

**NOTICE**  
**NATIONAL INSTRUMENT 51-102**  
**CHANGE IN CORPORATE STRUCTURE**

This notice is provided pursuant to the requirements of Section 4.9 of National Instrument 51-102 – *Continuous Disclosure Obligations*.

**Item 1: Names of the Parties to the Transaction**

IC Capitalight Corp. (formerly, International Corona Capital Corp.) (the “**Company**”), Bluespring Investment Strategies Inc. (“**Bluespring**”), and Murenbeeld & Co. Inc. (“**Murenbeeld**”).

**Item 2: Description of the Transaction**

October 2, 2019, the Company completed a change of business transaction (the “**Transaction**”), whereby the Company acquired all of the issued and outstanding shares of Murenbeeld, a subscription-based gold research company, and certain fixed income debentures in the aggregate principal amount of \$2,097,000 (collectively, the “**Debentures**”) of Stone Investment Group Limited (“**SIGL**”) and 112,810 common shares of SIGL (each, a “**SIGL Share**”).

*Acquisition of Murenbeeld & Co. Inc.*

Pursuant to the terms of a share purchase agreement dated December 20, 2018 (the “**Share Purchase Agreement**”) between the Company and Bluespring, the Company purchased the sole issued and outstanding common share in the capital of Murenbeeld from Bluespring, which common share represents 100% of the issued and outstanding shares of Murenbeeld, all on the terms and conditions set forth in the Share Purchase Agreement in consideration for the issuance of 6,666,667 Shares (as defined below) at a deemed price of \$0.06 per Share.

*Service Agreements*

Pursuant to the Share Purchase Agreement, the Company also entered into employment and consulting agreements (collectively, the “**Service Agreements**”) with key individuals who provide services to Murenbeeld, namely Bluespring and Chantelle Schieven, an arm’s length party (collectively, the “**Murenbeeld Service Providers**”), and settled amounts owed to the Murenbeeld Service Providers in the aggregate of \$140,000 by the issuance of 2,333,333 Shares at \$0.06 per Share to the Murenbeeld Service Providers, with 916,666 of these Shares issued to Bluespring and 1,416,667 Shares to be issued to Ms. Schieven. In addition, the Service Agreements provide for an annual salary payable in cash and, at the option of each Murenbeeld Service Provider, in Shares issuable at the lowest price permissible by the stock exchange on which the Shares are listed at the relevant time, and in accordance with applicable securities laws.

*Debenture Acquisition*

In addition, as part of the Transaction, the Company completed the acquisition of the Debentures in the aggregate principal amount of \$2,097,000, as to \$1,347,000 of the Debentures (the “**First Debentures**”) from Bluespring, a company owned and controlled by Brian Bosse, a director and officer of the Company, and as to \$750,000 of the Debentures (the “**Second Debentures**”) from an arm’s length party. The Debentures are governed by a Trust Indenture dated December 28, 2006, as amended (the “**Debenture Indenture**”), between SIGL and Computershare Trust Company of Canada. The Debentures pay 7.5% interest per annum, payable in cash quarterly and mature in December, 2021 (the “**Maturity Date**”). The Company estimates that the Debentures will generate approximately \$160,000 of revenue from interest payments in the twelve months following the acquisition of the Debentures by the Company.

Pursuant to the terms of the debenture purchase agreement dated December 20, 2018 among the Company, Bluespring and Mr. Bosse (together, the “**Vendors**”), the Company purchased from the Vendors: (i) the First Debentures, which First Debentures are governed by the Debenture Indenture and represent approximately 11.23% of the issued and outstanding Debentures of SIGL; (ii) 112,810 SIGL Shares, which SIGL Shares represent approximately 0.5% of the issued and outstanding SIGL Shares; and (iii) an exclusive license to use and benefit from certain licensed materials relating to the Debentures and SIGL developed, acquired or otherwise obtained by the Vendors (the “**Licensed Materials**”) until December 31, 2021. As consideration for the First Debentures, SIGL Shares and the Licensed Materials, the Company issued an aggregate of 19,790,000 Shares to Bluespring at a deemed price of \$0.06 per Share in respect of: (i) \$942,900 in consideration for the First Debentures held by Bluespring through the issuance of 15,715,000 Shares at \$0.06 per Share; (ii) the reimbursement of Bluespring’s expenses in connection with the Transaction, which expenses were estimated to be \$40,000 as at December 31, 2018, through the issuance of 666,667 Shares; (iii) the payment of \$200,000 for the Licensed Materials through the issuance of 3,333,333 Shares at \$0.06 per Share; and (iv) \$4,500 for the acquisition of the SIGL Shares through the issuance of 75,000 Shares at \$0.06 per Share.

Pursuant to the terms of the debenture purchase agreement dated December 20, 2018 between the Company and the arm’s length party, the Company purchased from the arm’s length party the Second Debentures, which Second Debentures are governed by the Debenture Indenture and represent 6.25% of the issued and outstanding Debentures of SIGL. As consideration for the Second Debentures, the Company agreed to pay \$850,000, which is less than the redemption value of the Second Debentures. At the time of closing of the Transaction, the Company had issued 8,437,500 Shares at a deemed price of \$0.06 per Share. The balance of the consideration is to be payable in cash and/or Shares on or before the Maturity Date.

Collectively, the Debentures represent an aggregate of 17.48% of the total Debentures of SIGL currently issued and outstanding and approximately 0.5% of the issued and outstanding SIGL Shares.

In connection with the completion of the Transaction, the Company changed its name from “International Corona Capital Corp.” to “IC Capitalight Corp.” and completed a consolidation of its issued and outstanding common shares on the basis of two pre-consolidation shares for one post-consolidation share (each post-consolidation share, a “**Share**”), effective as of October 2, 2019.

**Item 3. Effective Date of the Transaction**

October 2, 2019.

**Item 4. Names of Each Party That Ceased to be a Reporting Issuer Subsequent to the Transaction and of Each Continuing Entity**

No party ceased to be a reporting issuer following completion of the Transaction. As a result of the Transaction, the Company continues to be a reporting issuer in Alberta, British Columbia and Ontario. For accounting purposes, Murenbeeld was the reverse takeover acquirer.

**Item 5. Date of the Reporting Issuer’s First Financial Year-End Subsequent to the Transaction**

The financial year end of the Company continues to be December 31. The auditor of the Company will continue to be MNP LLP, which was the auditor of both the Company and Murenbeeld prior to the completion of the Transaction.

**Item 6. Periods, Including the Comparative Periods, if any, of the Interim and Annual Financial Statements Required to be Filed For The Reporting Issuer’s First Financial Year Subsequent To The Transaction**

Not applicable.

**Item 7. Documents Which Were Filed Under National Instrument 51-102 that Describe the Transaction and Where Those Documents Can Be Found In Electronic Format**

Details with respect to the Transaction are disclosed the in information circular of the Company dated April 11, 2019, the Company's news releases dated January 4, February 5, April 3, May 8, September 30, and October 2, 2019, the Company's material change report dated October 7, 2019, and the Company's listing statement dated October 3, 2019, all of which are available on SEDAR.

**Item 8. Date of Report**

December 2, 2019.

**IC CAPITALLIGHT CORP.**

*"Brian Bosse"*

---

Brian Bosse

Chief Executive Officer and Director