Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9260898

ITEM 1 - REPORT TYPE						
✓ New report						
Amended report If amended, provide filing date of report that is being amended (YYYY-MM-DD)						
ITEM 2 - PARTY CERTIFYING TH	E REPORT					
Indicate the party certifying the report (sel Instrument 81-106 Investment Fund Conti			investment fund, refer to sect	tion 1.1 of National		
☐ Investment fund issuer	naous Disclosure and the comp	amon policy to 141 01 100.				
✓ Issuer (other than an investment of the state of th	stment fund)					
Underwriter						
ITEM 3 - ISSUER NAME AND OT						
Provide the following information about the issuer, or if the issuer is an investment fund, about the fund.						
Full legal name Cross River Ventures Corp.						
Previous full legal name						
If the issuer's name changed in th	e last 12 months, provide most	recent previous legal name.				
Website	https://crossriverventur	es.com/ (if applic	able)			
If the issuer has a legal entity identifier, pr	ovide below. Refer to Part B of t	he Instructions for the definiti	on of "legal entity identifier".			
Legal entity identifier						
If two or more issuers distributed a single s	security, provide the full legal no	ame(s) of the co-issuer(s) othe	than the issuer named abov	e.		
Full legal name(s) of co-issuer(s)		(if applicable)				
ITEM A. HAIDEDWRITED INCORN	AATION					
ITEM 4 - UNDERWRITER INFORM						
If an underwriter is completing the report,	provide the underwriter's full le	gal name and firm NRD num	per.	7		
Full legal name						
Firm NRD number		(if applicable)				
If the underwriter does not have a firm NRD number, provide the head office contact information of the underwriter.						
Street address						
Municipality		Province/Stat	е			
Country		Postal code/Zip cod	е]		
Telephone number		Websi	е	(if applicable)		

If the issuer is an investment fund, do not complete item 5. Proceed to Item 6. 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 0 If the issuer is in the mining industry, 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. V 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					
AlcS industry code					
If the issuer is in the mining industry, 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					
mining industry. Select the category that best describes the issuer's stage of operations. Exploration					
Is the issuer does not have SEDAR profile complete item 5(d) - (h). d) Head office address Street address Municipality Country Date of formation and financial year-end Date of formation and financial year-end Date of formation The province of the following? If yes, select all that apply. Country SEDAR profile Private companies Consumer debt Private companies Private companies Private companies Private companies Double of formation and financial year-end Date of formation Financial year-end No Yes Financial year-end Pressure a reporting issuer in any jurisdication of Canada? No Yes No Yes No Yes Province/State Province/S					
Mortgages Real estate Commercial/business debt Consumer debt Private companies Cryptoassets					
Cryptoassets b) Number of employees Number of employees:					
Number of employees:					
c) SEDAR profile number Does the issuer have a SEDAR profile? No Yes If yes, provide SEDAR profile number 0 0 0 4 5 0 9 4 If the issuer does not have SEDAR profile complete item 5(d) - (h). d) Head office address Street address Municipality Country Postal code/Zip code Telephone number e) Date of formation and financial year-end Date of formation The postal year-end Pinancial year-end 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.					
Does the issuer have a SEDAR profile? No Yes If yes, provide SEDAR profile number 0 0 0 4 5 0 9 4 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 and financial year-end 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.					
No Yes If yes, provide SEDAR profile number 0 0 0 4 5 0 9 4 If the issuer does not have SEDAR profile complete item 5(d) - (h). Head office address					
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 MM DD Financial year-end 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.					
Street address Municipality Country Postal code/Zip code Telephone number e) Date of formation and financial year-end Date of formation The postal code/Zip code Telephone number Financial year-end 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.					
Street address Province/State Postal code/Zip code Telephone number e) Date of formation and financial year-end Date of formation Financial year-end 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.					
Municipality Country Telephone number Date of formation and financial year-end The phone number Date of formation Telephone number Financial year-end MMM DD The phone number Financial year-end MMM DD The phone number The					
Country Telephone number e) Date of formation and financial year-end Date of formation YYYY MM DD Financial year-end 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.					
e) Date of formation and financial year-end Date of formation Financial year-end 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.					
Date of formation YYYY MM DD Financial year-end 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.					
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.					
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.					
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
\$100M to under \$500M	☐ \$500M to under \$1B	\$1B or over

ITEM 6 - INVESTMENT	FUND ISSUER INFORMATION					
If the issuer is an inves	tment fund, provide the following information.					
a) Investment fund ma	anager information					
Full legal name						
Firm NRD number	(if applicable)					
If the investment fund mand	ager does not have a firm NRD number, provide the head office contact information of the investment fund manager.					
Street address						
Municipality	Province/State					
Country	Postal code/Zip code					
Telephone number	Website (if applicable)					
b) Type of investment	fund					
Type of investment fund tha	nt most accurately identifies the issuer (select only one) .					
Money market	☐ Equity ☐ Fixed income ☐ Balanced					
Alternative strateg	gies Cryptoasset Other (describe)					
Indicate whether one or bot	h of the following apply to the investment fund .					
Invests primarily in	n other investment fund issuers					
☐ Is a UCITs Fund¹						
¹ Undertaking for the Collec (EU) directives that allow c	tive Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.					
c) Date of formation a	and financial year-end of the investment fund					
Date of forma	tion Financial year-end MM DD MM DD					
d) Reporting issuer st	atus of the investment fund					
Is the investment fund a rep	Is the investment fund a reporting issuer in any jurisdication of Canada? No Yes					
If yes, select the jurisdictions	s of Canada in which the investment fund is a reporting issuer.					
☐ AII ☐	AB BC MB NB NL NT					
□ NS □	NU ON PE QC SK YT					
e) Public listing status	e) Public listing status of the investment fund					
If the investment fund has a CUSIP number, provide below (first 6 digits only)						
CUSIP number						
If the investment fund is publicly listed, provide the name of the exchange on which the investment fund's 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						
f) Net asset value (NAV) of the investment fund						
	investment fund as of the date of the most recent NAV calculation (Canadian \$).					
\$0 to under \$5M	\$5M to under \$25M \$25M to under \$100M					
\$100M to under \$500	DM \$500M to under \$1B \$1B or over Date of NAV calculation: YYYY MM DD					

ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION

If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include in Item 7 and Schedule 1 information about purchasers resident in that jurisdiction of Canada only. Do not include in Item 7 securities issued as payment of commissions or finder's fees in connection with the distribution, which must be disclosed in Item 8. The information provided in Item 7 must reconcile with the information provided in Schedule 1 of the report.

a)	Currency						
Selec	Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.						
✓ (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	2020	10	01	End date	2020	10	01
	YYYY	MM	DD		YYYY	MM	DD

c) Detailed purchaser information

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.

						Canadian \$	
	Security code	CUSIP number (if applicable)	Description of security	Number of securities	Single or lowest price	Highest price	Total amount
l	ЈВ	S	Units. Each Unit consists of 1 common share and 1/2 warrant. Each whole warrant entitles the holder to acquire 1 additional common share at \$0.40 for a period of 24 months from issuance.	7,000,000.00	0.2500		1,750,000.00

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 security code Underlying security code		•		se price adian \$)	Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other items (if applicable)			
						Lowest	Highest			
W	N	Т	С	М	S	0.4000		2022-10-01	1:1	

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 ²⁸ purchasers	Total amount (Canadian \$)
Alberta	NI 45-106 2.3 [Accredited investor]	3	110,000.00
British Columbia	NI 45-106 2.3 [Accredited investor]	33	920,000.00
British Columbia	NI 45-106 2.5 [Family, friends and business associates]	1	5,000.00
Germany NI 45-106 2.3 [Accredited investor]		1	40,000.00
Hong Kong	NI 45-106 2.3 [Accredited investor]	2	35,000.00

Ontario	NI 45-106 2.3 [Accredited investor]	8	220,000.00
Panama	NI 45-106 2.3 [Accredited investor]	2	70,000.00
Paraguay	NI 45-106 2.3 [Accredited investor]	1	100,000.00
Thailand	NI 45-106 2.3 [Accredited investor]	1	250,000.00
	curities distributed	1,750,000.00	
	Total number of unique purchasers ^{2b}	52	

^{2a} In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one 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. 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	

³"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)

^{2b} 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.

Provide information for each person (as defined in NI 45-106) to whom the issuer directly provides, or will provide, any compensation in connection with the distribution. Complete additional copies of this page if more than one person was, or will be, compensated. Indicate whether any compensation was paid, or will be paid, in connection with the distribution. No Yes If yes, indicate number of persons compensated.	ITEM 8 - COMPENSATION INFORMATION
No ✓ Yes If yes, indicate number of persons compensated.	Indicate whether any compensation was paid, or will be paid, in connection with the distribution.
	No ✓ Yes If yes, indicate number of persons compensated. 6

a) Name of person comper	sated and registration	n 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 individ	ual								
	Family	name	Fir	st given n	ame	Seco	ondary given name	es	
If the person compensated is not an individual, provide the following information.									
Full legal name of	non-individual PI F	nancial Corp.							
Firm NRD number 5 2 9 0 (if applicable)									
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. V No Yes									
b) Business contact information									
If a firm NRD number is not provi	ded in Item 8 (a), provide	e the business co	ontact informatio	on of the	person being o	ompensated.			
Street address									
Municipality				F	rovince/Stat	е			
Country				Postal o	code/Zip cod	е			
Email address				Telep	hone numbe	er			
c) Relationship to issuer or investment fund manager									
Indicate the person's relationship the Instructions and the meaning							onnected" in Par	rt B(2) of	
<u></u>				-	-		investment fun	ıd)	
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	mivediment rand of mive	ounding rund me		Lilipio	ree of the lood	or or investme	one rana manag	, Ci	
d) Compensation details									
Provide details of all compensation Canadian dollars. Include cash con incidental to the distribution, such allocation arrangements with the d	nmissions, securities-bas as clerical, printing, lega	ed compensatio Il or accounting	n, gifts, discount services. An issu	s or othe er is not i	r compensation required to ask	n. Do not repo	ort payments for	r services	
Cash commissions paid	9,800.00	1			Security code 1	Security co	ode 2 Security	code 3	
Value of all securities distributed as compensation ⁴			Security codes		W N T	 			
·	ms of warrants, options	or other rights					older to acqui		
O.1 5		Dogoribo	common sha	re at \$0	.40 for a per	iod of 24 mo	onths from iss	uance.	
Other compensation ⁵		Describe							
Total compensation paid	9,800.00								
Check box if the person	on will or may receive a	ny deferred com	npensation (desc	cribe the	terms below)				
⁴ Provide the aggregate value of a additional securities of the issuer	. Indicate the security co	odes for all secu	on, <u>excluding</u> op urities distributed	tions, wa d as com	nrrants or other pensation, <u>inc</u>	r rights exerci Lluding options	isable to acquire s, warrants or o	e ther	
rights exercisable to acquire additions 5 Do not include deferred compensations.		33UGI .							

a) Name of person compen	sated and registrati	on 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 individu	ıal									
	Famil	y name	Firs	st given na	ame	Secor	ndary given names			
If the person compensated is not a	If the person compensated is not an individual, provide the following information.									
Full legal name of non-individual Haywood Securities Inc.										
Firm NRD number 1 6 3 0 (if applicable)										
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. V No Yes										
b) Business contact information	b) Business contact information									
If a firm NRD number is not provid	led in Item 8 (a), provid	de the business co	ontact information	n of the p	erson being co	mpensated.				
Street address										
Municipality				Pr	rovince/State	,				
Country			F	Postal co	ode/Zip code	,		_		
Email address				Teleph	none number					
c) Relationship to issuer or investment fund manager										
Indicate the person's relationship we the Instructions and the meaning of							nnected" in Part B	3(2) of		
Connect with the issuer				-	-		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 compensation	naid or to be naid to	the person ident	ified in Itam 9(a) i	n connoc	tion with the	listribution Dr	rovido all amount	c in		
Canadian dollars. Include cash com	nmissions, securities-ba	Ised compensatio	n, gifts, discounts	or other	compensation	. Do not repor	t payments for se	ervices		
incidental to the distribution, such allocation arrangements with the a						for details abo	out, or report on, i	nternal		
Cash commissions paid	12,250.0		,	_		Security co	de 2 Security co	do 2		
Value of all securities			D		Security code 1 N N T	Security col	de 2 Security Co	de 3		
distributed as compensation ⁴			Security codes							
Describe terms of warrants, options or other rights 49,000 Warrants. Each warrant entitles the holder to acquire 1 common share at \$0.40 for a period of 24 months from issuance.										
Other compensation ⁵		Describe						_		
Total compensation paid	12,250.0	Ō								
Check box if the perso	n will or may receive	⊐ any deferred con	npensation (desc	ribe the t	erms below)					
⁴ Provide the aggregate value of a	Il cogurities distribute	d as companasti	an avaluding anti	ione we	rante or other	riahte evereis	eable to acquire			
⁴ Provide the aggregate value of a additional securities of the issuer.	Indicate the security	codes for all sect	urities distributed	as comp	ranis or other pensation, <u>incli</u>	uding options,	warrants or othe	er.		
rights exercisable to acquire addi ⁵ Do not include deferred compen-		issuei.								

a) Name of person comper	nsated and regist	ration status							
Indicate whether the person comp	ensated is a registro	ant.	☐ No	√	Yes				
If the person compensated is an ir	ndividual, provide th	e name of the indiv	idual.						
Full legal name of individ	ual								
	F	amily name		First given	name		Seco	ndary given n	ames
If the person compensated is not an individual, provide the following information.									
Full legal name of	non-individual	Industrial Alliance	Securities Ir	nc.					
Firm NRD number 1 5 4 0 0 (if applicable)									
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. V No Yes									
b) Business contact inform	ation								
If a firm NRD number is not provi	ded in Item 8 (a), pr	ovide the business o	ontact informa	ation of the	person be	eing com	pensated.		
Street address									
Municipality				ı	Province	/State			
Country				Postal	code/Zip	code			
Email address			Ī	Tele	phone nu	umber			
c) Relationship to issuer or investment fund manager									
Indicate the person's relationship the Instructions and the meaning			-				ning of "co	nnected" in	Part B(2) of
Connect with the issuer			, ,	_	-		er than an	investment	fund)
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 compensation Canadian dollars. Include cash cor incidental to the distribution, such allocation arrangements with the	nmissions, securities as clerical, printing,	s-based compensati legal or accounting	on, gifts, discou services. An is	unts or othe ssuer is not	er compen required t	sation. L to ask fo	o not repoi	rt payments	for services
Cash commissions paid	12,25	0.00			Security of	code 1	Security co	de 2 Secu	rity code 3
Value of all securities distributed as compensation ⁴			Security codes	s	W N	Т			
Describe terms of warrants, options or other rights 49,000 Warrants. Each warrant entitles the holder to acquire 1 common share at \$0.40 for a period of 24 months from issuance.									
Other compensation ⁵		Describe							
Total compensation paid	12,25	0.00							
Check box if the personal Check box is a check box if the personal Check box is a check box in the personal Check box in the personal Check box is a check box in the personal Check box in the personal Check box is a check box in the personal Check box							ahts exercis	sable to acq	uire
additional securities of the issuer rights exercisable to acquire add ⁵ Do not include deferred compen	r. Indicate the secui litional securities of	rity codes for all sec							

a) Name of person comper	nsated and registr	ation 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 individ	ual									
	Fa	mily name	Firs	t given na	me	Seconda	ary given names			
If the person compensated is not o	If the person compensated is not an individual, provide the following information.									
Full legal name of	non-individual	Canaccord Genui	ty Corp.							
Firm NRD number 9 0 0 (if applicable)										
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. V No Yes										
b) Business contact information										
If a firm NRD number is not provi	ded in Item 8 (a), pro	ovide the business co	ontact information	of the pe	erson being coi	mpensated.				
Street address										
Municipality				Pro	ovince/State					
Country			F	Postal co	ode/Zip code					
Email address				Teleph	one number					
c) Relationship to issuer or	c) Relationship to issuer or investment fund manager									
Indicate the person's relationship the Instructions and the meaning							ected" in Part B(2) of			
Connect with the issuer			· · · · <u>—</u>	•	•	her than an inv	vestment 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 compensation Canadian dollars. Include cash con incidental to the distribution, such allocation arrangements with the o	nmissions, securities as clerical, printing,	-based compensation legal or accounting	on, gifts, discounts services. An issuei	or other or r is not re	compensation. equired to ask f	Do not report p	payments for services			
Cash commissions paid	38,500	0.00		S	Security code 1	Security code	2 Security code 3			
Value of all securities distributed as compensation ⁴			Security codes	V	V N T					
Describe terr	ms of warrants, option	ons or other rights					lder to acquire 1 hs from issuance.			
Other compensation ⁵		Describe		<u> </u>	· · ·					
Total compensation paid	38,500	0.00								
Check box if the person	on will or may receiv	ve any deferred con	npensation (descr	ribe the te	erms below)					
⁴ Provide the aggregate value of a additional securities of the issuer rights exercisable to acquire addi ⁵ Do not include deferred compen	. Indicate the securi itional securities of t	ty codes for all sec	on, <u>excluding</u> opti urities distributed	ions, warr as compe	rants or other r ensation, inclu	ights exercisab <u>ding</u> options, w	ole to acquire varrants or other			

a) Name of person compen	sated and registra	tion 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 individu	ıal									
	Fan	nily name	Firs	st given n	ame	Sec	ondary given na	mes		
If the person compensated is not an individual, provide the following information.										
Full legal name of	non-individual Le	ede Jones Gab	le Inc.							
Firm NRD number 5 7 7 0 (if applicable)										
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. V No Yes										
b) Business contact information										
If a firm NRD number is not provid	led in Item 8 (a), prov	ride the business c	ontact information	n of the p	person being o	compensated.				
Street address										
Municipality				Р	rovince/Stat	е				
Country			F	Postal c	ode/Zip cod	e				
Email address				Telep	hone numbe	er				
c) Relationship to issuer or	c) Relationship to issuer or investment fund manager									
Indicate the person's relationship v							onnected" in P	art B(2) of		
<u></u>				•			n investment fo	und)		
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.										
☐ 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 compensation	naid auto ba naid t	a tha narran idant	ified in Itama (Va)	in	ation with the	distribution I	Dravida all ana	avesta in		
Canadian dollars. Include cash comincidental to the distribution, such allocation arrangements with the d	missions, securities-l as clerical, printing, le	oased compensation	on, gifts, discounts services. An issue	or other er is not r	r compensatio required to ask	n. Do not repo	ort payments f	or services		
Cash commissions paid	7,000.	<u> </u>	-inaividadi compe							
·	7,000.				Security code 1		ode 2 Secur	ity code 3		
Value of all securities distributed as compensation ⁴			Security codes		VV IN I					
Describe tern	ns of warrants, optio	ns or other rights	150,000 Warr							
Other compensation ⁵		Describe								
Total compensation paid	7,000.	00								
Check box if the perso	n will or may receive	any deferred cor	mpensation (desc	ribe the	terms below)					
⁴ Provide the aggregate value of a	ll spouritipe distribut	ad as compansati	on excluding ont	ione wa	rrante or otho	r riahte evere	isahla to accu	ire		
additional securities of the issuer. rights exercisable to acquire addit	Indicate the security	codes for all sec	urities distributed	as comp	pensation, <u>inc</u>	rluding option	s, warrants or	other		
⁵ Do not include deferred compens		o issuci.								

a) Name of person compe	ensated and registration status								
Indicate whether the person com	pensated is a registrant.	✓ No Yes							
If the person compensated is an i	individual, provide the name of the indiv	idual.							
Full legal name of individ	dual								
	Family name	First given name	Secondary given names						
If the person compensated is not	an individual, provide the following info	rmation.							
Full legal name of	of non-individual Creative Mind As	sets Limited							
Firm NRD number (if applicable)									
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal. V No Yes									
b) Business contact inform	nation								
If a firm NRD number is not prov	vided in Item 8 (a), provide the business o	contact information of the person being co	mpensated.						
Street address B	Building A, 10F-2, No. 398 Meishu I	E. 4th Road							
Municipality K	Kaohsiung	Province/State							
Country T	aiwan, Province Of China	Postal code/Zip code							
Email address c	reativemindltd@gmail.com	Telephone number	886981036272						
c) Relationship to issuer o	or investment fund manager								
		ager (select all that apply). Refer to the me for the purposes of completing this sectior							
<u> </u>	er or investment fund manager	<u> </u>	ther 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		4:5 - d :- (h 0/-) :	istoikutissa Dasvida all amasuutais						
Canadian dollars. Include cash co	ommissions, securities-based compensati	tified in Item 8(a) in connection with the donn, gifts, discounts or other compensation.	Do not report payments for services						
	n as ciericai, printing, legal or accounting directors, officers or employees of a nor	g services. An issuer is not required to ask f i-individual compensated by the issuer.	or aetalis about, or report on, internal						
Cash commissions paid	d 40,000.00	Security code 1	Security code 2 Security code 3						
Value of all securities	<u> </u>	Security codes W N T							
distributed as compensation	4	Security codes							
Describe te	rms of warrants, options or other rights	150,000 Warrants. Each warrant e common share at \$0.40 for a period							
Other compensation	5 Describe								
Total compensation paid	40,000.00								
Check box if the pers	son will or may receive any deferred co	mpensation (describe the terms below)							
⁴ Dravida the accreate value of	fall appurition distributed as some	ion evaluding entions wereasts or -th	rights avaraisable to accuire						
additional securities of the issue	er. Indicate the security codes for all sec	ion, <u>excluding</u> options, warrants or other i curities distributed as compensation, <u>inclu</u>	ignis exercisable to acquire <u>iding</u> options, warrants or other						
rights exercisable to acquire add 5Do not include deferred compe									

тем 9 - Directors, Execu	TIVE OFFICERS	AND PROMOT	ERS OF THE ISS	SUER						
If the issuer is an investment fund	d, do not complete l	Item 9. Procced to	Item 10.							
Indicate whether the issuer is any o	f the following (select	t the one that appli	es - if more than one	applies, select onl	y one).					
✓ Reporting issuer in any juris	sdiction of Canada									
Foreign public issuer										
Wholly owned subsidiary of	a reporting issuer in	any jurisdiction of	Canada ⁶							
Provide nan	ne of reporting issue	r						7		
Wholly owned subsidiary of	a foreign public issu	uer ⁶						_		
Provide name of	foreign public issue	r						7		
Issuer distributing only eligil	ble foreign securities	and the distribution	n is to permitted clie	ents only ⁷				_		
If the issuer is at least one of the	above, do not comp	olete Item 9(a) – (d	c). Proceed to Item	10.						
⁶ An issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the issuer's outstanding voting securities, other than securities that are required by law to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively. ⁷ Check this box if it applies to the current distribution even if the issuer made previous distributions of other types of securities to non-permitted clients. Refer to the definitions of "eligible foreign security" and "permitted client" in Part B(1) of the Instructions.										
If the issuer is none of the above, check this box and complete Item 9(a) - (c).										
a) Directors, executive officers and promoters of the issuer Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or										
Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to issuer", "D" – Director, "O" – Executive Officer, "P" – Promoter.										
Organization or company name	Organization or company name Family name First given name Secondary given names Secondary given names Business location of non-individual or residentail jurisdiction of individual Relationship to issuer (select all that apply)									
				Province or	country	D	0	Р		
b) Promoter information										
If the promoter listed above is not an within Canada, state the province or										
Organization or company name	Family name	First given name	Secondary given names	Residential jurisdiction of individual			to promo			
				Province or country	D		C)		
c) Residential address of eac	h individual									
Complete Schedule 2 of this form completed report. Schedule 2 also					(a) and (b)	and at	tach to t	he		

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	Cross River Ventures Corp.					
Full legal name	Placzek	Dan				
	Family name	First given name		Seconda	ary given n	ames
Title	Director					
Telephone number	6042195423	Email address	dplaczek	@crossri	verventu	ıres.com
Signature	"Dan Placzek"	Date	2020	10	09	
			YYYY	MM	DD	

ITEM 11- CONTACT	PERSON					
. 3	iness contact information for this report, if different than t		9	,	egulator n	nay contact with any questions
Same as individua	al certifying the report					
Full legal name	Johnson	Saundra			Title	Paralegal
	Family name	First given name	Secondary	given names		
Name of company	Cassels Brock & Blackw	ell LLP				
Telephone number	7783727659	!	Email address	sjohnson@d	cassels.co	om

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.