

**ALTERNATIVE MONTHLY REPORT UNDER NI 62-103
RE: EARLY WARNING REPORTING SYSTEM**

ALTERNATIVE REPORTER: TD Asset Management Inc. ("TDAM")

REPORTING ISSUER: Altitude Resources Inc. (the "Named Issuer")

REPORT FOR END OF: May 31st 2013

REPORT OF SECURITY PURCHASES:

TDAM reports that as a result of a conversion of subscription receipts in the market of common shares or securities convertible into common shares of the Named Issuer by one or more of its mutual fund, pooled fund, pension fund or other client accounts during the month of May 2013, the aggregate number of common shares of the Named Issuer held in its client accounts as at May 30, 2013 was 2,773,760 representing approximately 12.73% based on TDAM's understanding of all outstanding shares of that class.

CHANGE FROM PREVIOUS REPORT:

TDAM's previous report dated March 28, 2013, reported holdings of 4,180,440 common shares and warrants convertible into common of Altitude Resources Inc., representing approximately 18.03% based on TDAM's understanding of all outstanding shares and warrants of that class.

BENEFICIAL OWNERSHIP, CONTROL OR DIRECTION:

TDAM specifically disclaims any beneficial ownership of the reported securities, but as investment manager it maintains power to exercise investment control or direction over such securities for its client accounts as the beneficial owners.

PURPOSE OF THE PURCHASES:

The securities of the Named Issuer were purchased in the ordinary course of business and for investment purposes only. TDAM client accounts may from time to time acquire additional securities, dispose of some or all of the existing or additional common shares or may continue to hold the securities of the Named Issuer.

RELIANCE ON EXEMPTION:

This report is issued in keeping with the alternative reporting exemption described in NI 62-103 respecting early warning reporting. Neither TDAM nor any of its client accounts presently intend to:

- a) make a formal take-over bid for any securities of the Named Issuer;
- b) propose a transaction that would constitute a take-over bid for securities of the Named Issuer in reliance on an exemption in the Securities Act (Ontario); or
- c) propose a reorganization, amalgamation, merger, arrangement or similar business combination with the Named Issuer which would result in TDAM's client accounts controlling the company, alone or with others.

CERTIFICATION:

To the best of its knowledge:

- a) TDAM and its clients do not in the ordinary course of business receive material facts or changes about the Named Issuer which have not been publicly disclosed,
- b) TDAM is eligible to file this Alternative Monthly Reporting System report pursuant to the National Instrument,
- c) TDAM is not a joint actor with anyone else in connection with this report.

CONTACT PERSON:

For further information, contact:

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161 Bay Street
Toronto, Ontario
M5J 2T2

Telephone: 416-982-4395

DATE AND SIGNATURE:

This report is dated May 10th, 2013 and is signed by an authorized officer of the alternative reporter.

TD Asset Management Inc.

Per: "Mike Thorfinnson" _____
Mike Thorfinnson
Chief Operating Officer & Chief Risk Officer