# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 10098017

ITEM 1 - REPORT TYPE													
✓ New report													
Amended report													
TEM 2 - PARTY CERTIFYING THE REPORT													
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 than an investment fund)													
ITEM 3 - ISSUER NAME AND OTHER IDENTIFIERS													
Provide the following informatic			-					ut the fund.					
Full legal name Golden Independence Mining Corp.													
Previous full legal name													
If the issuer's name changed in the last 12 months, provide most recent previous legal name.													
Website www.goldenindependence.co (if applicable)													
If the issuer has a legal entity id	If the issuer has a legal entity identifier, provide below. Refer to Part B of the Instructions for the definition of "legal entity identifier".												
Legal entity i	identifier												
If two or more issuers distributed	d a single se	ecurity, pro	vide the	full legal	name	(s) of th	e co-issı	uer(s) other th	an the issue	r named a	ibove.		
Full legal name(s) of co-	issuer(s)							(if applicable	e)				
							Y						
ITEM 4 - UNDERWRITER													
If an underwriter is completing t	the report, p	provide the	underw	riter's full	legal	name a	nd firm i	NRD number.					
Firm NRD number							(if app	olicable)					
If the underwriter does not have	e a firm NRL	D number,	provide	the head	office	contact	informa	tion of the un	derwriter.				
Street address									[				
Municipality							Prov	ince/State					
Country						Pos	tal code	e/Zip code					
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 2 1 2 2 9 9
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 Ves If yes, provide SEDAR profile number 0 0 0 4 4 7 8 2
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

If the issue is an investment fund, provide the following information:     a) Investment fund manager information     Full legal name     Furn NRD number      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 Guntry Postal code/Zip code Telephone number D Type of investment fund Tree 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 that most accurately identifies the issuer (select only one). Indicate whether one or both of the following apply to the investment fund. Investing in the investment fund issuers Is a UCIT's Fund's) Understaining for the Collective Investment of Transferable Securities funds (UCIT's Funds) are investment funds regulated by the European Union It of the collective Investment of the investment fund. YNYY Mu DD
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
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CUSIP number
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  to
\$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

a)       Currency         Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.         Image: Canadian dollar       US dollar									
Image: Canadian dollar       US dollar       Euro       Other (describe)         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       2023       03       01         Yvyy       MM       DD       End date       2023       03       01         Vyyy       MM       DD       Yvyy       MM       DD       Vyyy       MM       DD         c) Detailed purchaser information       Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.       0       1ypes of securities 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 of security being distributed.       Single or Total amount       Total amount         Security       CUSIP number       Description of security       Number of securities distributed.       Single or Total amount         U       B       S 381083203       S0.31 per Unit. Each Warrant is every rate and one transferable common share and one transferable common share until March 1, 2025.       Single or Total amount       Highest price									
b) Distribution date(s)         State the distribution stort 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       2023       03       01         YYYY       MM       DD       YYYY       MM         c) Detailed purchaser information       End date       2023       03       01         Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.         Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.         Of periodic distributed         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 of security basis and to the security being distributed.         Security CUSIP number (laplicable)         Description of security       Number of securities distributed         U       B       S       381083203       S0.31 per Unit. Each Warrant is exercisable into one common share purchase warrant of the Issuer at a price of									
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Complete Schedule 1 of this form for each purchaser and attach the schedule to the completed report.         d) Types of securities distributed         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.         Security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.         Security code. If applicable       Description of security       Number of securities       Single or lowest price       Highest price       Total amount         Image: Colspan="2">Image: CuSIP number (fapplicable)         Description of security       Number of securities       Single or lowest price       Highest price       Total amount         Image: CuSIP number (fapplicable)       Each Unit is comprised of one common share and one transferable common share purchase warrant of the Issuer at purce of \$0.50 per common share and price of \$0.50 per common share until March 1, 2025.       0.3100       2,193,669.43         Image: Purchase and Convertible/exchangeable securities       Image: Purchase and price of \$0.50 per common share until March 1, 2025.       Purchase and price of \$0.50 per common share until March 1, 2025.         If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio									
d) Types of securities distributed         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.         Security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number of security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number of security being distributed.         Security code       CUSIP number (if applicable)       Description of security       Number of securities       Single or lowest price       Highest price       Total amount         U       B       S       381083203       \$0.31 per Unit. Each Warrant is exercisable into one common share of the Issuer at purchase warrant of the Issuer at a price of \$0.50 per common share until March 1, 2025.       0       Details of rights and convertible/exchangeable securities         If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable securities									
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.           Security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.           Security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.           Security code.         CusiP number (if applicable)         Description of security         Number of securities         Single or lowest price         Highest price         Total amount           U         B         S         381083203         So.31 per Unit. Each Warrant is exercisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.         So.50 per common share until March 1, 2025.         If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable securities									
security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.          Canadian \$         Single or idapplicable         CUSIP number (if applicable)         Description of security         Number of securities         Single or iowest intervention         CUSIP number (if applicable)         Description of security         Number of securities         Single or iowest intervention         CUSIP number (if applicable)         Description of security         Number of securities         Single or iowest intervention         Lach Unit is comprised of one common share and one transferable common share purchase warrant of the Issuer at a price of \$0.3100       2,193,669.43         Number of securities         B       S       381083203       Colspan="4">Co									
Security code       CUSIP number (if applicable)       Description of security       Number of securities       Single or lowest price       Highest price       Total amount         U       B       S       381083203       Each Unit is comprised of one common share and one transferable common share purchase warrant of the Issuer at secricisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.       7,076,353.00       0.3100       2,193,669.43         e)       Details of rights and convertible/exchangeable securities       March 1, 2025.       If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.									
Security       CUSP number of securities       Number of securities       Iowest price       Highest price       Total amount         U       B       S       381083203       Each Unit is comprised of one common share and one transferable common share purchase warrant of the Issuer at \$0.31 per Unit. Each Warrant is exercisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.       7,076,353.00       0.3100       2,193,669.43         e)       Details of rights and convertible/exchangeable securities       Image: Solution of the Issuer at a price of \$0.50 per common share until March 1, 2025.       Image: Solution of the Issuer at a price of solution of the Issuer at a price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.         Convertible / worbangeable       Underlying       Exercise price       Exercise price									
U       B       S       381083203       common share and one transferable common share purchase warrant of the Issuer at spurchase warrant of the Issuer at spurchase warrant of the Issuer at a price of \$0.31 per Unit. Each Warrant is exercisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.         e)       Details of rights and convertible/exchangeable securities         If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.         Convertible / exchangeable       Exercise price         Exercise price       Expire date									
If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.         Convertible / exchangeable       Exercise price         Exercise price       Expire date									
were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.         Convertible / exchangeable       Exercise price         Exercise price       Expire date									
exchangeable Underlying Exercise price Expiry date Conversion									
security code security code Lowest Highest Canadian \$) (YYYY- MM-DD) ratio Describe other items (if applicable)									
W     N     T     C     M     S     0.5000     0.5000     2025-03-01     1:1     Each Warrant is exercisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.									
f) Summary of the distribution 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 on     Number of unique <sup>2®</sup> purchasers     Total amount (Canadian \$)									
Alberta         NI 45-106 2.3 [Accredited investor]         5         111,299.92									

British Columbia	NI 45-106 2.5 [Family, friends and business associates]	1	37,200.00					
British Columbia	NI 45-106 2.3 [Accredited investor]	39	777,789.69					
Ontario	NI 45-106 2.3 [Accredited investor]	14	703,080.00					
Saskatchewan	NI 45-106 2.3 [Accredited investor]	1	46,500.00					
United States	NI 45-106 2.3 [Accredited investor]	1	399,999.82					
Virgin Islands, British	NI 45-106 2.3 [Accredited investor]	1	31,000.00					
Germany	NI 45-106 2.3 [Accredited investor]	1	37,200.00					
Monaco	NI 45-106 2.3 [Accredited investor]	1	49,600.00					
	Total dollar amount of securities distributed							
	Total number of unique purchasers <sup>2b</sup> 64							

<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 compen	sated and regis	stration	status											
Indicate whether the person compensated is a registrant. No Yes														
If the person compensated is an individual, provide the name of the individual.														
Full legal name of individual														
Family name     First given name     Secondary given names														
If the person compensated is not a	n individual, prov	ide the j	following	infori	mation.									
Full legal name of	Full legal name of non-individual PI Financial Corp./Corporation Financière PI													
Firm NRD number5290(if applicable)														
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves														
b) Business contact informa	ation													
If a firm NRD number is not provid	ded in Item 8 (a), p	orovide	the busin	ess co	ntact info	rmation	n of the	perso	n bei	ng con	npensated.			
Street address														
Municipality							ŀ	Provir	nce/S	State				
Country						P	Postal	code/	Zip d	code				
Email address							Tele	ohone	e nur	nber				
c) Relationship to issuer or investment fund manager														
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 investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager None of the above														
d) Compensation details														
Provide details of all compensation Canadian dollars. Include cash con incidental to the distribution, such allocation arrangements with the a Cash commissions paid	nmissions, securiti as clerical, printin lirectors, officers o	es-baseo g, legal	d compen or accour	nsation nting :	n, gifts, dis services. A	counts n issuer	or othe r is not	er com requir by the	penso red to	ation. ask fo er.	Do not repo	ort paym pout, or r	ents for s	ervices internal
Value of all securities distributed as compensation <sup>4</sup>				S	Security co	odes		W	Ν	Т				
Describe terms of warrants, options or other rights 6,000 warrants, with each warrant being exercisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.														
Other compensation <sup>5</sup>			Desc	ribe										
Total compensation paid	1,80	60.00												
Check box if the perso	on will or may reco	eive any	/ deferred	d com	pensatior	ı (descr	ribe the	e terms	s belo	ow)				
<sup>4</sup> Provide the aggregate value of a additional securities of the issuer. rights exercisable to acquire addi <sup>5</sup> Do not include deferred compen-	Indicate the secutional securities of	urity cod	des for all											er

a) Name of person comp	ensated and regis	stration	status											
Indicate whether the person con	npensated is a regist	trant.			🗌 No		$\checkmark$	Yes	6					
If the person compensated is an individual, provide the name of the individual.														
Full legal name of individual														
Family name     First given name     Secondary given names														
If the person compensated is not an individual, provide the following information.														
Full legal name	of non-individual	LEED	E JONES	5 G,	ABLE IN	С.								
Fi	rm NRD number	5	7	7	0					(if app	licable)			
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. Ves														
b) Business contact infor	mation													
If a firm NRD number is not pro	vided in Item 8 (a),	provide	the busines	ss co	ontact info	rmation	of the	perso	n bei	ng con	npensate	ed.		
Street address														
Municipality							F	Provir	nce/S	State				
Country						Ρ	ostal	code/	/Zip (	code				
Email address	Email address   Telephone number													
c) Relationship to issuer or investment fund manager														
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 investment fund manager       Insider of the issuer (other than an investment fund)         Director or officer of the investment fund or investment fund manager       Employee of the issuer or investment fund manager														
✓ None of the above														
d) Compensation details														
Provide details of all compensati Canadian dollars. Include cash c incidental to the distribution, suc allocation arrangements with th	ommissions, securiti h as clerical, printin e directors, officers c	es-base g, legal or emplo	d compens or account	atio ting	n, gifts, dis services. A	counts n issuer	or othe r is not	er com requii	penso red to	ation. ask fo	Do not re	eport pay	ments for	services
Cash commissions pa	id 2,9	76.00						Secu	rity co	ode 1	Security	y code 2	Security	code 3
Value of all securitie distributed as compensation	-			S	Security co	des		W	Ν	Т				
Describe te	erms of warrants, o	otions o	r other righ	nts		n share	e of th	e Iss	uer a				le into or r commo	
Other compensation	1 <sup>5</sup>		Descri	be										
Total compensation pai	d 2,9	76.00												
Check box if the per	son will or may rec	eive any	y deferred	com	pensatior	(descr	ibe the	e term	s belo	ow)				
<sup>4</sup> Provide the aggregate value of additional securities of the issu rights exercisable to acquire ac <sup>5</sup> Do not include deferred compo- security of the security of the secu	er. Indicate the sec Iditional securities d	urity cod	des for all s											her

a) Name of person comp	ensated and regis	stration status										
Indicate whether the person cor	npensated is a regist	trant.		🗌 No		$\checkmark$	Yes					
If the person compensated is an	individual, provide	the name of the	individ	dual.								
Full legal name of individual												
Family name     First given name     Secondary given names												
If the person compensated is not an individual, provide the following information.												
Full legal name	Full legal name of non-individual RESEARCH CAPITAL CORPORATION / CORPORATION RECHERCHE CAPITAL											
Firm NRD number     3     0     7     0     (if applicable)												
Indicate whether the person cor	npensated facilitated	d the distributior	n throu	ıgh a fundi	ng port	al or ar	interne	et-based	portal.	$\checkmark$	No 🗌	] Yes
b) Business contact infor	mation											
If a firm NRD number is not pro	vided in Item 8 (a), J	provide the busi	ness co	ontact info	mation	of the	person	being con	npensated.			
Street address												
Municipality						Ρ	rovinc	e/State				
Country					Р	ostal c	ode/Zi	ip code				
Email address												
c) Relationship to issuer or investment fund manager												
Indicate the person's relationshi										onnected"	in Part E	8(2) of
the Instructions and the meanin	-		-106 [	or the purp		-	-			invootmo	at fund)	
Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund)												
Director or officer of the	Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager											
✓ None of the above												
d) Compensation details												
Provide details of all compensat Canadian dollars. Include cash c incidental to the distribution, su allocation arrangements with th	ommissions, securiti ch as clerical, printin	es-based compe g, legal or accou	nsatio Inting	n, gifts, dis services. A	counts ( n issuer	or othei • is not i	r compe required	ensation. I to ask fo	Do not repo	rt payme	nts for se	rvices
Cash commissions pa	id 63,7	05.59					Security	code 1	Security co	ode 2 S	ecurity co	de 3
Value of all securitie distributed as compensatio	-		5	Security co	des		WN	N T				
Describe terms of warrants, options or other rights Describe terms of warrants, options or other rights common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.												
Other compensation	٦ <sup>5</sup>	Des	cribe									
Total compensation pa	id 63,7	05.59										
Check box if the pe	rson will or may rec	eive any deferre	ed com	npensation	(descr	ibe the	terms b	below)				
<sup>4</sup> Provide the aggregate value of additional securities of the issu- rights exercisable to acquire an <sup>5</sup> Do not include deferred comp	er. Indicate the sec Iditional securities d	urity codes for a										er

a) Name of person comp	ensated and regis	stration sta	atus							
Indicate whether the person compensated is a registrant. No Ves										
If the person compensated is an individual, provide the name of the individual.										
Full legal name of individual										
		Family name	9	F	irst given	name		Secondar	/ given names	
If the person compensated is no	t an individual, prov	ide the follo	wing infor	mation.						
Full legal name of non-individual HAYWOOD SECURITIES INC. / VALEURS MOBILIERES HAYWOOD Inc.										
Firm NRD number    1    6    3    0    (if applicable)										
Indicate whether the person con	npensated facilitated	the distrib	ution throu	ıgh a funding p	ortal or a	in internet-	-based p	portal. [	🗸 No 🗌	] Yes
b) Business contact infor	mation									
If a firm NRD number is not pro	vided in Item 8 (a), J	provide the	business co	ontact informat	ion of the	e person be	ing con	npensated.		
Street address										
Municipality						Province/	State			
Country				]	Postal	code/Zip	code			
Email address					Tele	phone nu	mber			
c) Relationship to issuer	or investment fun	d manage	r	<u>.</u>				<u> </u>		
Indicate the person's relationshi the Instructions and the meanin									ted" in Part I	B(2) of
Connect with the issu	er or investment fur	id manager			Inside	r of the iss	uer (oth	ner than an inve	stment fund)	
Director or officer of the	ne investment fund	or investme	ent fund ma	anager	Emplo	yee of the	issuer	or investment fu	ind manager	
✓ None of the above										
d) Compensation details										
Provide details of all compensati Canadian dollars. Include cash c incidental to the distribution, suc allocation arrangements with th	ommissions, securiti ch as clerical, printin e directors, officers c	es-based co g, legal or d	mpensatic accounting	n, gifts, discour services. An iss	nts or othe uer is not	er compen: required t	sation. I o ask fo	Do not report pa	yments for se	ervices
Cash commissions pa	id				[	Security c	ode 1	Security code 2	Security co	ode 3
Value of all securitie distributed as compensation	-		:	Security codes		W N	Т			
Describe terms of warrants, options or other rights 9,677 warrants, with each warrant being exercisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.										
Other compensation	۱ <sup>5</sup>		Describe							
Total compensation pa	id									
Check box if the pe	rson will or may rec	eive any de	ferred con	npensation (de	scribe the	e terms be	low)			
<sup>4</sup> Provide the aggregate value of additional securities of the issu rights exercisable to acquire ad <sup>5</sup> Do not include deferred comp	er. Indicate the sec Iditional securities d	urity codes	for all sect							er

a) Name of person compe	ensated and regis	stration	status											
Indicate whether the person com	pensated is a regist	rant.		🗌 No		$\checkmark$	Yes							
If the person compensated is an individual, provide the name of the individual.														
Full legal name of indivi	dual													
		First given name Secondary g					given nam	es						
If the person compensated is not	t an individual, prov	ide the f	following info	rmation.										
Full legal name	of non-individual	GLOR	ES SECUR	RITIES INC	;									
Firm NRD number70180(if applicable)														
Indicate whether the person com	pensated facilitated	the dis	tribution thro	ugh a fundii	ng porta	al or an	inter	net-bas	ed p	ortal.	$\checkmark$	] No	□ Y	/es
b) Business contact inforr	mation													
If a firm NRD number is not pro	vided in Item 8 (a), <sub>I</sub>	orovide t	the business c	ontact infor	mation	of the	persor	n being	сот	pensated.				
Street address														
Municipality						Ρ	rovin	ce/Sta	ate					
Country					Po	ostal c	code/2	Zip co	de					
Email address						Telep	hone	numb	er					
c) Relationship to issuer of	or investment fun	d mana	iger											
Indicate the person's relationship the Instructions and the meaning Connect with the issue	g of "control" in sec	tion 1.4	of NI 45-106		oses of a	comple	eting t	his sect	ion.	ning of "co er than an				of
Director or officer of th	e investment fund	or invest	tment fund m	anager		molov	vee of	tha icc		or investm	ont fun	d manac	or	
<ul> <li>✓ None of the above</li> </ul>				anager	LJ -	Imploy					ont fun	a manag		
d) Compensation details														
Provide details of all compensation Canadian dollars. Include cash co incidental to the distribution, suc allocation arrangements with the	ommissions, securiti h as clerical, printin e directors, officers c	es-based g, legal or emplo	d compensation or accounting	on, gifts, diso 1 services. Ai	counts o n issuer	or othei is not i	r comp require	pensatio ed to as	on. D	o not repo	ort payı	ments fo	· servic	ces
Cash commissions pai	a 1,8	60.00					Securi	ty code	1	Security c	ode 2	Security	code 3	3
Value of all securities distributed as compensatior				Security co	des		W	N	Т					
Describe terms of warrants, options or other rights 6,000 warrants, with each warrant being exercisable into one common share of the Issuer at a price of \$0.50 per common share until March 1, 2025.														
Other compensation	5		Describe											
Total compensation pai	d 1,8	60.00												_
Check box if the per	son will or may rec	eive any	deferred co	mpensation	(descril	be the	terms	below	)					
<sup>4</sup> Provide the aggregate value of additional securities of the issue rights exercisable to acquire ad <sup>5</sup> Do not include deferred competition <sup>5</sup> Do not include deferred competition	er. Indicate the sec Iditional securities d	urity cod	les for all sec											

ITEM 9 - DIRECTORS, EXECU	TIVE OFFICERS	AND PROMOT	ERS OF THE ISS	SUER					
If the issuer is an investment fund	d, 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).				
<ul><li>Reporting issuer in any juris</li></ul>	diction of Canada								
Foreign public issuer									
Wholly owned subsidiary of	a reporting issuer i	n any jurisdiction of	Canada <sup>6</sup>						
Provide nar	ne of reporting issue	ər						]	
Wholly owned subsidiary of	a foreign public iss	suer <sup>6</sup>							
Provide name of	foreign public issue	er							
Issuer distributing only eligible foreign securities and the distribution is to permitted clients 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 subsic securities that are required by law to respectively. <sup>7</sup> Check this box if it applies to the cu clients. Refer to the definitions of "e	o be owned by its di urrent distribution ev ligible foreign secur	irectors, are benefic ven if the issuer mac rity" and "permitted o	ially owned by the re de previous distribut client" in Part B(1) of	eporting issuer or t ions of other types	he foreign	public is	suer,		
a) Directors, executive officer	s and promoters	of the issuer							
Provide the following information for territory; otherwise state the country.						tate the	province	or	
Organization or company name	Family name	First given name	Secondary given names	Business loc non-individu resident jurisdictio individu	ual or ail n of		onship to ct all that		
				Province or	country	D	0	Р	
b) Promoter information									
If the promoter listed above is not ar within Canada, state the province or									
Organization or company name	Family name	First given name	Secondary given names	Secondary given Jurisdiction of (sel		Relationship to prom ect one or both if app			
				Province or	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	Golden Independence Mining Corp.								
Full legal name	Poirier	Jeremy							
	Family name First given name			Secondary given names					
Title	Chief Executive Officer								
Telephone number 6047229842		Email address	jeremypo	eremypoirier604@gmail.com					
Signature	(signed) "Jeremy Poirier"	Date	2023	03	10				
			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	Melder	Tamara			Title	Legal Assistant
-	Family name	First given name	Secondary g	given names		
Name of company	Bennett Jones LLP					
Telephone number	6048915316	Er	nail address	meldert@ber	nettjone	es.com

#### 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.