# Form 45-106F1 Report of Exempt Distribution

This is system-generated preview of your report. Do not submit this document.											
ITEM 1 - REPORT TYPE											
✓ New report											
Amended report	If amer	ided, pro	vide fi	ling da	te of	report	that is	being ame	ended		(YYYY-MM-DD)
ITEM 2 - PARTY CERTIF	YING THE	REPOR	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.											
Investment fund issuer											
✓ Issuer (other that	n an inves	tment fui	nd)								
Underwriter											
Item 3 - Issuer Name		HER IDEI	NTIFIE	RS							
Provide the following information	tion about th	e issuer, or	if the is	suer is a	n invest	tment fu	nd, abou	it the fund.			
Full le	legal name TechX Technologies Inc.										
Previous full le	Previous full legal name										
If the issuer's name ch	nanged in the	last 12 ma	onths, pr	rovide m	ost rece	ent previ	ous lega	l name.			
	Website							(if applicabl	e)		
If the issuer has a legal entity	identifier <u>,</u> pro	vide below	. Refer t	o Part B	of the	Instructio	ons for th	he definition o	of "legal entity identi	ifier".	
Legal entity	/ identifier										
If two or more issuers distribut	ted a single s	ecurity, pro	vide the	full lega	ıl name	e(s) of the	e co-issu	er(s) other th	an the issuer named	above.	
Full legal name(s) of co	o-issuer(s)							(if applicable	e)		
Item 4 - Underwritei	r Inform	IATION									
If an underwriter is completing	g the report, p	provide the	underw	riter's fu	ll legal	name al	nd firm N	NRD number.			
Full legal name											
Firm NRD number	(if applicable)										
If the underwriter does not have a firm NRD number, provide the head office contact information of the underwriter.											
Street address											
Municipality						Province/State					
Country						Post	tal code	e/Zip code			
Telephone number	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 5 1 8 2 1 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						
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✓ YesIf yes, provide SEDAR profile number00031244						
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

i) Investment fund manager information     Full legal name     Furn NRD number      If the investment fund manager idea not nove a firm NRD number, provide the head affice cantact information of the investment fund manager. Street address Municipality Province/State Country Postal code/Zip code Telephone number Postal code/Zip code Telephone number Postal code/Zip code Telephone number D Type of investment fund Homey market Equity Postal code/Zip code Telephone number D Type of investment fund Toyle of investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund subter investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union Close of formation and financial year-end of the investment fund. VYYY MM DD Financial year-end MM DD Konding issuer status of the investment fund VYYY MM DD Konding issuer is any prividication of Conada? No Yes Stee investment fund a reporting issuer in any prividication of Conada? No Yes O Public listing status of the investment fund. VYYY MM DD Konding is accurately investment fund is a reporting issuer. No							
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							
Street address   Municipality   Country   Postal code/Zip code   Telephone number   Website (if applicable) <b>b</b> Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund that most mestment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive and objective Investment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive and objective Investment fund issuers Is a UCITS Fund' Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directive Investment fund issuers Is a UCITS Fund' Under the investment fund issuers Is a UCITS Fund' VYYY MM DD Is the investment fund a reporting issuer in any jurisdication of Canada? NO Yes If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. NI NI NI ON Pe QC SK YI It the investment fund as a CUSIP number, provide below (first 6 digits only) CUSIP number It the investment fund is seukite the name of the exchange on which the investment fund's							
Municipality Province/State   Country Postal code/Zip code   Telephone number Website (if applicable) <b>b) Type of investment fund</b> Type of investment fund that most accurately identifies the issuer (select only one). Anternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITS Fund' 'Undertaking for the Collective Investment fund issuers Is a UCITS Fund' 'Undertaking for the Collective Investment of Transferable Securities funds (UCITS Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. <b>c) Date of formation and financial year-end of the investment fund b the investment fund a reporting issuer status of the investment fund c) Date of formation c) Date of formation c) No c) Paste of canada in which the investment fund is a reporting issuer. a</b> All <b>b</b> BC <b>b</b> MB <b>b</b> NL <b>c) NT c) Public listing status of the investment fund is a ceporting issuer. c) Public listing status of the investment fund is a ceporting issuer. a</b> All <b>a</b> AB <b>b</b> C <b>b</b> MB <b>b</b> NL <b>c) NT c) Public listing status of the investment fund <b>c) Indicate whether fund has a CUSIP number, provide below (first 6 digits only) <b>c) CUSIP number c) Finded is a publicly listed, provide the name of the exchange on which the investment fund is securities primarily trade. Provide only the</b></b></b>							
Country Postal code/Zip code   Telephone number Website (if applicable)     b) Type of investment fund     Type of investment fund that most accurately identifies the issuer (select only one).      Alternative strategies   Cryptoasset    Indicate whether one or both of the following apply to the investment fund.  Invests primarily in other investment fund issuers  Is a UCITs Fund*  'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment of the investment fund    O bate of formation and financial year-end of the investment fund  Security MM DD  Financial year-end  MM DD  O Reporting issuer status of the investment fund  Is in investment fund a reporting issuer in any jurisdication of Canada?  No  YYYY  MM DD  No  Yes If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.  All							
Telephone number Website (if applicable)   Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Indicate with the root or both of the Equity Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment of the investment fund Undertaking for the Collective investment of the investment fund Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund Security MM DD Financial year-end MM DD MM DD MM DD Key, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All All All AB BC MB NB NL NT O Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number CUSIP number, provide below (first 6 digits only) CUSIP number, provide below (first 6 digits only) Indication of the investment fund If the investment fund is publicly listed, provide the name of the exchange on which the i							
b) Type of investment fund         Type of investment fund that most accurately identifies the issuer (select only one).         Money market       Equity         Alternative strategies       Cryptoasset         Indicate whether one or both of the following apply to the investment fund.         Invests primarily in other investment fund issuers         Is a UCITs Fund <sup>1</sup> 'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.         c) Date of formation							
Type of investment fund that most accurately identifies the issuer (select only one).   Money market   Equity   Fixed income   Alternative strategies   Cryptoasset   Indicate whether one or both of the following apply to the investment fund.   Invests primarily in other investment fund issuers   Is a UCITs Fund*   ''Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.   c) Date of formation   Date of formation   YYYY   MM   DD   (Intervention function and financial year-end of Canada? No YYYY MM DD MM DD MD Class of Canada in which the investment fund is a reporting issuer. All All AB BC MB NB NL NT Public listing status of the investment fund If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. ON PE QC SK YT </td							
Money market       Equity       Fixed income       Balanced         Alternative strategies       Cryptoasset       Other (describe)							
Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITs Fund <sup>1</sup> 'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. c) Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund Is the investment fund a reporting issuer status of the investment fund is a reporting issuer. If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All AB BC MB MB NB NL NT NS NU ON PE QC SK YT e) Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number							
Indicate whether one or both of the following apply to the investment fund.  Invests primarily in other investment fund issuers  Is a UCITs Fund <sup>1</sup> Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.  c) Date of formation and financial year-end of the investment fund  Date of formation and financial year-end of the investment fund  d) Reporting issuer status of the investment fund  Is the investment fund a reporting issuer in any jurisdication of Canada?  No Yes  If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.  All AB BC BC MB NB NL NT  PE QC SK YT  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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
Invests primarily in other investment fund issuers Is a UCITs Fund <sup>1</sup> "Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. c) Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund Date of formation and financial year-end of the investment fund G) Reporting issuer status of the investment fund Is the investment fund a reporting issuer in any jurisdication of Canada? No Yes If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All All All BC MB NB NL NT PE QC SK YT 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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
Is a UCITs Fund   'Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state. c) Date of formation and financial year-end of the investment fund   Date of formation and financial year-end of the investment fund   Date of formation   Pate of formation   YYYY   MM   DD   Financial year-end MM DD   d) Reporting issuer status of the investment fund Is the investment fund a reporting issuer in any jurisdication of Canada? No Yes   If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All All AB     NS   NS   NS   ND   Public listing status of the investment fund   If the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number, provide below (first 6 digits only) If the investment fund is publicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the							
''Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.         c) Date of formation and financial year-end of the investment fund         Date of formation and financial year-end of the investment fund         0       Reporting issuer status of the investment fund         Is the investment fund a reporting issuer in any jurisdication of Canada?       No         If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.         All       AB         NS       NU         ON       PE         QC       SK       YT         e) Public listing status of the investment fund         If the investment fund has a CUSIP number, provide below (first 6 digits only)         CUSIP number							
(EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.         c) Date of formation and financial year-end of the investment fund         Date of formation and financial year-end of the investment fund         Date of formation         YYYY       MM         MM       DD         d) Reporting issuer status of the investment fund         Is the investment fund a reporting issuer in any jurisdication of Canada?       No         If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.         All       AB         NS       NU         ON       PE         QC       SK         YT         e) Public listing status 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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
Date of formation Financial year-end   YYYY MM   Financial year-end MM MM DD  MM DD MM Pes MB							
d) Reporting issuer status of the investment fund     Is the investment fund a reporting issuer in any jurisdication of Canada?     No   Yes     If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.     All   AB   BC   MB   NB   NL   NS   NU   ON   PE   QC   SK   YT      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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
d) Reporting issuer status of the investment fund   Is the investment fund a reporting issuer in any jurisdication of Canada?   Is the investment fund a reporting issuer in any jurisdication of Canada?   No   If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.   If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.   All AB   NS NU   ON PE   QC SK   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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
Is the investment fund a reporting issuer in any jurisdication of Canada? No Yes  If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.  All AB BC MB NB NL NT  NS NU ON PE QC SK YT  e) Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only)  If the investment fund is publicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the							
If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.   Image: All AB BC MB NB NL NT   NS NU ON PE QC SK YT   e) Public listing status of the investment fund If the investment fund has a CUSIP number, provide below (first 6 digits only) If the investment fund is publicly listed, provide the name of the exchange on which the investment fund's securities primarily trade. Provide only the							
All AB BC MB NB NL NT   NS NU ON PE QC SK YT   e) Public listing status 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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
e) Public listing status 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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
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 name of the exchange on which the investment fund's securities primarily trade. Provide only the							
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 \text{ to under \$\mathbf{S}M \qquad \text{to under \$\mathbf{S}M							
\$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 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 in connection with the distribution, which must be disclosed in Item 8. The information provided in Item 7 must reconcile with the information provided in Schedule 1 of the report.								
a) Currency								
Select the currency or currencies i	in which the distribution was made. All	dollar amounts provide	ed in the report m	ust be in Canadi	an dollars.			
✓ Canadian dollar	US dollar 🔄 Euro	Other (describe	e)					
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 date             Start date           2021         04         13           End date           2021         04         15             YYYY           MM         DD           YYYY         MM         DD           YYYY         MM         DD								
c) Detailed purchaser infor	rmation							
Complete Schedule 1 of this	s form for each purchaser and at	tach the schedule	to the complet	ed report.				
d) Types of securities distr	ibuted							
Provide the following information	Provide the following information for all distributions reported on a per security basis. Refer to Part A(12) 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 distributed.							
			Single or	Canadian \$				
Security code (if applicable)	Description of security	Number of securities	Single or lowest price	Highest price	Total amount			
C M S 87875J		15,000,000.00	0.4800		7,200,000.00			
UBS 87875J exer	h UBS consists of one share one-half transferable warrant, rcisable at \$1.00 per share for ears, subject to accelerated iry.	20,000,000.00	0.5000		10,000,000.00			
e) Details of rights and cor	nvertible/exchangeable securities							
were distributed, provide the con	ns) were distributed, provide the exercise oversion ratio and describe any other ter				exchangeable securities			
Convertible / exchangeable security code Security code	Lowest Highest	Expiry date (YYYY- MM-DD)	Conversion ratio	items (if applicable)				
W N T C M S	1.0000 1.0000	2026-04-13						
	tion 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 or	n	Number of unique <sup>2</sup> purchasers	<sup>a</sup> Total a	mount (Canadian \$)			
British Columbia	NI 45-106 2.3 [Accredited inve	estor]	1(	08	5,088,000.00			
British Columbia	NI 45-106 2.5 [Family, friends associates]	and business	4		51,000.00			
Ontario	NI 45-106 2.3 [Accredited inve	estor]		8	261,000.00			
Ontario	NI 45-106 2.5 [Family, friends associates]	and business		2	260,000.00			
Manitoba	NI 45-106 2.3 [Accredited inve	estor]		1	100,000.00			

New Brunswick	NI 45-106 2.3 [Accredited investor]	2	240,000.00			
Alberta	NI 45-106 2.3 [Accredited investor]	5	210,000.00			
Australia	NI 45-106 2.3 [Accredited investor]	2	115,000.00			
Costa Rica	NI 45-106 2.3 [Accredited investor]	1	100,000.00			
Germany	NI 45-106 2.3 [Accredited investor]	3	225,000.00			
Switzerland	NI 45-106 2.3 [Accredited investor]	1	500,000.00			
Paraguay	NI 45-106 2.3 [Accredited investor]	1	150,000.00			
Luxembourg	NI 45-106 2.3 [Accredited investor]	2	2,700,000.00			
Alberta	NI 45-106 2.12 [Asset acquisition]	1	7,200,000.00			
	Total dollar amount of securities distributed					
	Total number of unique purchasers <sup>2b</sup> 141					

<sup>2a</sup> In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

<sup>2b</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.<sup>3</sup> 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>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)

Ітем 8 - Сс	OMPENSATIO	N INFORMATION	
		rson (as defined in NI 45-106) to whom the issuer directly provides, <b>litional copies of this page if more than one person was, or wil</b>	
Indicate when	ther any compens	ation was paid, or will be paid, in connection with the distribution.	
🗌 No	✓ Yes	If yes, indicate number of persons compensated.	5

5

a) Name of person compensate	d and registrat	ion status					
Indicate whether the person compensat	ed is a registrant		No No	$\checkmark$	Yes		
If the person compensated is an individual, provide the name of the individual.							
Full legal name of individual							
	Fam	ily name	Fir	st given na	ame	Secor	ndary given names
If the person compensated is not an inc	lividual, provide t	he following info	rmation.				
Full legal name of non-individual Haywood Securities Inc.							
Firm NR	D number	1 6 3	0		(if	applicable)	
Indicate whether the person compensat	ed facilitated the	distribution thro	ugh a funding po	rtal or an	internet-ba	sed portal.	🖌 No 🗌 Yes
b) Business contact information							
If a firm NRD number is not provided ir	n Item 8 (a), provi	ide the business c	ontact informatic	on of the p	person being	compensated.	
Street address							
Municipality				Р	rovince/Sta	ate	
Country				Postal c	ode/Zip co	de	
Email address				Telepl	hone num	per	
c) Relationship to issuer or inve	stment fund m	anager					
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 in				-	-		investment fund)
Director or officer of the inves	stment fund or in	vestment fund m	anager	Employ	ee of the iss	suer or investme	nt 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.							t payments for services
Cash commissions paid	34,950.0	00			Security code	e 1 Security coo	de 2 Security code 3
Value of all securities distributed as compensation <sup>4</sup>			Security codes		W N	т	
Describe terms of	warrants, option	s or other rights	69,900 comm for 5 years.	non shar	re purchas	e warrants exe	ercisable at \$1.00
Other compensation <sup>5</sup>		Describe					
Total compensation paid	34,950.0	00	L				
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. <sup>5</sup> Do not include deferred compensation.							

a) Name of person compensa	ated and registration sta	tus						
Indicate whether the person compen	sated is a registrant.		No No	$\checkmark$	Yes			
If the person compensated is an individual, provide the name of the individual.								
Full legal name of individua								
	Family name		Firs	t given na	ame	Seco	ndary given names	
If the person compensated is not an individual, provide the following information.								
Full legal name of n	Full legal name of non-individual    PI Financial Corp.							
Firm N	IRD number 5	2 9	0		(	(if applicable)		
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.								
b) Business contact informati	on							
If a firm NRD number is not provided	l in Item 8 (a), provide the b	ousiness coi	ntact informatior	n of the p	person beir	ng compensated.		
Street address								
Municipality				P	rovince/S	State		
Country			F	Postal c	ode/Zip c	code		
Email address				Telepł	hone nun	nber		
c) Relationship to issuer or in	vestment fund manager	•						
Indicate the person's relationship wit the Instructions and the meaning of							nnected" in Part B(2) of	
Connect with the issuer or		10010	· · ·		-	er (other than an	investment fund)	
	vestment fund or investme	at fund ma				ssuer or investme		
		ni iunu mai		Linploy			ni funu manager	
✓ None of the above								
d) Compensation details								
Provide details of all compensation p Canadian dollars. Include cash comm								
incidental to the distribution, such as allocation arrangements with the dire	clerical, printing, legal or a	ccounting s	ervices. An issue	r is not r	equired to	ask for details abo		
Cash commissions paid	85,350.00	oj u non-u	natviauai compei		y the issue			
Value of all securities					Security coo	de 1 Security co	de 2 Security code 3	
distributed as compensation <sup>4</sup>		S	ecurity codes					
Describe terms	of warrants, options or oth	•	170,700 comn for 5 years.	non sha	are purch	ase warrants ex	xercisable at \$1.00	
Other compensation <sup>5</sup>	[	Describe						
Total compensation paid	85,350.00							
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 co	mpensatio	n. excludina onti	ons. wai	rrants or o	ther rights exercis	able to acquire	
additional securities of the issuer. In rights exercisable to acquire additional securities of the issuer.	ndicate the security codes f	for all secul						
<sup>5</sup> Do not include deferred compensa								

a) Name of person compensated a	and registration stat	us						
Indicate whether the person compensated	is a registrant.		No No	$\checkmark$	Yes			
If the person compensated is an individual, provide the name of the individual.								
Full legal name of individual								
	Family name		Firs	st given n	ame	Seco	ndary given names	
If the person compensated is not an individual, provide the following information.								
Full legal name of non-in	Full legal name of non-individual Research Capital Corporation							
Firm NRD	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.								
b) Business contact information								
If a firm NRD number is not provided in It	em 8 (a), provide the bi	usiness co	ntact information	n of the p	person be	ing compensated.		
Street address								
Municipality				Р	rovince/	State		
Country			F	Postal c	ode/Zip	code		
Email address				Telep	hone nu	mber		
c) Relationship to issuer or investr	nent fund manager							
Indicate the person's relationship with the the Instructions and the meaning of "conti							nnected" in Part B(2) of	
Connect with the issuer or inves		45 100 10		-	-	uer (other than an	investment fund)	
Director or officer of the investm	-	t fund ma				issuer or investme		
		t iunu ma		стрюу			in fund manager	
	✓ None of the above							
d) Compensation details		• • • •	<u> </u>					
Provide details of all compensation paid, of Canadian dollars. Include cash commission								
incidental to the distribution, such as cleric allocation arrangements with the directors,							out, or report on, internal	
Cash commissions paid	6,000.00		national compe	_	-			
Value of all securities		_			Security co	ode 1 Security co	ode 2 Security code 3	
distributed as compensation <sup>4</sup>		5	Security codes					
Describe terms of wa	irrants, options or othe	er rights	12,000 comm for 5 years.	on shai	re purcha	ase warrants exe	ercisable at \$1.00	
Other compensation <sup>5</sup>	D	escribe						
Total compensation paid	6,000.00							
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 secur	ities distributed as con	npensatio	n. excludina onti	ions, wa	rrants or d	other rights exercis	sable to acquire	
additional securities of the issuer. Indicat rights exercisable to acquire additional se	e the security codes fo							
<sup>5</sup> Do not include deferred compensation.								

a) Name of person compe	ensated and regis	tratior	status									
Indicate whether the person com	Indicate whether the person compensated is a registrant.											
If the person compensated is an individual, provide the name of the individual.												
Full legal name of individual												
		Family n	ame		First g	given na	ame		Seco	ndary give	n names	
If the person compensated is not an individual, provide the following information.												
Full legal name c	of non-individual	Cana	ccord Genui	y Corp.								
Firm NRD number   9   0   0   (if applicable)												
Indicate whether the person com	Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.											
b) Business contact inform	nation											
If a firm NRD number is not prov	vided in Item 8 (a), p	orovide	the business co	ontact infor	mation c	of the p	person b	eing com	pensated.			
Street address												
Municipality						Pı	rovince	e/State				
Country					Po	ostal c	ode/Zip	o code				
Email address					-	Telepł	none n	umber				
c) Relationship to issuer o	r investment fun	d mana	ager	-								
Indicate the person's relationship									ning of "co	nnected"	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	e investment fund (	Drinves	ament iuna ma	anager		прюу	ee or the	e issuer (	or investme	ent iuna m	lanager	
✓ None of the above												
d) Compensation details												
Provide details of all compensation Canadian dollars. Include cash co												
incidental to the distribution, such	h as clerical, printin	g, legal	or accounting	services. A	n issuer i	is not re	equired	to ask fo				
allocation arrangements with the Cash commissions paid		r emplo	oyees of a non-	เทดเขเดินลไ	compens	sated by	y the iss	uer.				
		50.00					Security		Security co	de 2 S	ecurity coc	le 3
Value of all securities distributed as compensation			:	Security co	des		WN	Т				
Describe te	Describe terms of warrants, options or other rights for 5 years.											
Other compensation	5		Describe									
Total compensation paid	d 28,20	00.00										
Check box if the pers	son will or may rece	eive an	y deferred con	npensation	(describ	be the t	terms be	elow)				
<sup>4</sup> Provide the aggregate value of additional securities of the issue rights exercisable to acquire add <sup>5</sup> Do not include deferred compe	er. Indicate the secu ditional securities c	irity co	des for all sec									

a) Name of person compensa	ted and regist	ration status							
Indicate whether the person compens	ated is a registro	int.	No No	$\checkmark$	Yes				
If the person compensated is an indiv	idual, provide th	e name of the ind	ividual.						
Full legal name of individual									
	Fa	amily name	F	First given n	ame	Secon	dary given names		
If the person compensated is not an individual, provide the following information.									
Full legal name of no	on-individual	Echelon Wealth	Partners						
Firm N	RD number	3 2	4 2 0		(if ap	plicable)			
Indicate whether the person compens	ated facilitated t	he distribution the	rough a funding p	ortal or an	n internet-based	l portal.	🖌 No 🗌 Yes		
b) Business contact information	on								
If a firm NRD number is not provided	in Item 8 (a), pr	ovide the business	contact informat	ion of the	person being co	ompensated.			
Street address									
Municipality				Р	Province/State	•			
Country				Postal o	code/Zip code	•			
Email address				Telep	hone numbei				
c) Relationship to issuer or inv	estment fund	manager							
Indicate the person's relationship with the Instructions and the meaning of '							nected" in Part B(2) of		
Connect with the issuer or			- , -: <i>, , ,</i>	_	-		nvestment fund)		
Director or officer of the inv	estment fund or	investment fund	manager 🔽	- 1 Employ	vee of the issue	r or investmer	nt fund manager		
✓ None of the above				] =[]					
d) Compensation details Provide details of all compensation por Canadian dollars. Include cash commu- incidental to the distribution, such as allocation arrangements with the dire	issions, securities clerical, printing,	-based compensa legal or accounti	tion, gifts, discour ng services. An iss	nts or othei uer is not i	r compensation required to ask	. Do not report	payments for services		
Cash commissions paid	21,00	0.00			Security code 1	Security cod	le 2 Security code 3		
Value of all securities distributed as compensation <sup>4</sup>			Security codes		W N T				
Describe terms	of warrants, opti	ions or other right	s 42,000 com for 5 years.	mon sha	re purchase v	varrants exe	rcisable at \$1.00		
Other compensation <sup>5</sup>		Describ	e						
Total compensation paid	21,000	0.00							
Check box if the person v	will or may recei	ve any deferred c	ompensation (de	scribe the	terms below)				
<sup>4</sup> Provide the aggregate value of all s additional securities of the issuer. In rights exercisable to acquire addition <sup>5</sup> Do not include deferred compensat	dicate the secur nal securities of	ity codes for all se							

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 jurisdiction of Canada										
Foreign public issuer										
Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada <sup>6</sup>										
Provide name of reporting issuer										
Wholly owned subsidiary of a foreign public issuer <sup>6</sup>										
Provide name of foreign public issuer										
Issuer distributing only eligi	ble foreign securitie	s and the distributio	n is to permitted clie	ents only <sup>7</sup>						
If the issuer is at least one of the	above, do not com	plete Item 9(a) – (	c). Proceed to Item	10.						
<sup>6</sup> 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. <sup>7</sup> 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 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.										
Organization or company name	Secondary given Secondary given Relationship to issuer (select all that apply)									
				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 nameFamily nameFirst given nameSecondary given namesResidential jurisdiction of individualRelationship to prom (select one or both if app										
				Province or country D			C	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	TechX Technologies Inc.							
Full legal name	Pladson	Kelly						
	Family name	First given name		Secondary given names				
Title	Corporate Secretary							
Telephone number 6047266749		Email address	kellyplac	ypladson@icloud.com				
Signature	Kelly Pladson	Date 2		04	23			
			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.