	CUSIP number, provide below (first 6 digits only)						
	CUSIP number						
If the investment fund is publicly listed, provide the names of all exchanges on which its securities are listed. Include only the names of exchanges for which the issuer has applied for and received a listing, which excludes, for example, automated trading systems.							
Exchange nam	es						
f) Net asset value (NA	AV) of the investment fund						
Select the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).  \$\Boxed{\Sigma}\$ \$0 to under \$5M \Boxed{\Sigma}\$ \$5M to under \$25M \Boxed{\Sigma}\$ \$25M to under \$100M							
\$100M to under \$500	DM \$500M to under \$1B \$1B or over Date of NAV calculation:  YYYY MM DD						

#### ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include in Item 7 and Schedule 1 information about purchasers resident in that jurisdiction of Canada only. Do not include in Item 7 securities issued as payment of commissions or finder's fees, which should be disclosed in Item 8. The information provided in Item 7 must reconcile with the information provided in Schedule 1 of the report. Currency Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars. ✓ Canadian dollar US dollar ☐ Euro Other (describe) 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 date End date 2017 12 2017 19 12 19 MM חח MM DD YYYY Detailed purchaser information Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report. Types of securities distributed Provide the following information for all distributions that take place in a jurisdiction of Canada on a per security basis. Refer to Part A of the Instructions for how to indicate the security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being

Instructions for how to indicate the security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed. The information included in item 7d must reconcile to item 7f. For examples on how to report convertible securities, see our <a href="Frequently Asked Questions">Frequently Asked Questions</a>.

Canadian \$

				Canadian \$		
Security code	CUSIP number (if applicable)	Description of security	Number of securities	Single or lowest price	Highest price	Total amount
UB		Units comprised of one common share and one common share purchase warrant	6,289,072.00	0.3500	0.3500	2,201,175.20

#### 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 conversion ratio and describe any other terms for each convertible/exchangeable security.

Security code																												Underlying security code			Exercise price (Canadian \$)		Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other items (if applicable)
						Lowest	Highest																												
	W	Ν	Т	С	М	S	0.5000		2019-12-19		Warrants are exercisable into common shares at \$0.50 per share for a period of 24 months																								

#### f) Summary of the distribution by jurisdiction and exemption

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 relied on	Number of purchasers	Total amount (Canadian \$)
Alberta	NI 45-106 2.3 [Accredited investor]	19	743,000.65
British Columbia	NI 45-106 2.3 [Accredited investor]	56	977,774.70
British Columbia	NI 45-106 2.5 [Family, friends and business associates]	1	14,000.00
Nova Scotia	NI 45-106 2.3 [Accredited investor]	1	26,250.00
Ontario	NI 45-106 2.3 [Accredited investor]	3	15,400.00
Québec	NI 45-106 2.3 [Accredited investor]	7	275,999.85

Saskatchewan	NI 45-106 2.3 [Accredited investor]	1	148,750.00
	urities distributed	2,201,175.20	
	Total number of unique purchasers <sup>2</sup>	88	

<sup>&</sup>lt;sup>2</sup>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. 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	

<sup>&</sup>lt;sup>3</sup>"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 - COMPENSATION INFORMATION
Provide information for each person (as defined in NI 45-106) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. <b>Complete additional copies of this page if more than one person was, or will be, compensated.</b>
Indicate whether any compensation was paid, or will be paid, in connection with the distribution.
No ✓ Yes If yes, indicate number of persons compensated. 7
a) Name of person compensated and registration status
Indicate whether the person compensated is a registrant.  No 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 not an individual, provide the following information.
Full legal name of non-individual Mackie Research Capital Corporation
Firm NRD number 3 0 7 0 (if applicable)
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.  V No Yes
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 "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 issuer or investment fund manager Insider of the issuer (other than an investment fund)
Director or officer of the investment fund or investment fund manager
✓ None of the above
d) 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 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 paid 58,740.50 Security codes Security code 1 Security code 2 Security code 3
Value of all securities distributed as compensation <sup>4</sup>
Describe terms of warrants, options or other rights  167,828 common share purchase warrants exercisable into a
common share at \$0.50 per share for a period of 24 months.
Other compensation <sup>5</sup> Describe
Total compensation paid 58,740.50
Check box if the person will or may receive any deferred compensation (describe the terms below)
<sup>4</sup> Provide the aggregate value of all securities distributed as compensation, <u>excluding</u> options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other
rights exercisable to acquire additional securities of the issuer.  5Do not include deferred compensation.
20 not installed delicated compensation.

a) Name of person compensated and registration status						
Indicate whether the person compensated is a registrant. No 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 not an individual, provide the following inf	ormation.					
Full legal name of non-individual PI Financial Corp.						
Firm NRD number 5 2 9	0 (if applicable)					
Indicate whether the person compensated facilitated the distribution thr	ough a funding portal or an internet-based portal.  Ves  Ves					
b) Business contact information						
If a firm NRD number is not provided in Item 8 (a), provide the business of	ontact 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 manual B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 4						
Connect with the issuer or investment fund manager	Insider of the issuer (other than an investment fund)					
<ul><li>□ Director or officer of the investment fund or investment fund mar</li><li>☑ None of the above</li></ul>	nager Employee of the issuer or investment fund manager					
<del></del>						
d) Compensation details	is a discussion of the second					
Canadian dollars. Include cash commissions, securities-based compensation	tified in Item 8(a) in connection with the distribution. Provide all amounts in on, qifts, discounts or other compensation. Do not report payments for					
· · · · · · · · · · · · · · · · · · ·	counting services. An issuer is not required to ask for details about, or report					
on, internal allocation arrangements with the directors, officers or employ	ees of a non-inalviaual compensatea by the issuer.					
Cash commissions paid 8,400.00	ecurity codes Security code 1 Security code 2 Security code 3					
Value of all securities distributed as	WNT					
compensation <sup>4</sup>						
	24,000 common share purchase warrants exercisable into a common share at \$0.50 per share for a period of 24 months.					
Other compensation <sup>5</sup> Describe	common share at \$0.50 per share for a period of 24 months.					
Total compensation paid 8,400.00						
Check box if the person will or may receive any deferred comp	pensation (describe the terms below)					
Once box if the person will of may receive any deterred comp	Activation (describe the terms below)					
<sup>4</sup> Provide the aggregate value of all securities distributed as compensati	ion, evaluding ontions, warrants or other rights everyisable to acquire					
additional securities of the issuer. Indicate the security codes for all sec	curities distributed as compensation, <u>including</u> options, warrants or other					
rights exercisable to acquire additional securities of the issuer. <sup>5</sup> Do not include deferred compensation.						

<ul> <li>a) Name of person comp</li> </ul>	ated 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 Secondary given names					
If the person compensated is	an individual, provide the following information.					
Full legal name	on-individual Haywood Securities Inc.					
Fi	IRD number 1 6 3 0 (if applicable)					
Indicate whether the person	pensated facilitated the distribution through a funding portal or an internet-based portal.    No	Yes				
b) Business contact infor	on					
If a firm NRD number is not p	ed in Item 8 (a), provide the business contact information of the person being compensated.					
Street address						
Municipality	Province/State Province/State					
Country	Postal code/Zip code					
Email address	Telephone number					
c) Relationship to issuer	vestment fund manager					
	vith the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Paning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section.	art				
	investment fund manager Insider of the issuer (other than an investment fun	ıd)				
	vestment fund or investment fund manager	•				
✓ None of the above		01				
d) Compensation details						
Provide details of all compens Canadian dollars. Include cash services incidental to the distri	paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all ame missions, securities-based compensation, gifts, discounts or other compensation. Do not report payments f n, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, o ts with the directors, officers or employees of a non-individual compensated by the issuer.	for				
Cash commissions pa	24,898.00 Security codes Security code 1 Security code 2 Security	code 3				
Value of all securitie	W N T					
distributed a compensatio						
Describe to	of warrants, options or other rights 71,137 common share purchase warrants exercisable into common share at \$0.50 per share for a period of 24 month	a ıs.				
Other compensation	Describe					
Total compensation pa	24,898.00					
Check box if the pe	will or may receive any deferred compensation (describe the terms below)					
<sup>4</sup> Provide the aggregate value additional securities of the is rights exercisable to acquire <sup>5</sup> Do not include deferred con		ire · other				

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 Secondary 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. Vo 🔲 Yes	;				
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 "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 issuer or investment fund manager Insider of the issuer (other than an investment fund)					
Director or officer of the investment fund or investment fund manager  Employee of the issuer or investment fund manager					
✓ None of the above					
d) 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 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 paid 1,400.00 Security codes Security code 1 Security code 2 Security code 3					
Value of all securities distributed as					
compensation <sup>4</sup>					
Describe terms of warrants, options or other rights  4,000 common share purchase warrants exercisable into a common share at \$0.50 per share for a period of 24 months.					
Other compensation <sup>5</sup> Describe					
Total compensation paid 1,400.00					
Check box if the person will or may receive any deferred compensation (describe the terms below)					
<sup>4</sup> Provide the aggregate value of all securities distributed as compensation, excluding options, warrants or other rights exercisable to acquire					
additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, including options, warrants or other rights exercisable to acquire additional securities of the issuer.					
<sup>5</sup> Do not include deferred compensation.					

a) Name of person compensated and registration status					
Indicate whether the person compensated is a registrant.	No ✓ 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 not an individual, provide the following infe	ormation.				
Full legal name of non-individual Raymond James Lt	d.				
Firm NRD number 8 2 4	0 (if applicable)				
Indicate whether the person compensated facilitated the distribution thro	ough a funding portal or an internet-based portal.    No  Yes				
b) Business contact information					
If a firm NRD number is not provided in Item 8 (a), provide the business of	ontact 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 mand B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 4					
Connect with the issuer or investment fund manager	Insider of the issuer (other than an investment fund)				
Director or officer of the investment fund or investment fund mar	<u> </u>				
None of the above	agei Employee of the issuer of investment fund manager				
d) 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 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.					
	tes of a non-matriadal compensated by the issuer.				
	ecurity codes Security code 1 Security code 2 Security code 3				
Value of all securities distributed as	W N T				
compensation <sup>4</sup>					
Describe terms of warrants, options or other rights 8,800 common share purchase warrants exercisable into a common share at \$0.50 per share for a period of 24 months.					
Other compensation <sup>5</sup> Describe					
Total compensation paid 3,080.00					
Check box if the person will or may receive any deferred compensation (describe the terms below)					
<sup>4</sup> Provide the aggregate value of all securities distributed as compensati	on, <u>excluding</u> options, warrants or other rights exercisable to acquire				
additional securities of the issuer. Indicate the security codes for all sec rights exercisable to acquire additional securities of the issuer.	urities distributed as compensation, <u>including</u> options, warrants or other				
<sup>s</sup> Do not include deferred compensation.					

a) Name of person compensation	ted and registration status				
Indicate whether the person comp	pensated is a registrant.	✓ No	Yes		
If the person compensated is an individual, provide the name of the individual.					
Full legal name of individual	Voelpel	Stephen			
	Family name	First given nam	ndary given names		
If the person compensated is not a	n individual, provide the following	information.			
Full legal name of no	n-individual				
Firm NI	RD number		(if appl	icable)	
Indicate whether the person compe	ensated facilitated the distribution	through a funding porta	ıl or an internet-base	ed portal. 🔽 No 🔲 Yes	
b) Business contact information	on				
If a firm NRD number is not provide	ed in Item 8 (a), provide the busine	ss contact information o	f the person being co	ompensated.	
Street address 21454	4 90A Ave				
Municipality Langl	ley		Province/State	British Columbia	
Country Cana	da	Posta	al code/Zip code	V1M 2N1	
Email address		Tel	lephone number	6046204114	
c) Relationship to issuer or inv	estment fund manager				
Indicate the person's relationship wi B(2) of the Instructions and the mea					
Connect with the issuer or in	_			ner than an investment fund)	
	estment fund or investment fund r		•	or investment fund manager	
None of the above				or invocations rand manager	
_					
d) 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 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 paid	2,520.00	Security codes	Security code 1	Security code 2 Security code 3	
Value of all securities		occurry codes	WNT		
distributed as compensation <sup>4</sup>					
Describe terms of warrants, options or other rights  7,200 common share purchase warrants exercisable into a common share at \$0.50 per share for a period of 24 months.					
Other compensation <sup>5</sup>	Describe		ψυ.συ per snare n	or a period of 24 months.	
Total compensation paid	2,520.00				
Check box if the person will or may receive any deferred compensation (describe the terms below)					
<sup>4</sup> Provide the aggregate value of all additional securities of the issuer. I rights exercisable to acquire addition <sup>5</sup> Do not include deferred compensa	Indicate the security codes for all ional securities of the issuer.				

a) Name of person compensated and registration status						
Indicate whether the person compensated is a registrant.	✓ No Yes					
If the person compensated is an individual, provide the name of the individual.						
Full legal name of individual Stefaniuk Gerald						
Family name	First given name Secondary given names					
If the person compensated is not an individual, provide the following	ng information.					
Full legal name of non-individual						
Firm NRD number	(if applicable)					
Indicate whether the person compensated facilitated the distributi	on through a funding portal or an internet-based portal.    No Yes					
b) Business contact information	<u> </u>					
If a firm NRD number is not provided in Item 8 (a), provide the busi	ness contact information of the person being compensated.					
Street address 3837 Hambor Pl.						
Municipality North Vancouver	Province/State British Columbia					
Country Canada	Postal code/Zip code V7G 2K2					
Email address	Telephone number 6042184221					
c) Relationship to issuer or investment fund manager						
Indicate the person's relationship with the issuer or investment fund B(2) of the Instructions and the meaning of "control" in section 1.4	manager (select all that apply). Refer to the meaning of "connected" in Part					
Connect with the issuer or investment fund manager	Insider of the issuer (other than an investment fund)					
Director or officer of the investment fund or investment fun						
✓ None of the above						
d) 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 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 paid 32,256.00	Security codes Security code 1 Security code 2 Security code 3					
Value of all securities	W N T					
distributed as compensation⁴						
Describe terms of warrants, options or other rights  92,160 common share purchase warrants exercisable into a common share at \$0.50 per share for a period of 24 months.						
Other compensation <sup>5</sup> Descr						
Total compensation paid 32,256.00						
Check box if the person will or may receive any deferred compensation (describe the terms below)						
	ensation, <u>excluding</u> options, warrants or other rights exercisable to acquire all securities distributed as compensation, <u>including</u> options, warrants or other					

ГЕМ	9 - DIRECTORS, EXECUTIV	VE OFFICERS A	AND PROMO	TERS OF THE IS	SSUER					
If the issuer is an investment fund, do not complete Item 9. Procced to Item 10.										
Ind	icate whether the issuer is any of th	e following (select	all that apply).							
[	Reporting issuer in any jurisdic	tion of Canada								
	Foreign public issuer									
	Wholly owned subsidiary of a r	eporting issuer in	any jurisdiction o	f Canada <sup>6</sup>						
	Provide name o	of reporting issuer								
	Wholly owned subsidiary of a f	oreign public issu	er <sup>6</sup>							
	Provide name of for	eign public issuer								
	Issuer distributing eligible forei	gn securities only	to permitted clien	ts <sup>7</sup>						
<sup>6</sup> An . secu	If the issuer is at least one of the above, do not complete Item 9(a) – (c). Proceed to Item 10.  6An 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)	If the issuer is none of the above, check this box and complete Item 9(a) - (c).  a) Directors, executive officers and promoters of the issuer									
	Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to issuer", "D" – Director, "O" – Executive Officer, "P" – Promoter.									
			First given name			Business location of non-individual or residentail jurisdiction of individual		Relationship to issuer (select all that apply)		
					Province o	r 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	Family name	First given name	Secondary given names			ionship to promoter ne or both if applicable)			
					Province or country	D		C	)	
c)	Residential address of each in	ndividual								

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 or director 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 not be delegated to an agent or other individual preparing the report on behalf of the issuer or underwriter. If the individual completing and filing the report is different from the individual certifying the report, provide their name and contact details 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.

#### IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT

By completing the information below, I certify to the securities regulatory authority or regulator that:

- I have read and understand this report; and
- all of the information provided in this report is true.

Full legal name	Cooper	Chris				
	Family name	First given name		Secondary given names		
Title	CFO					
Name of issuer/underwriter/ investment fund manager	Westridge Resources Inc.					
Telephone number	6045655100	Email address m	nichael@	goldmedalcor	p.com	
Signature	"Chris Cooper" Date 2017 12			12	29	
		<u> </u>	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 indiv	Same as individual certifying the report						
Full legal name				Title			
	Family name	First given name	Secondary given names				
Name of company							
Telephone number		E	mail 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.