

**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

Lynn Factor
126 Old Forest Road
Toronto, ON, M5P 2R9

The transaction described in item 1 above took place on February 26, 2020, and did not involve any joint actor of Lynn Factor (“Factor”).

The joint actor of Factor is Sheldon Inwentash (the “Joint Actor”), 126 Old Forest Hill Road, Toronto, ON M5P 2R9

3. Interest in Securities of the Reporting Issuer

On February 26, 2020, Factor acquired ownership of convertible debentures (the “Subject Debentures”), convertible into 3,000,000 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 4.9% 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 Factor as a result of the transaction.

Immediately before the transaction described above, Factor and her Joint Actor held an aggregate of 3,666,000 common shares of the Company (the “Pre-Closing Shares”) and convertible securities entitling Factor and the Joint Actor to acquire an additional 9,000,000 common shares of the Company (the “Pre-Closing Convertible Securities”), representing approximately 3.2% of the issued and outstanding common shares of the Company (or approximately 10.1% assuming exercise of such Pre-Closing Convertible Securities only). Of this total, Factor held an aggregate of 2,500,000 of the Pre-Closing Convertible Securities (representing approximately 2.1% of the issued and outstanding common shares of the Company assuming exercise of such Pre-Closing Convertible Securities only), and the Joint Actor held an aggregate of 3,666,000 of the Pre-Closing Shares and 6,500,000 of the Pre-Closing Convertible Securities (representing approximately 3.2% of the issued and outstanding common shares of the Company, or approximately 8.3% assuming exercise of such Pre-Closing Convertible Securities only).

Immediately following the transaction described above, Factor and the Joint Actor held an aggregate of 3,666,000 common shares (the “Post-Closing Shares”) and convertible securities, including the Subject Debentures, entitling Factor and the Joint Actor to acquire an additional 15,000,000 common shares of the Company (the “Post-Closing Convertible Securities”), representing approximately 3.2% of the issued and outstanding common shares of the Company (or approximately 14.2% assuming exercise of such Post-Closing Convertible Securities only). Of this total, Factor held an aggregate of 8,500,000 of the Post-Closing Convertible Securities (representing approximately 6.8% of the issued and outstanding common shares of the Company assuming exercise of such Post-Closing Convertible Securities only), and the Joint Actor held an aggregate of 3,666,000 of the Post-Closing Shares and 6,500,000 of the Post-Closing Convertible Securities (representing approximately 3.2% of the issued and outstanding common shares of the Company, or approximately 8.3% assuming exercise of such Post-Closing Convertible Securities only).

4. Consideration Paid.

The aggregate consideration payable for the Subject Debentures was \$150,000.

5. Purpose of the Transaction

The holdings of securities of the Company by Factor and the Joint Actor are managed for investment purposes. Factor and the Joint Actor 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 each of Factor and the Joint Actor 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

“Lynn Factor”

Lynn Factor