



**British Columbia
Securities Commission**

Corporate Finance
SEDAR Electronic Correspondence

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RECEIPT

Graycliff Exploration Limited

This is the receipt of the **British Columbia Securities Commission** for the **Amended and Restated Preliminary Long Form Prospectus** dated **July 8, 2020** (the amended preliminary prospectus) amending and restating the **Amended and Restated Preliminary Long Form Prospectus** dated **April 9, 2020**, which amended and restated the **Preliminary Long Form Prospectus** of the above Issuer dated **January 14, 2020**.

This receipt also evidences that the **Ontario Securities Commission** has issued a receipt for the amended preliminary prospectus.

July 8, 2020

Allan Lim

Allan Lim, CPA, CA
Manager, Corporate Finance

SEDAR Project Number 3007391