

NOTICE OF CHANGE IN CORPORATE STRUCTURE-AMENDED

PURSUANT TO SECTION 4.9 OF NATIONAL INSTRUMENT 51-102 - *CONTINUOUS DISCLOSURE OBLIGATIONS*

This notice to the Ontario Securities Commission, the Alberta Securities Commission, the British Columbia Securities Commission of a change in corporate structure, is given in accordance with the provisions of section 4.9 of National Instrument 51-102 ("**NI51-102**").

Item 1. Names of Parties to the Transaction:

GreenBank Capital Inc. (the "**Company**") and Ubique Minerals Limited ("Ubique") and Buchans Wileys Exploration Inc ("Buchans Wileys") and Gander Exploration Inc ("Gander") (collectively, the "**Parties**").

Item 2. Description of the Transaction:

The Plan of Arrangement occurred by statutory arrangement under Division 5 of Part 9 of the British Columbia Business Corporations Act (the "BCBCA") involving the Company and Ubique, Buchans Wileys, and Gander. The principle features of the Plan of Arrangement are summarized below, and the following is qualified in its entirety by reference to the full text of the Arrangement Agreement and the Plan of Arrangement, which are incorporated by reference into the Information Circular, copies of which were distributed to shareholders of the Company and Ubique, Buchans Wileys, and Gander and filed on www.sedar.com under the Company's profile, and the profiles of Ubique, Buchans Wileys, and Gander.

The Plan of Arrangement became effective under the BCBCA on the business day following the date of the Final Order (the "Effective Date"). Pursuant to the Arrangement Agreement, on the Effective Date the following occurred:

Ubique

- (a) GreenBank transferred 4,400,000 common shares of Ubique (the "Ubique Distribution Shares") to the GreenBank Shareholders as a dividend, as contemplated by §2.4 of the Plan of Arrangement;
- (b) GreenBank transferred the Ubique Distribution Shares to each GreenBank Shareholder on the basis of 0.16413 Ubique Distribution Share for every one GreenBank Share held as of the Share Distribution Record Date; and
- (c) Each holder of Ubique Distribution Shares was added to the central securities register of Ubique.

Buchans Wileys

- (d) GreenBank transferred 2,200,000 shares of Buchans Wileys (the "Buchans Wileys Distribution Shares") to the GreenBank Shareholders as a dividend, as contemplated by §2.4 of the Plan of Arrangement;
- (e) GreenBank transferred the Buchans Wileys Distribution Shares to each GreenBank Shareholder on the basis of 0.08206 Buchans Wileys Distribution Share for every one GreenBank Share held as of the Share Distribution Record Date; and
- (f) Each holder of Buchans Wileys Distribution Shares was added to the central securities register of Buchans Wileys.

Gander

- (g) GreenBank transferred 495,000 common shares of Gander (the “Gander Distribution Shares”) to the GreenBank Shareholders as a dividend, as contemplated by §2.4 of the Plan of Arrangement;
- (h) GreenBank transferred the Gander Distribution Shares to each GreenBank Shareholder on the basis of 0.01846 Gander Distribution Share for every one GreenBank Share held as of the Share Distribution Record Date; and
- (i) Each holder of Gander Distribution Shares was added to the central securities register of Gander.

See attached news release dated August 13, 2018

Item 3. Effective Date of the Transaction:

The Transaction became effective on August 3, 2018.

The transfer to GreenBank and the distribution of Buchans Wileys Exploration Inc. common shares by Greenbank Capital Inc. was completed on August 3, 2018.

The transfer to GreenBank and the distribution of Gander Exploration Inc. common shares by Greenbank Capital Inc. was completed on August 3, 2018.

The transfer to GreenBank and the distribution of Ubique Minerals Limited common shares by Greenbank Capital Inc. was completed on August 3, 2018.

Item 4. Names of Each Party, if any that Ceased to be a Reporting Issuer Subsequent to the Transition and of each Continuing Entity:

The Company continues to be a reporting issuer. Ubique, Buchans Wileys and Gander were not reporting issuers and are now reporting issuers in British Columbia and Alberta.

Item 5. Date of reporting issuer's first year end after the Transaction;

Buchans Wileys Exploration Inc first year end after the Transaction is April 30, 2019

Gander Exploration Inc first year end after the Transaction is April 30, 2019

Ubique Minerals Limited first year end after the Transaction is July 31, 2019

Item 6. The periods, including comparative periods, if any of the interim and annual financial statements of the Reporting Issuer's first financial year following the Transaction:

Buchans Wileys Exploration Inc first year end after the Transaction is April 30, 2019 compared to April 30, 2018. Interim periods will be July 31, 2018, October 31st 2018, and January 31st 2019, compared to January 31st 2018, and April 30th 2018. Buchans Wileys Exploration Inc was incorporated October 30, 2017 and does not have full comparative periods.

Gander Exploration Inc first year end after the Transaction is April 30, 2019 compared to April 30, 2018. Interim periods will be July 31, 2018, October 31st 2018, and January 31st 2019, compared to April 30th 2018. Gander Exploration Inc was incorporated March 16, 2018 and does not have full comparative periods.

Ubique Minerals Limited first year end after the Transaction is July 31, 2019 compared to July 31, 2018. Interim periods will be October 31, 2018, January 31st 2019, April 30th 2019 compared to October 31, 2017, January 31st 2018, April 30th 2018.

Item 7. Documents filed on the Company's SEDAR profile at www.sedar.com that describe the transaction:

Information Circular and Securities Holders Documents comprising Final Order and Plan of Arrangement

Date of Report:

August 15, 2018