

**Report Pursuant to National Instrument 62-103
and Section 5.2 of Multilateral Instrument 62-104**

1. Security and Reporting Issuer

This report is made pursuant to the provisions of the securities legislation referred to above in connection with certain acquisitions of securities of Imagination Park Technologies Inc. (the “Company”), 510-580 Hornby St., Vancouver, BC, V6C 3B6. The transaction did not take place through the facilities of any stock market.

2. Identity of Acquirer

ThreeD Capital Inc. (the “Acquirer”)
130 Spadina Ave., Suite 401
Toronto, ON, M5V 2L4

The transaction described in item 1 above took place on February 26, 2020, and did not involve any joint actor of the Acquirer.

3. Interest in Securities of the Reporting Issuer

On February 26, 2020, the Acquirer acquired ownership of debentures (the “Subject Debentures”) convertible into 4,000,000 units of the Company (the “Subject Units”). Each Subject Unit consists of one common share of the Company (each, a “Subject Share”) and one common share purchase warrant (each, a “Subject Warrant”). The Subject Debentures represented approximately 6.4% of all issued and outstanding common shares of the Company as of February 26, 2020 immediately following the transaction described above, on a partially diluted basis assuming the conversion of the Subject Debentures and the exercise of the Subject Warrants only, resulting in a corresponding increase in the percentage of shares held by the Acquirer as a result of the transaction.

Immediately before the transaction described above, the Acquirer held an aggregate of 2,626,000 common shares of the Company (the “Pre-Shares”), and convertible securities entitling the Acquirer to acquire an additional 7,150,000 common shares of the Company (the “Pre-Convertible Securities”) representing approximately 2.3% of the issued and outstanding common shares of the Company (or approximately 7.9% on a partially diluted basis, assuming exercise of the Pre-Convertible Securities only).

Immediately following the transaction described above, the Acquirer held an aggregate of 2,626,000 common shares (the “Post-Shares”) and convertible securities, including the Subject Debentures, entitling the Acquirer to acquire an additional 15,150,000 common shares of the Company (the “Post-Convertible Securities”), representing approximately 2.3% of the issued and outstanding common shares of the Company (or approximately 13.5% assuming exercise of such Post-Convertible Securities only).

4. Consideration Paid.

The aggregate consideration payable for the Subject Debentures was \$200,000.

5. Purpose of the Transaction

The holdings of securities of the Company by the Acquirer are managed for investment purposes. The Acquirer may from time to time acquire additional securities of the Company, dispose of some or all of the existing or additional securities they hold or will hold, or may continue to hold their current positions.

6. Agreements, Arrangements, Commitments or Understandings with respect to Securities of the Company

The Subject Debentures were acquired in a private placement pursuant to a subscription agreement which does not contain any provisions regarding the transfer, guarantee or voting of such securities.

7. Change in Material Fact.

Not Applicable.

8. Exemption.

Section 2.3 of National Instrument 45-106 on the basis that the Acquirer is a “accredited investor” as defined therein.

9. Certification

The undersigned certifies that the information herein is true and complete in every respect.

DATED this 26th day of February, 2020

THREED CAPITAL INC.

“Gerry Feldman”

Gerry Feldman, CPA, CA

Chief Financial Officer and Corporate Secretary