TECHNICAL REPORT

HI-MARS
MINERAL PROPERTY
SOUTHWEST BRITISH COLUMBIA
CANADA

49°56'26"N Latitude, 124°21'33"W Longitude

UTM Zone 10 - 402,474E 5,532,907N (NAD83)

NTS MAP 92F/16W; BCGS MAPS 092F.099

Vancouver Mining Division

Prepared for:

Straightup Resources Inc.

200 – 551 Howe Street

Vancouver, B.C., Canada, V6C 2C2

Prepared by:

Don MacIntyre, Ph.D., P. Eng.

D.G. MacIntyre & Associates Ltd.

4129 San Miguel Close,

Victoria, B.C., Canada, V8N 6G7

Effective Date of Report: June 24, 2018

Date and Signature Page

Effective Date of this Report: June 24, 2018

Date of Signing: December 11, 2019

D.G. MacIntyre, Ph.D., P.Eng.

Table of Contents

List of Tables

List of Figures

List of Photos

1 Summary

This technical report describes and evaluates historical and recent exploration work done on the Hi-Mars mineral property (the “Property” or the “Hi-Mars Property”). The Property, which is road accessible, is located approximately 17 kilometres northeast of the City of Powell River in southwest British Columbia, Canada. The Property is at an early stage of exploration. There are no estimates of mineral resources or reserves for the Property.

This technical report has been prepared at the request of Straightup Resources Inc. (“Straightup” or the “Company”), a private company seeking listing on the Canadian Securities Exchange. The qualifying property consists of 11 contiguous mineral titles covering an area of 1788.00 hectares within the Vancouver Mining Division of southwest British Columbia, Canada. These mineral titles are held by Mr. Craig Lynes on behalf of Rich River Exploration Ltd. (“Rich River”). Straightup has entered into an Option Agreement (as defined below) with Mr. Craig A. Lynes and Rich River, pursuant to which the Company has earned an initial 51% interest in the property and has an option to earn the remaining 49% interest in the Property.

This technical report describes the results of the 2017 exploration program completed on the Hi-Mars Property. This program involved collecting 73 rock and 726 soil samples mainly along existing logging roads. This work was done by Rich River on behalf of Straightup. All samples were analyzed by ALS (“ALS”), North Vancouver B.C. A Statement of Work claiming assessment credit of $107,450.52 for the work done in 2017 was filed with the BC Mineral Titles Branch on May 29, 2018 (MTO Event 5698635).

The Hi-Mars Property covers six distinct Minfile mineral occurrences all of which are classified as porphyry Cu-Mo type. Soil and rock sampling at and in the vicinity of these showings in 2017 confirmed the presence of anomalous soils and low to moderate grade Cu and Mo mineralization in granitic rocks, which essentially confirmed the results of previous exploration work on the Property. However, several showings located in 2017 along some of the more recent logging roads appear to be new. These discoveries have expanded the area of interest on the property and warrant more follow-up work.

In the author’s opinion, the Hi-Mars Property continues to be a property of merit and additional expenditure on mineral exploration is warranted. The main focus of this work should be to locate the source of anomalous concentrations of Cu and Mo in soil samples. This will help enhance the economic potential of the property. Targeted soil sampling and IP geophysical surveys would help to determine how widespread sulphide mineralization might

be in the underlying bedrock. This work would focus on areas of anomalous soils and known Cu-Mo showings. Depending on the results of this work, a second stage of exploration would involve diamond drilling of the best targets.

2 Introduction

This technical report has been prepared at the request of Straightup, the Property operators. The author has been asked to review all the data pertaining to the Property and to prepare a technical report that describes the historical work completed on the Property, reviews the results of the 2017 work done on behalf of Straightup and makes recommendations for further work, if warranted.

Photo 1. View east across the Hi-Mars property showing the nature of the terrain and extent of logging. Photo taken by the author, November 8, 2017

This technical report describes the results of geochemical sampling done on the Property in November and December 2017 by Rich River. Rich River is owned by Mr. Craig A. Lynes who is the registered owner of the mineral titles that comprise the Hi-Mars Property.

This technical report has been prepared in compliance with the requirements of National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* and Form 43-101F1 – *Technical Report* and is intended to be used as supporting documentation to be filed by Straightup with the Securities Commissions in connection with an initial public offering of its common shares and the listing thereof on the Canadian Securities Exchange.

In preparing this technical report, the author has reviewed the geological, geophysical and geochemical reports, maps and miscellaneous papers listed in the References section of this technical report. Of particular value are a number of publicly available assessment reports and property files recording work done by previous operators on the Hi-Mars Property. These reports contain detailed information on the results of work done on the Property since its initial discovery.

The author visited the Hi-Mars Property on November 8, 2017. At the time of this visit Rich River was conducting a rock and soil geochemical sampling program. The results of this program are documented in this technical report.

The units of measure used in this technical report are metric; monetary amounts are in Canadian dollars. All maps, with the exception of the general location map (Figure 1), are in Universal Transverse Mercator projection, Zone 10N and are based on the North American 1983 datum (NAD83) or World Geodetic 1984 datum (WGS84).

3 Reliance on other Experts

The author has not relied on the opinion of non-qualified persons in the preparing of this technical report. All opinions expressed in this technical report are those of the author based on a review of historical work done on the property including work done in November and December 2017 by Rich River.

4 Property Description and Location

The Hi-Mars Property is located approximately 17 kilometres northeast of the town of Powell River in southwestern British Columbia, Canada (Figures 1 and 2). The Property is road accessible from Powell River, a driving distance of approximately 40 kilometres. The author is not aware of any restrictions to access or other factors that could affect the ability to perform work on the Property. The Property is on Crown Land and is open to mineral exploration providing a Notice of Work is filed with the Province of British Columbia for any physical disturbances and that local First Nations are consulted. The author is not aware of any other significant factors and risks that may affect access, title or the right or ability to perform work on the Property.

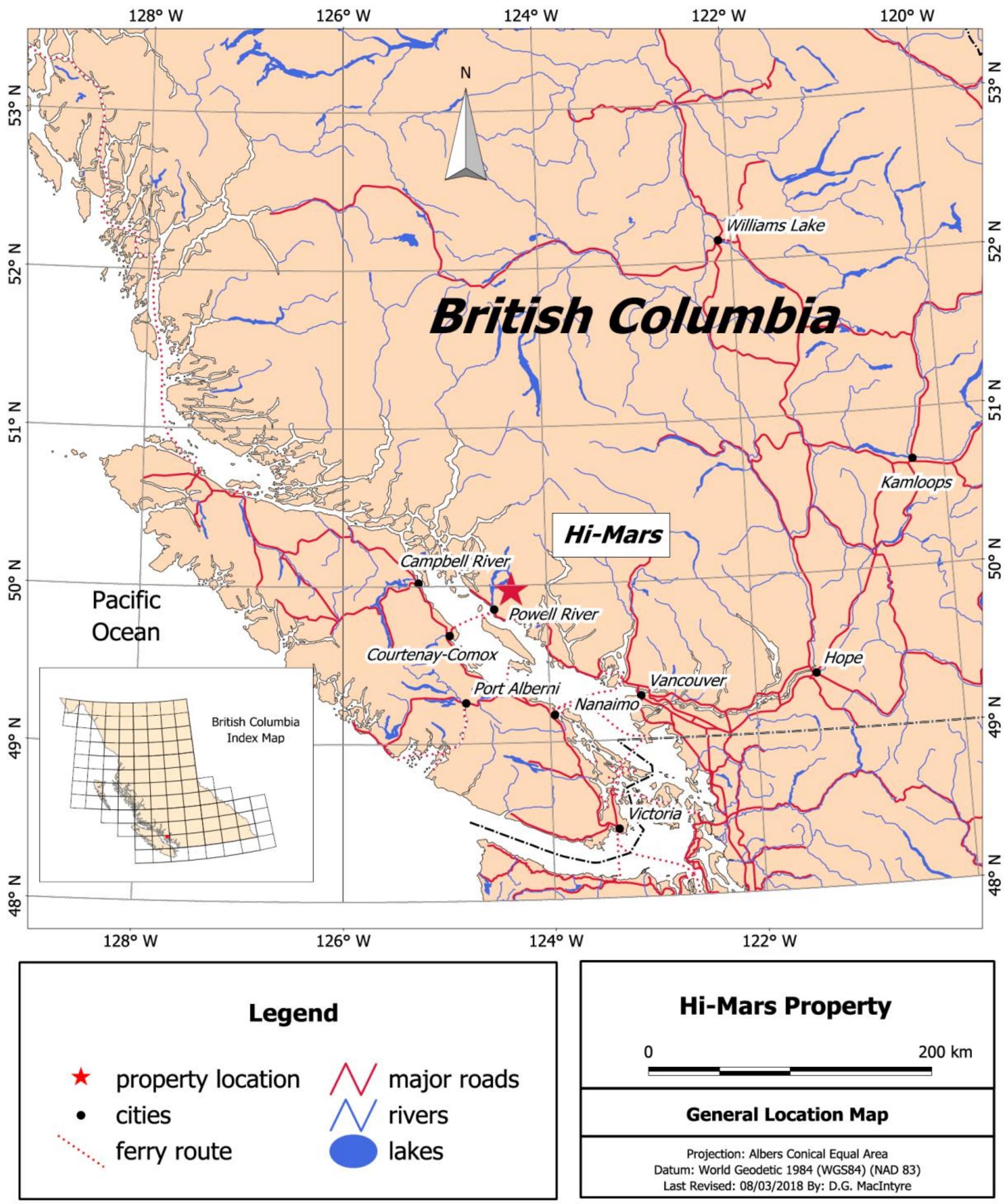

Figure 1. General location map, Hi-Mars Property, southwest British Columbia.

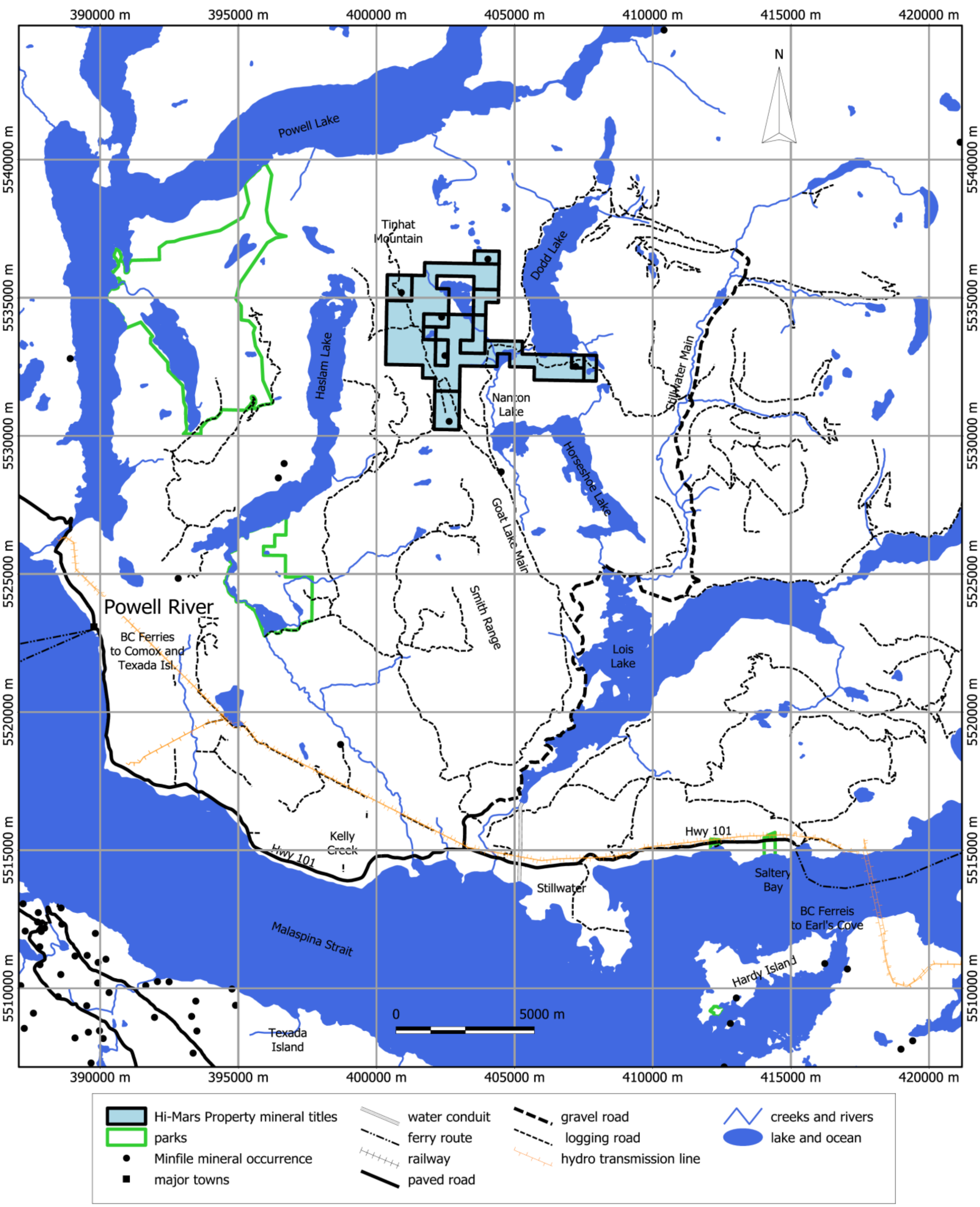

Figure 2. Detailed location and infrastructure map, Hi-Mars Property. Map prepared by D.G. MacIntyre, November 2017.

4.1 **Mineral Titles**

The Hi-Mars Property consists of 11 contiguous mineral titles covering a total area of 1788.00 hectares (Table 1). As shown in Figure 3, the Property covers rolling hills west of Dodd Lake, in the Vancouver Mining Division of southwest British Columbia, Canada.

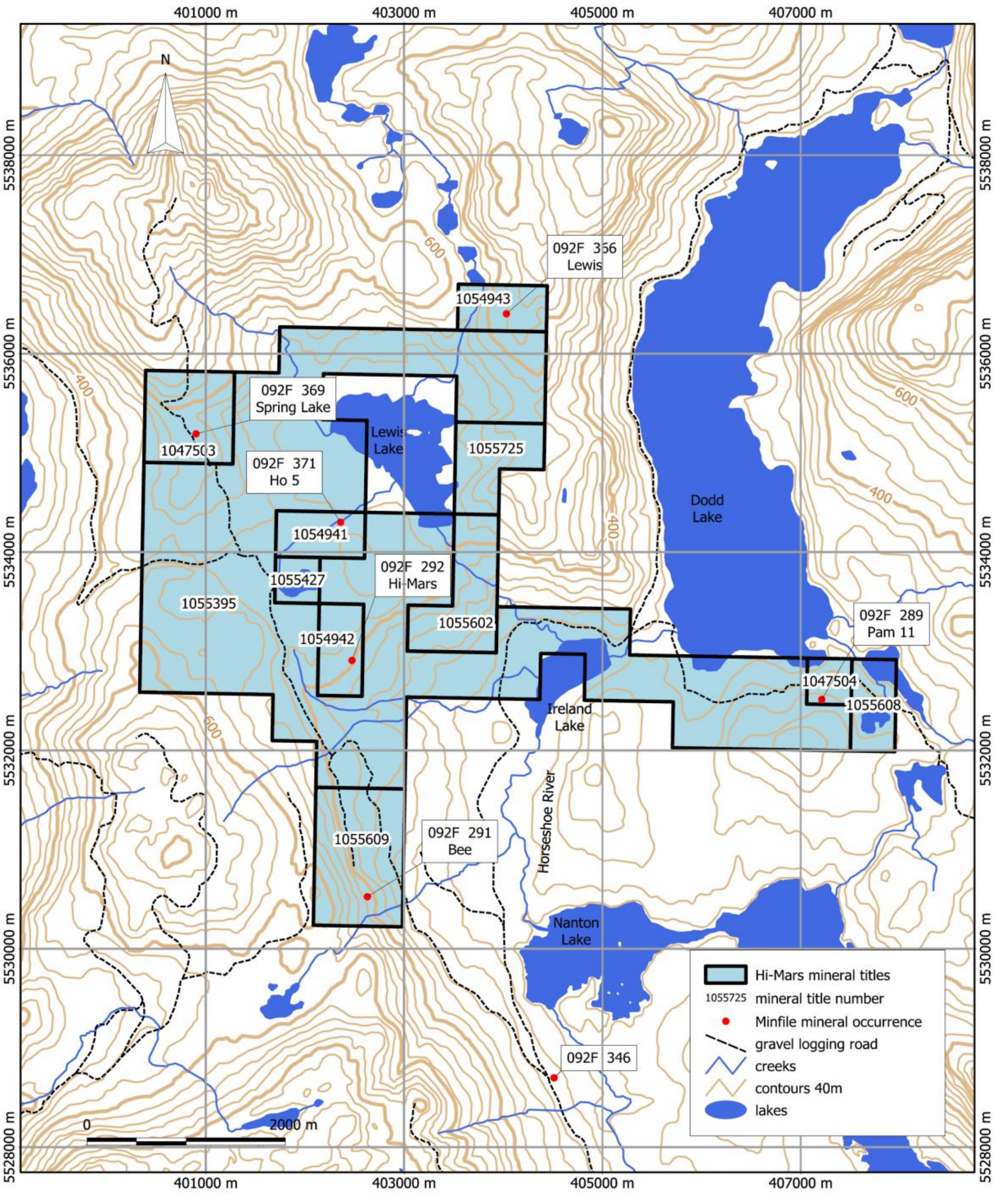

Figure 3. Mineral title map, Hi-Mars Property. Map prepared by D.G. MacIntyre using Mineral Titles Online geospatial data. Data current as of June 24, 2018.

Details of the status of title ownership for the Hi-Mars Property were obtained from the Mineral Titles On-line ("MTO") database of the Mineral Titles Branch of the Province of British Columbia. In British Columbia mineral titles are acquired online using a grid cell selection system. Title boundaries are based on lines of latitude and longitude. There is no requirement to mark title boundaries on the ground as these can be determined using a Global Positioning System ("GPS"). Therefore, the Hi-Mars mineral titles have not been surveyed.

The mineral titles comprising the Hi-Mars Property are shown in Figure 3 and listed in Table 1. The mineral title boundaries shown in Figure 3 were generated by the author using geospatial data downloaded from the GeoBC website. These spatial layers are the same as those incorporated into the MTO electronic staking system that is used to locate and record mineral titles in British Columbia. The information presented in Table 1 and Figure 3 is current as of June 24, 2018.

The Property is centered at 49°56'26"N Latitude and 124°21'33"W Longitude. The Universal Transverse Mercator (UTM) coordinates for this point are 402,474E 5,532,907N (Zone 10, NAD83). The Property is located in the Vancouver Mining Division, on NTS map sheet 92F/16.

Table 1. Mineral Titles, Hi-Mars Property as of June 24, 2018

Title Number	Claim Name	Issue Date	Good To Date	Area (ha)
1047503	RED METAL RIDGE	2016/OCT/29	2024/JUN/30	83.14
1047504	COPPER HEAD ROAD	2016/OCT/29	2024/JUN/30	20.79
1054941	MARS-CUMO 1	2017/SEP/14	2024/JUN/30	41.58
1054942	MARS-CUMO 2	2017/SEP/14	2024/JUN/30	41.59
1054943	MARS-CUMO 3	2017/SEP/14	2024/JUN/30	41.56
1055395	HI-MARS	2017/OCT/05	2024/JUN/30	1226.63
1055427	--	2017/OCT/07	2024/JUN/30	20.79
1055602	HI-MARS III	2017/OCT/17	2024/JUN/30	83.16
1055608	EAST COPPER ROAD	2017/OCT/17	2024/JUN/30	41.59
1055609	MARY V COPPER	2017/OCT/17	2024/JUN/30	124.81
1055725	NORTH OF MARS	2017/OCT/23	2024/JUN/30	62.36
				1788.00

The total area of the mineral titles listed in Table 1 is 1788.00 hectares.

4.2 Claim Ownership

Information posted on the MTO website indicates that all of the mineral titles listed in Table 1 are owned 100% by Craig A. Lynes (FMC # 116233). Mr. Lynes holds these mineral titles on behalf of his company, Rich River. A Statement of Work claiming assessment credit of $107,450.52 for the work done in 2017 was filed with the BC Mineral

Titles Branch by Mr. Lynes on May 29, 2018 (MTO Event 5698635). The Good-To-Date shown in Table 1 is based on this filing. An Assessment Report documenting the work done in 2017 must be submitted within 90 days of the filing date.

4.3 Option Agreement

The Hi-Mars mineral titles are subject to an option agreement (the "Option Agreement") dated October 30, 2017 between Straightup, Craig A. Lynes and Rich River, whereby Straightup was granted an irrevocable and exclusive option to acquire a 100% interest in the Property. Straightup acquired a 51% interest in the Property upon paying $5,000 to Rich River upon execution and delivery of the Option Agreement ("Stage I Interest"). In order to acquire the remaining 49% interest in the Property, the Company is required to (i) make additional cash payments to Rich River in an aggregate amount of $155,000; (ii) issue an aggregate of 600,000 common shares to Rich River; and (iii) incur an aggregate minimum of $600,000 in exploration expenditures on the Property, in accordance with the following schedule:

Table 2. Option Agreement Terms

Date for Completion	Cash Payment	Number of Common Shares to be Issued	Min. Exploration Expenditures
Upon execution of the Option Agreement	$5,000 (paid)	Nil	Nil
Upon listing on a Canadian Stock Exchange (the "Listing")	Nil	100,000	Nil
On or before the 1st anniversary of Listing	Nil	100,000	Nil
On or before the 2nd anniversary of Listing	$25,000	100,000	$200,000
On or before the 3rd anniversary of Listing	$30,000	100,000	$100,000
On or before the 4th anniversary of Listing	$100,000	200,000	$300,000

In accordance with the terms of the Option Agreement, Rich River and Mr. Lynes will retain a 3% net smelter returns royalty (the "NSR") on the Hi-Mars Property. Straightup will have the right to purchase 1% of such NSR for $750,000 and the remaining 2% of such NSR for an additional $1,000,000. Otherwise, once Straightup exercises its option to acquire the remaining 49% interest in the Property and upon the commencement of commercial production thereon, the NSR is payable to Rich River and Mr. Lynes on all base, rare earth elements and precious metals upon receipt by Straightup of payment from the smelter refinery or other place of treatment of the proceeds from the sale of the minerals, ore, concentrates or other products from the Hi-Mars Property. Straightup will be the operator of the Property during the term of the Option Agreement and Rich River. will be the primary contractor when possible. Straightup will also pay any rates, taxes, duties, royalties, assessments or fees levied with respect to the Property or Rich River and Mr. Lynes' operations thereon and will apply and pay for assessment credits for the mineral claims comprising the Property for all the work and expenditures conducted on all or any part of the Property.

4.4 Required Permits and Reporting of Work

Acquisition of mineral titles in British Columbia is done electronically through MTO. The electronic map used by MTO allows you to select single or multiple adjoining grid cells. Cells range in size from approximately 21 hectares (457m x 463m) in the south at the 49th parallel to approximately 16 hectares in the north at the 60th parallel. This is due to the longitude lines that gradually converge toward the North Pole. Clients are limited to 100 selected cells per submission for acquisition as one mineral title. The number of submissions is not limited, but each submission for a claim must be completed through to payment before another can commence. No two people can select the same cells simultaneously, since the database is live and updated instantly; once you make your selection, the cells you have selected will no longer be available to another person, unless the payment is not successfully completed within 30 minutes.

In British Columbia, the owner of a mineral title acquires the right to the minerals which were available at the time of title acquisition as defined in the *Mineral Tenure Act* of British Columbia. Surface rights and placer rights are not included. Mineral titles are valid for one year and the anniversary date is the annual occurrence of the date of recording (the "Issue Date").

A mineral title has a set expiry date (the "Good To Date"), and in order to maintain the title beyond that Good to Date, the recorded holder (or an agent) must, on or before the Good to Date, register either exploration and development work that was performed on the title, or a payment instead of exploration and development ("PIED"). Failure to maintain a title results in automatic forfeiture at the end (midnight) of the Good to Date; there is no notice to the title holder prior to forfeiture.

When exploration and development work or a PIED is registered, the title holder or agent may advance the title forward to any new date. With PIED the minimum requirement is 6 months, and the new date cannot exceed one year from the current expiry date; with work, it may be any date up to a maximum of ten years beyond the current anniversary year. All recorded holders of a mineral title must hold a valid Free Miners Certificate ("FMC") when either work or PIED is registered on a mineral title.

The following are the current exploration expenditure or PIED amounts required to maintain a mineral title in good standing for one year:

Mineral Title - Work Requirement:

- $5 per hectare for anniversary years 1 and 2;
- $10 per hectare for anniversary years 3 and 4;
- $15 per hectare for anniversary years 5 and 6; and
- $20 per hectare for subsequent anniversary years.

Mineral Title - PIED

- $10 per hectare for anniversary years 1 and 2;
- $20 per hectare for anniversary years 3 and 4;
- $30 per hectare for anniversary years 5 and 6; and
- $40 per hectare for subsequent anniversary years.

Only work and associated costs for the current anniversary year of the mineral title may be applied toward that title. A report detailing work done and expenditures made must be filed with the B.C. Ministry of Energy and Mines within 90 days of filing of a Statement of Work ("SOW"). After the report is reviewed by ministry staff it is either approved or returned to the submitter for correction. Failure to produce a compliant report could result in loss of assessment credit and forfeiture of the mineral titles to which the credit was applied.

Prior to initiating any physical work such as drilling, trenching, bulk sampling, camp construction, access upgrading or construction and geophysical surveys using live electrodes (IP) on a mineral property a Notice of Work permit application must be filed with and approved by the British Columbia Ministry of Energy and Mines. The filing of the Notice of Work initiates engagement and consultation with all other stakeholders including First Nations.

4.5 Environmental Liabilities

The author is not aware on any environmental issues or liabilities related to historical exploration or mining activities that would have an impact on future exploration of the Property.

5 Accessibility, Climate, Local Resources, Infrastructure and Physiography

5.1 Access

Access to the Property is via paved highway 101 going either 20 km east from Powell River or 12.5 kilometres west from Saltery Bay to the start of the Goat Lake Main Forest Service Road. This all-weather gravel road extends northward where it passes through the Property at approximately kilometre 20. In recent years, extensive logging in the area has resulted in the construction of many new logging roads resulting in excellent access to the Property.

As mentioned in an earlier section of this report the Property is located on Crown Land which is open for mineral exploration. Consequently, there should not be any issues with surface rights if the Property should be developed. In the authors opinion there are a number of potential mill sites, tailings storage areas, potential waste disposal areas and heap leach pad sites that could be developed on or near the Property should they be required.

5.2 Climate and Vegetation

Vegetation on the Property includes second growth trees of the Coastal Douglas Fir biogeoclimatic zone which is characterized by Douglas fir, western red cedar and hemlock. spruce, Amabilis fir and birch. Such vegetation is found at elevations less than 900 metres. Alder, willow, poplar and cottonwood are commonly found on old logging roads on the Property. Undergrowth is typically a variable mixture of salal, devil's club and salmonberry.

At lower elevations, logging cut blocks of various ages are common with their associated overgrown and decommissioned logging roads. In recent years helicopter logging techniques have been utilized to harvest first growth timber at higher elevations.

The climate of the Powell River area is characterized by a mean annual temperature of approximately 10.5º C and annual rainfall amounts of 1,116 millimetres. The warmest months are July and August with average daily high temperatures of 22.1 ºC. December and January are the coolest months with average daily high temperatures of 5 ºC and 5.3 ºC, respectively. Greater rainfall and heavier snowpack occurs at higher elevations, while valley bottoms are drier and less prone to heavy snow accumulations during the winter months. The operating season in this area would normally be 365 days a year.

The coastal rainforest climate promotes rapid tree growth and revegetation of disturbed areas such as clear-cuts and road openings.

5.3 Local Resources

The forest industry is the mainstay of the local economy. Supplies to sustain such operations are readily available in Powell River, a town of approximately 13,157 (2016) people.

5.4 Infrastructure

The Hi-Mars Property is well situated with regard to local logging road infrastructure (Figure 2). Adequate fresh water for a mining operation could be drawn from nearby lakes and creeks. There is a hydro transmission line located approximately 20 kilometres south of the Property (Figure 2).

5.5 Physiography

The Property is located in the foothills of the Coast Mountain Range approximately 17 kilometres northeast of Powell River. The Property covers hilly terrain and lowland areas surrounding Lewis Lake and the steep southern flank of Tinhat Mountain. The area is part of the northwest trending Smith Range. Elevations on the Property range from 200 to 680 metres above sea level (Figure 3).

6 History

The following section is a summary of historical work as it pertains to the current boundaries of the Property. Only historical work covered by the current Property mineral titles is described in this section. As much as is possible the author has tried to georeference the historical exploration maps and overlay the current mineral title boundaries to show where the historical work was done relative to the Property mineral titles. Unfortunately some of the historical exploration maps are of poor quality and lack identifiable geographic points and cannot, therefore, be georeferenced to modern base maps. As a result the location of some of the historical work done on the property is difficult to determine with any accuracy.

There are no valid historical resource or reserve estimates for the Property and there has not been any production from any of the showings.

6.1 1967 – Falconbridge Nickel Mines Ltd.

Copper mineralization occurs in three different areas in the Dodd Lake area. Two showings are located west and northwest of Ireland Lake (Minfile 092F 291 Bee and 092F 292 Hi-Mars) and one is located in the area south of the end of Dodd Lake (Mifnile 092F 289 Pam 11). These showings were originally covered by the Mary V and Bruce claims respectively which were staked by Mr. and Mrs. Boylan and Bob Mickle of Powell River in the mid 1960's. The showings were subsequently added to the Minfile database as the 092F 289 Pam 11, 92F 291 Bee and 92F 292 Hi-Mars showings. The first significant work done on the current Property was by Falconbridge Nickel Mines Ltd. ("Falconbridge") in 1967 under an option agreement. Falconbridge did 116.9 kilometres (72.67 miles) of line cutting in two separate grid areas (Bruce and Mary V) covering the three showings. This was followed by geological mapping and soil geochemical sampling at 30.5 metre (100 foot) intervals along the cut grid lines. Soil samples were only analyzed for copper on the Bruce group (2,616 samples) and copper and molybdenum on the Mary V group (1,891 samples). Geophysics was also done on parts of the grid, specifically covering areas of known showings and favourable geology. A total of 35.3 line-kilometres of magnetometer, 40.1 line-kilometres of self potential and 99.5 line-kilometres of E.M. 16 determinations were done as part of the geophysical program. Follow up work involved 55 metres of trenching on the Bruce group and 498.7 metres (5,368 feet) of diamond drilling in 14 drill holes (Pilcher, 1967). Of these drill holes 9 were on the Bruce group and 5 were on the Mary V group. The Bruce group drill hole locations and assay results for surface samples is shown on Figure 4 as reproduced from a later property file report by Phendler (1970) for Caracas Mines Ltd. The holes ranged from 76 to 214 metres (250 to 702 feet) in total length and were collared based on geology and self potential results. Only low grade copper mineralization was intersected in the drilling and Falconbridge subsequently terminated the option agreement in late 1967.

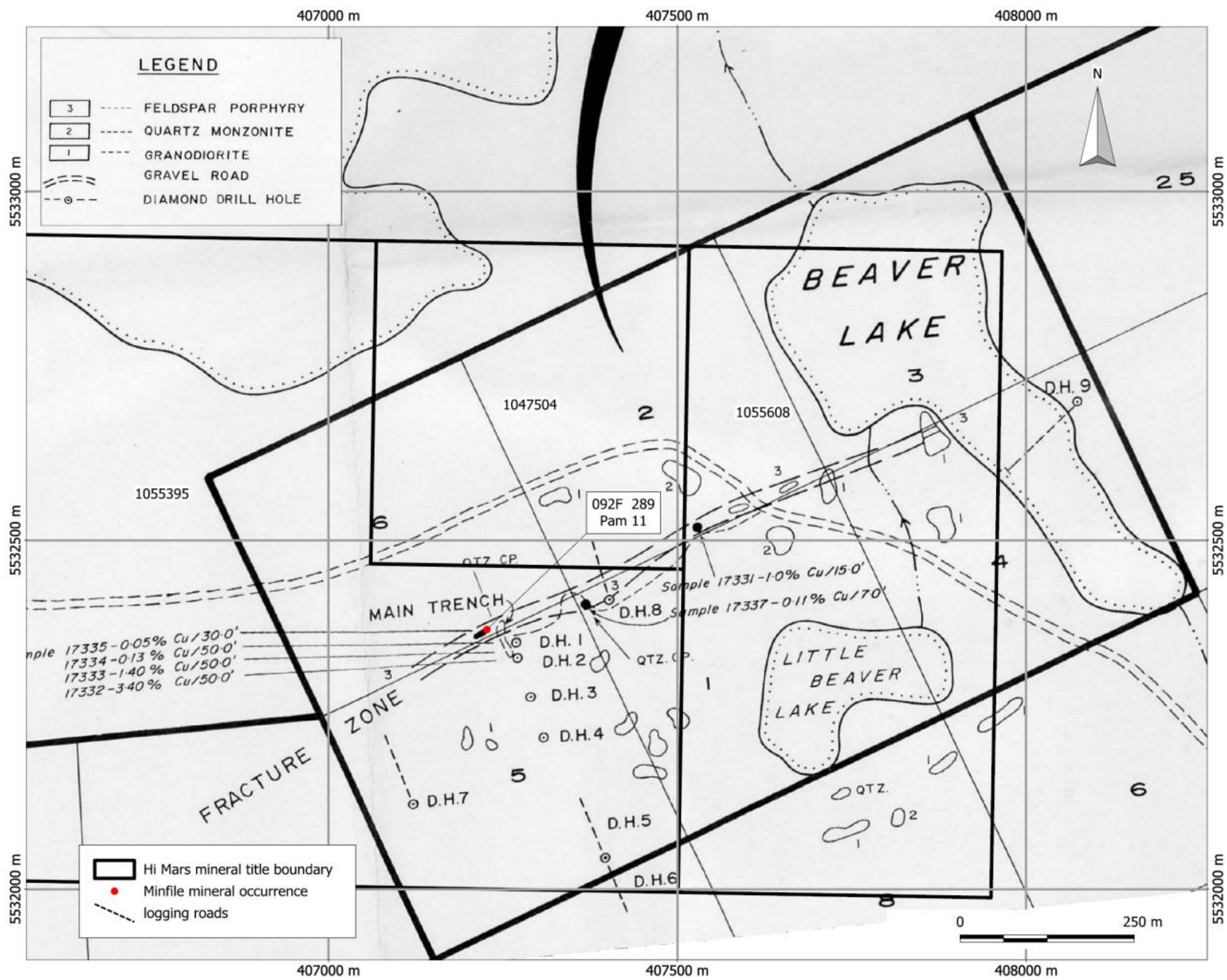

Figure 4. Geology and drill hole locations, Pam 11 showing. Base map from Phendler, 1970. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

6.2 **1971 – Hanna Mining Co.**

Early in 1971, the Hanna Mining Co. optioned the Bee and Dee mineral claims (Figure 5) from Mrs. Boylan and Mr. Mickle. Bullis Engineering Ltd. was engaged to do the field work and report on the property (Bullis 1971, 1971a, 1971b).

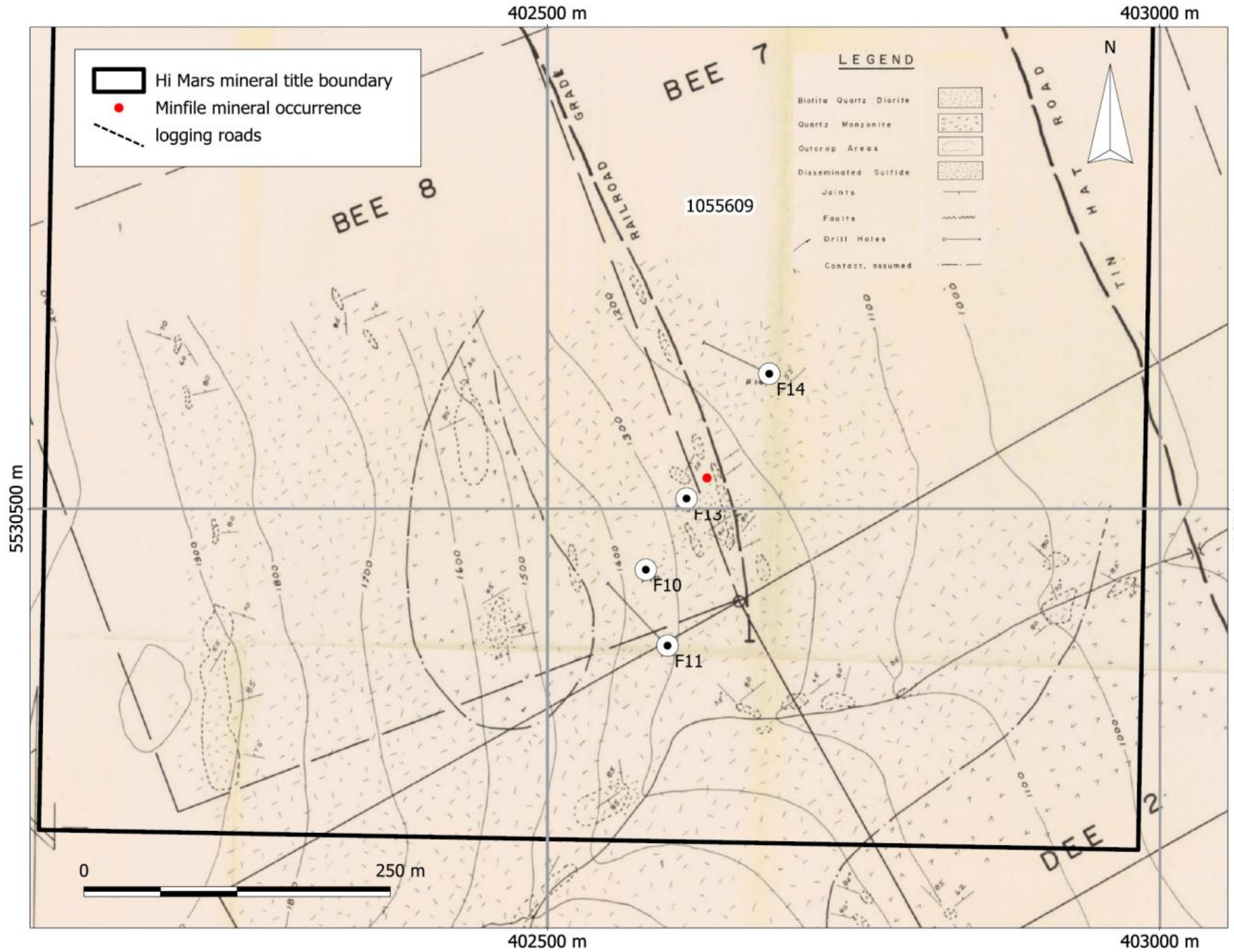

Figure 5. Geology and drill hole locations, Bee showing. Base map from Bullis, 1971. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

A map of the area was prepared from air-photos, on a scale of 1 inch equals 400 feet (1:4800) by McElhanney Surveying and Engineering Ltd. The map was used for plotting the results of the fieldwork. The work was completed in June of 1971 and consisted of a reconnaissance geological survey of the area with particular attention paid to the known mineral showings (Bullis, 1971).

The geochemical work was concentrated on those areas where disseminated mineralization was known. Grid lines were established on the Mars and the Hi group of claims by cutting cross lines at 400 foot intervals and picketing them at one hundred foot intervals. A grid was established on the Bruce Claims with cross-lines every two hundred feet and pickets, or stations, established at one hundred foot intervals along the cross-lines. A total of 287 soil samples were taken at the stations on the cross-lines in three different areas and submitted to Vancouver Geochemical Laboratories for analysis. A zone of weak to moderately anomalous soil samples approximately 240 metres long and open to the northeast was defined on the Mars grid (Bullis, 1971a), centered on the Hi-Mars showing.

Although the 3 reports prepared by Bullis in 1971 (Bullis 1971, 1971a, 1971b) essentially contain the same information for the 1971 soil sampling completed on grids covering the Hi, Mars and Bruce claims, assessment report 3550 also includes a geological map of the Bee showing even though this area is not discussed in the report (Figure 5). As shown in Figure 5 this area is covered by the current Property. The geology map also shows the location of four drill holes (F10, 11, 13 and 14) but there is no mention of these drill holes in the report. They were apparently drilled by Falconbridge in 1967 (Pilcher, 1967). However, the analytical certificate from Vancouver Geochemical Laboratories included with the three reports lists Cu values for 17 samples labelled Hole #1 to #17. Holes 1-9 are presumably the same as those shown on Figure 4 and were drilled in the vicinity of the Pam 11 showing (Phendler, 1970). The location of holes 12, 15, 16 and 17 is unknown. The assay values indicated for the drill hole samples range from 284 to 925 and are presumably in parts per million (ppm). None of the three reports contain maps showing location of the soil geochemical samples collected on the Bruce claims even though the report indicates some of these samples were anomalous in copper.

Additional claims were staked in the area to satisfy the terms of the option agreement between the Hanna Mining Co. and the property owners. Bullis (1971, 1971a and 1971b) concluded that the mineralization located on the property was too low grade and sporadic to warrant further work.

6.3 1974-1976 – Redonda Syndicate

In August 1974, W. Meyer and Associates Ltd. on behalf of the Redonda Syndicate, examined widespread quartz-sericite-pyrite alteration with some low grade disseminated chalcopyrite and molybdenite mineralization in outcrop just south of the end of Dodd Lake. The area was previously staked as the Pam claims. Following up on a detailed report by Pilcher (1967) that was provided by Falconbridege, an induced polarization ("I.P.") survey (Mullan and Fountain, 1974) and geological mapping (Figure 6) were undertaken and completed in November 1974 (Meyer, 1974).

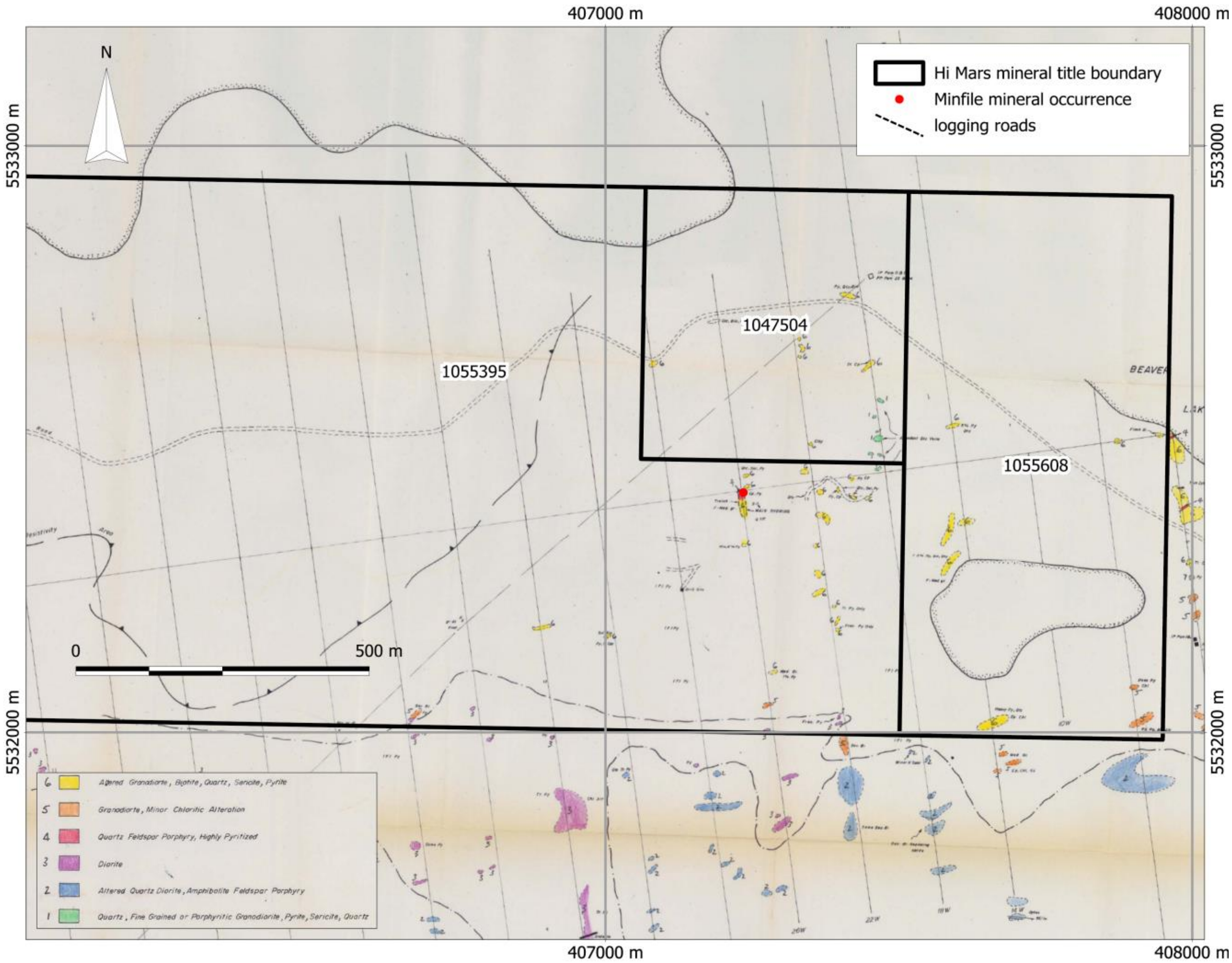

Figure 6. Geology, Pam showing. Base map from Meyers, 1974. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

This work defined an area of potential economic interest in the northwest corner of the Pam claims based on an anomalous I.P. response and indirect geological evidence (Meyers, 1974). A program involving an extended I.P. survey and targeted percussion drilling was recommended.

In April and May 1975, the Redonda Syndicate completed 702 metres (2,304 feet) of BQ diamond drilling in five holes. Unfortunately, there is no location map included in the 1975 report that would indicate where the drill holes were collared. The stated purpose of this drilling was to test targets delineated by the 1974 I.P. survey and to provide geological information in areas of no outcrop (Folk, 1975). A summary of drill holes is given in Table 3 although as stated above the location of these holes is not known. The holes did not intersect significant copper mineralization and no additional work was recommended (Folk, 1975).

Table 3. Diamond drill holes, Redonda Syndicate, 1975 (Folk, 1975)

Hole No.	Azimuth	Dip	Depth (m)	Overburden (m)	Remarks
75-1	North	45	61.4	61.6	hole abandoned
75-2	--	90	175.7	42.7	py. in diorite, qz. monzonite
75-3	56° E	45	183.0	29.6	py, trace cp, mo in alt. granodiorite
75-4	--	90	138.3	84.4	py, mt in granodiorite
75-5	--	90	142.0	13.4	mass. unalt. granodiorite

6.4 1975 – Newvan Resources Ltd.

In the latter part of 1975, a field program was carried out on the historical IN and HO claims located at the south end of Lewis Lake (Figure 7). This area is now covered by the Property as shown in Figures 7 and 8. The work consisted of 8 kilometres of geochemical sampling and geological mapping along established grid lines (Meyers, 1975). The work was done by W. Meyer and Associates Ltd. on behalf of Newvan Resources Ltd. This geochemical survey defined a series of northwest Mo soil anomalies (Figure 8) with values up to 165 ppm that are parallel to the regional grain of the intrusive rocks and the fault-controlled valley of Lewis Creek (Meyers, 1975).

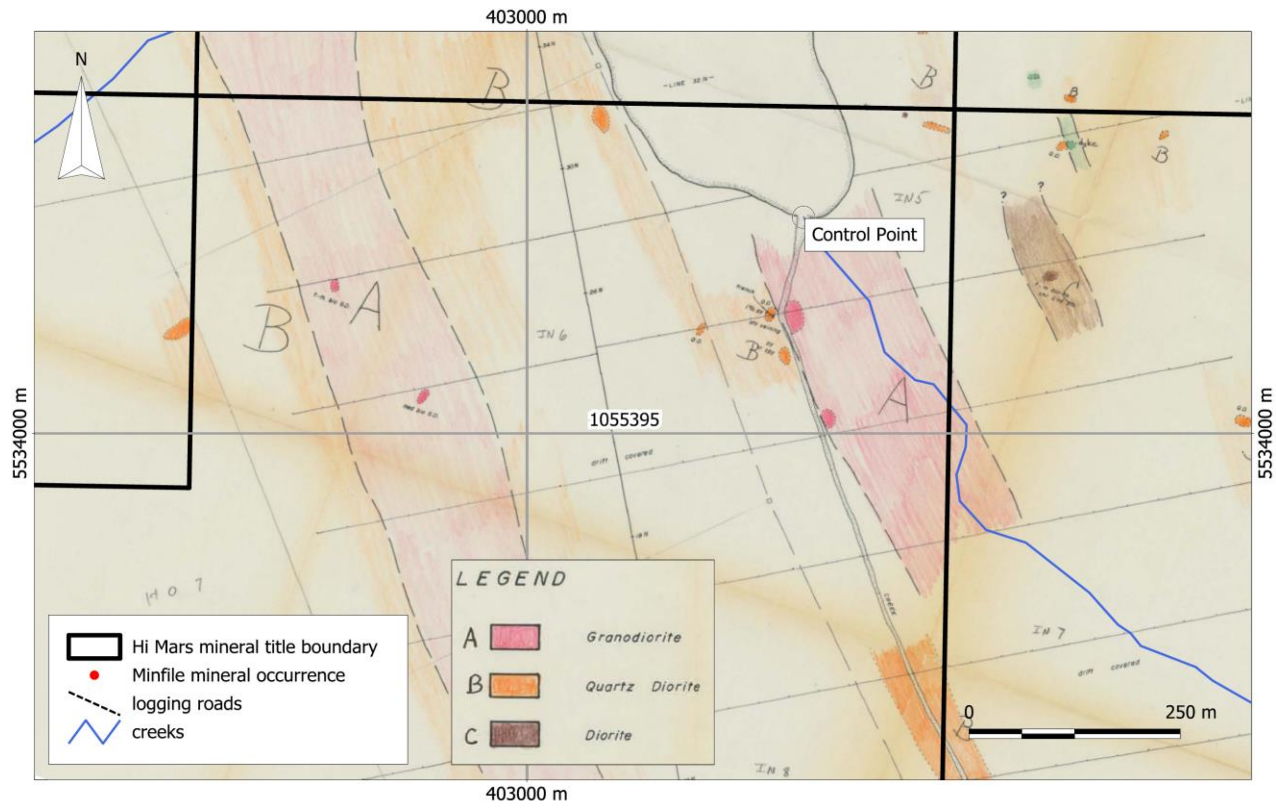

Figure 7. Geology, Lewis Lake area. Figure from Meyers, 1975. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

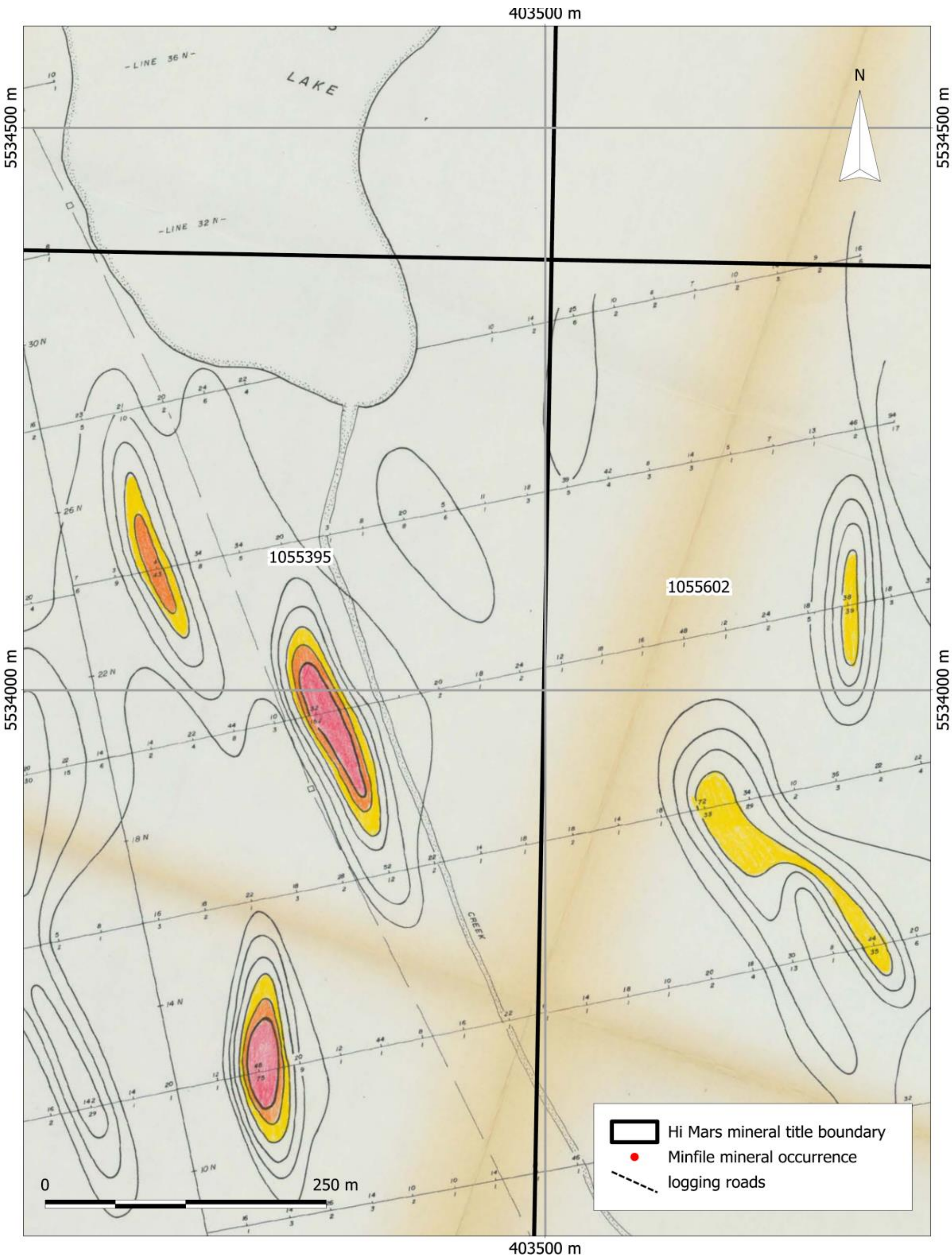

Figure 8. Contoured Mo in soil, Lewis Lake area. Base map from Meyers, 1975. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

6.5 1976 Redonda Syndicate

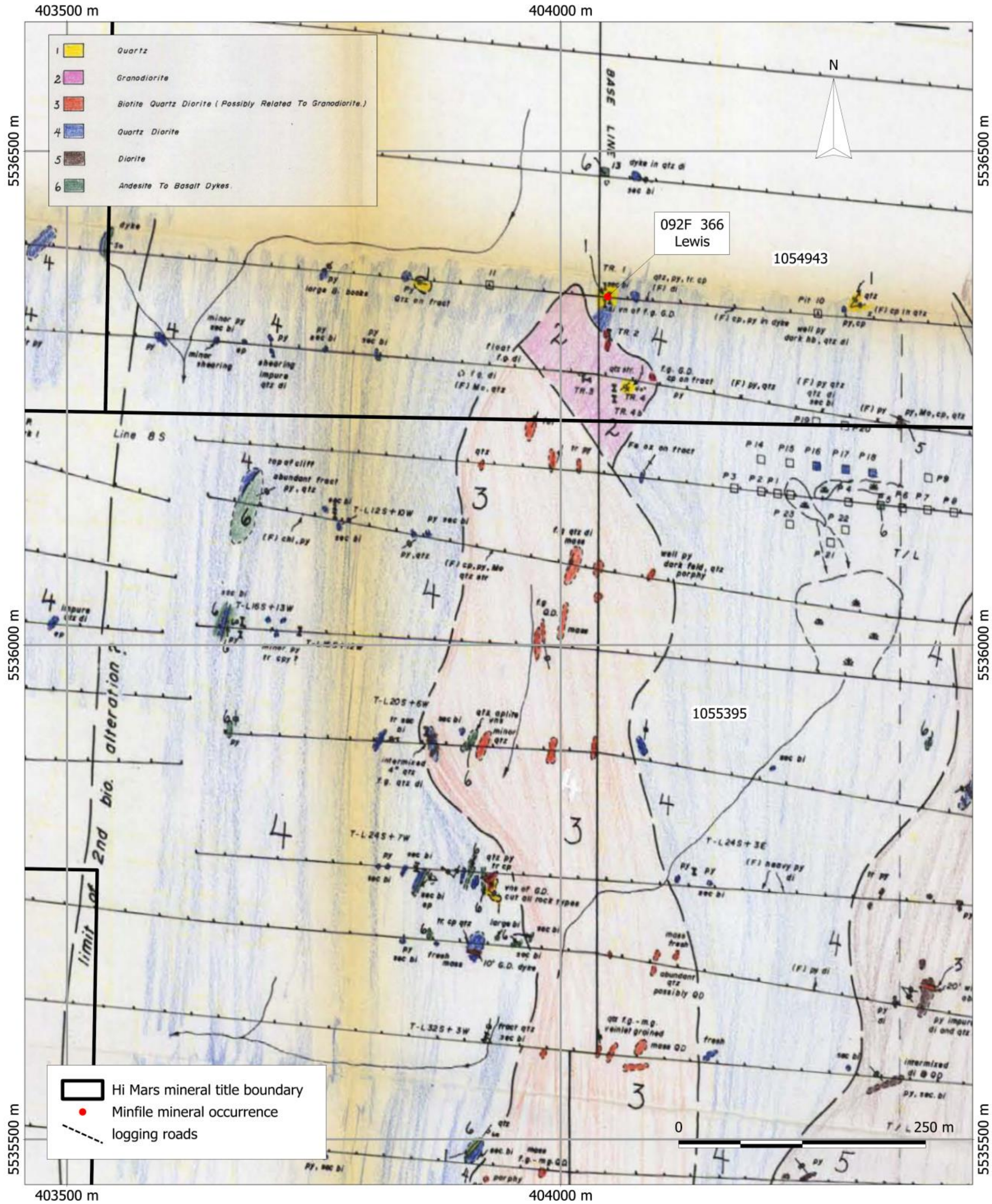

Figure 9. Geology and mineralization, Lewis showing area. Base map from Meyers, 1976. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

The Redonda Syndicate did an extensive exploration program in the Powell River area in 1976. This work was done by W. Meyer and Associates. A follow up of a number of silt anomalies resulted in the discovery of copper showings on the ridge between Lewis Lake and Dodd Lake. The area was mapped in detail (Figure 9) and a soil sampling grid was completed and subsequently expanded to cover an area of copper and molybdenum in soil anomalies. Although there is a copper soil anomaly associated with the Main showings (Rio Tinto Showing “C” on Figure 12) a number of other anomalies occur in the area to the southeast as well (Figure 10). A number of samples in this area are strongly anomalous returning values over 500 ppm Cu and locally over 1000 ppm Cu (Figure 10). The results of this survey led to a detailed program that included test pitting and trenching in bedrock by drilling, blasting and chip sampling (Meyer, 1976). Three trenches (Tr. 1-3) over a distance of 105 metres exposed low grade copper mineralization ranging from 0.05 to 0.74% Cu (Figure 11) associated with east-west trending quartz veining (Meyer, 1976).

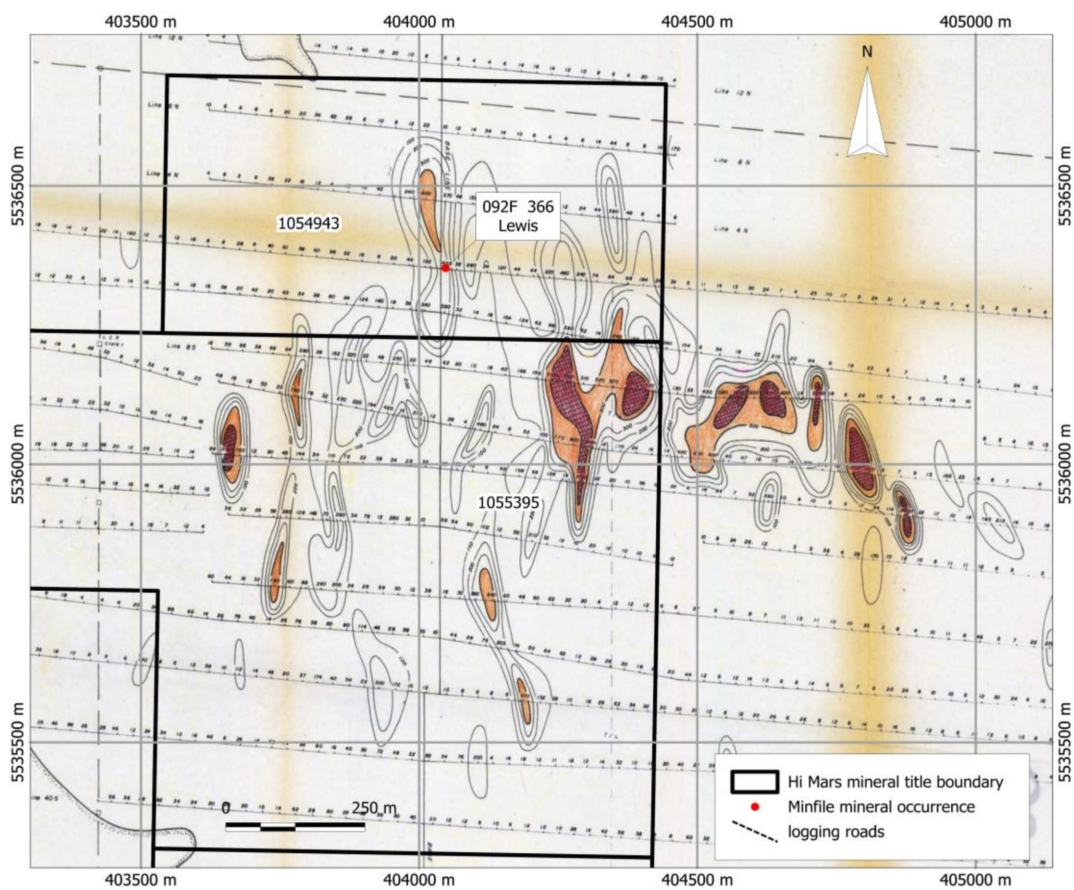

Figure 10. Copper in soil, Lewis showing. Base map from Meyers, 1976. Values over 500 ppm Cu (orange contour area) and over 1000 ppm Cu (red contour area)are highlighted. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

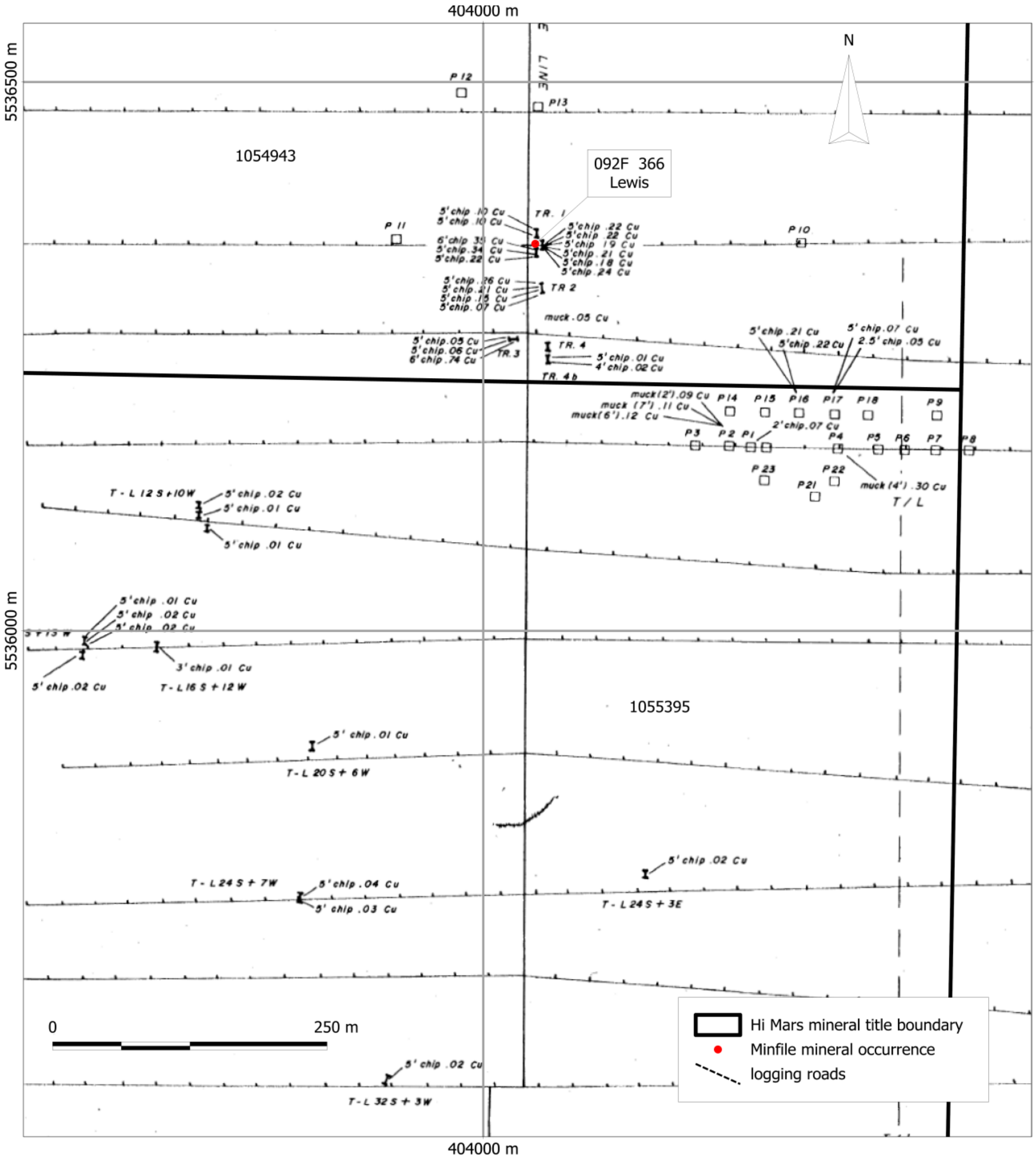

Figure 11. Rock sample and trench locations, Lewis showing. Base map from Meyers, 1976. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

6.6 1976-1977 – Rio Tinto Canadian Exploration Ltd. (Riocanex)

In 1976 Rio Tinto Canadian Exploration Ltd. ("Rio Tinto" or "Riocanex") optioned the Spring Lake property from Golden Granite Mines Ltd. and Newvan Resources Ltd. Riocanex also staked an additional 27 claim units in the area. In October 1976 Phoenix

Geophysics Limited did an induced polarization and magnetometer survey on the property. The purpose of this survey was to investigate the subsurface extent of 3 copper-molybdenum showings discovered along logging roads in the area ("A", "B" and "C" Showings). The "C" Showing is also known as the Spring Lake showing in the Minfile database (Minfile No. 092F 369). The IP survey defined a number of easterly trending resistivity lows and highs in the vicinity of the showings (Figure 12). It was recommended that Rio Tinto drill 3 follow-up holes to test these anomalies (Mullan and Hallof, 1977).

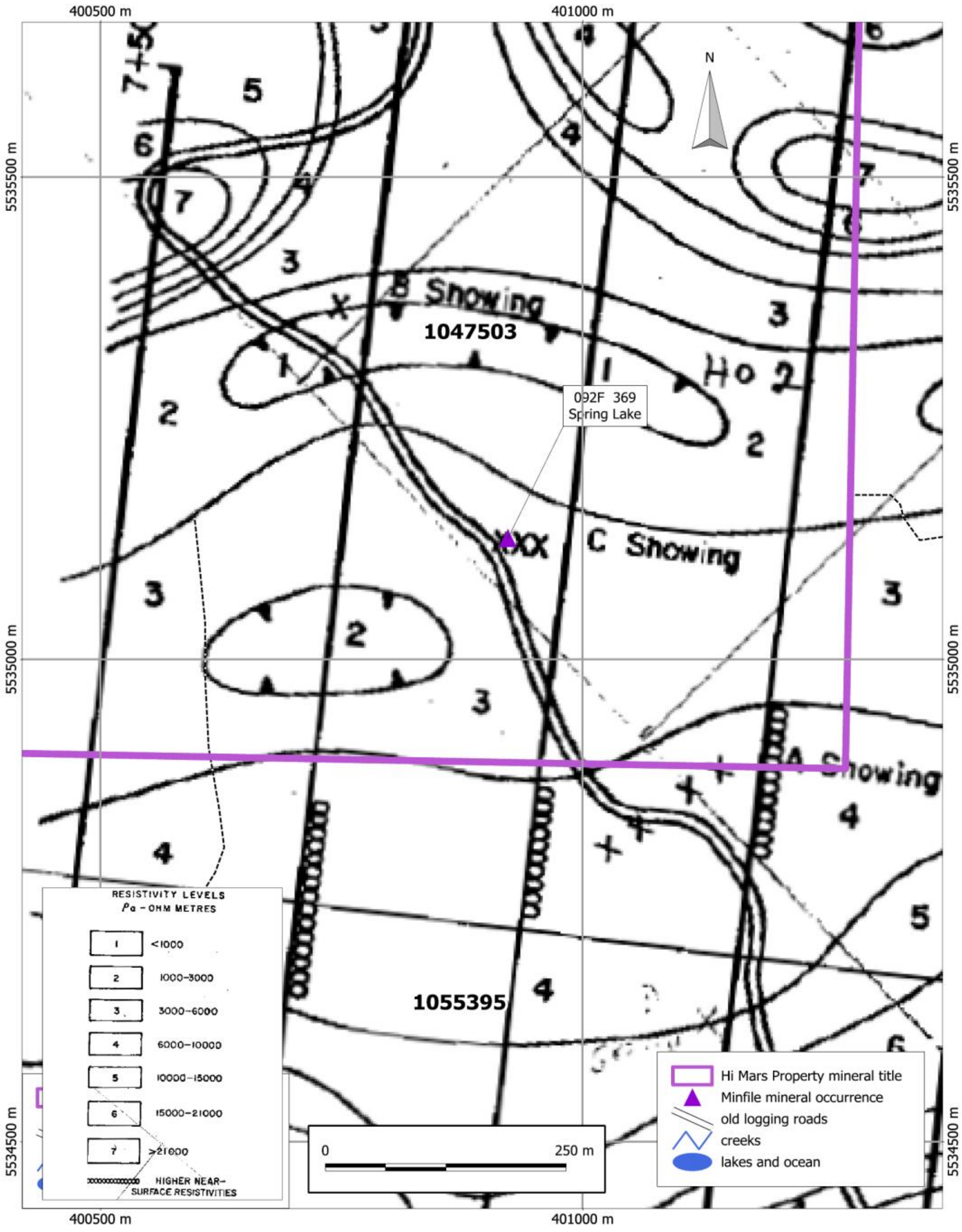

Figure 12. IP resistivity anomalies, Spring Lake showings area. Base map from Mullan and Hallof, 1977. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

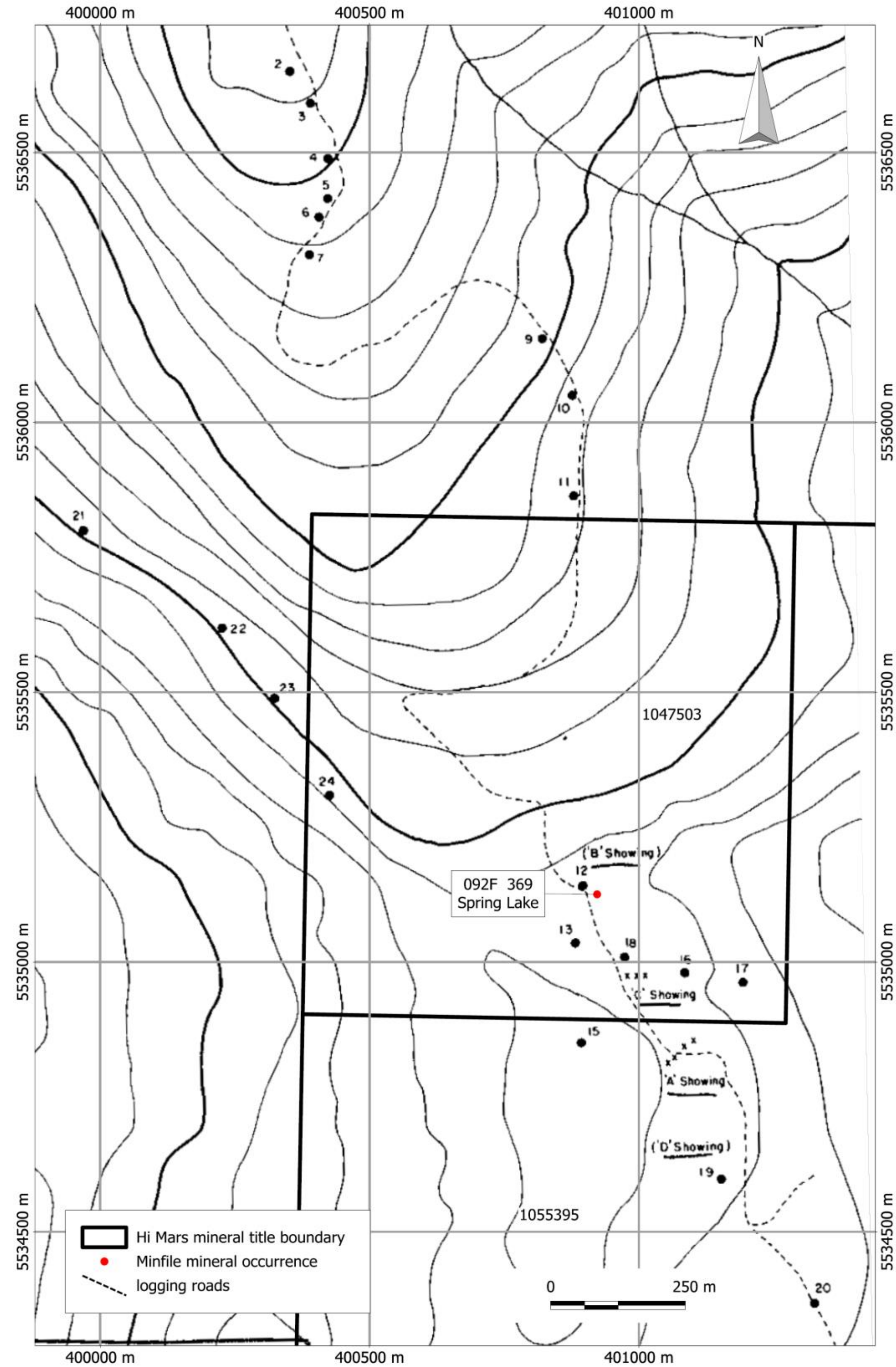

Figure 13. 1977 pit locations, Spring Lake showings area. Base map from Hodgson, 1977. Georeferencing and mineral title boundaries determined by D.G. MacIntyre, April 2018.

In May and June of 1977, Riocanex mapped the Spring Lake property at 1:10,000 scale (Hodgson, 1977). One day was also spent doing a magnetometer survey on four-line kilometres of the 1976 IP survey grip. Twenty-four pits were also blasted into bedrock and sampled (Figure 13). These pits were mostly along the Tin Hat Mountain access road (Hodgson, 1977). In reviewing the historical maps for the Spring Lake showings the author noted that the showing labelled "C" Showing on the Figure 12 map image taken from Mullan and Hallof (1977) was labelled "B" showing on the Figure 13 map image taken from Hodgson (1977), and the showings labelled "C" and "D" on Hodgson's 1977 map (Figure 13) are not shown on Mullan and Hallof's 1977 map (Figure 12). The showing labelled "B" on Mullan and Hallof's map (Figure 12) is not at the same location as the showing labelled "B" on Hodgson's map (Figure 13).

A total of 194 field stations were established as part of the geologic mapping program. From these 36 rock samples were collected and assayed. The highest Cu value was 2300 ppm. There were no significant Mo assay results.

Hodgson (1977) states that significant Cu and Mo mineralization is restricted to the vicinity of the 4 showings (Figure 13) with Cu values of 0.71%, 0.46%, 0.32-0.16% and 0.07% occurring at showings "B", "C", "A" and "D", respectively. Showing "B" also assayed 0.47% Mo. Hodgson (1977) recommended that the open area east of the "B" and "C" showings be tested by shallow drilling.

6.7 1978 – Asarco Exploration Company of Canada Limited

In June and July 1978 Asarco Exploration Company of Canada Limited ("ASARCO"), on behalf of property owners Home Oil Co. Ltd, Aquitaine Co. of Canada Ltd. and W. Meyer and Associates Ltd. did drilling, blasting and sampling of 23 pits to test previously outlined molybdenum and copper soil anomalies at the Lewis showing (see Figure 10). The results of the geochemical analyses showed that anomalous copper and molybdenum values were related to fracture and joint sets within a fine to medium-grained quartz diorite of the Coast Range Crystalline Complex (Fletcher, 1978). The best value obtained for the 23 samples analyzed was 3,950 ppm Cu. This sample was obtained from a pit in the northern part of the grid area. The best value obtained for 14 samples from the southern sector of the grid was 900 ppm Cu. Molybdenum grades were low ranging form 1 to 55 ppm Mo for all samples collected. It was concluded that there was no significant economic concentration of copper and/or molybdenum immediately associated with the anomalous soil geochemical values in the area tested (Fletcher, 1978).

6.8 1981 – Teck Corporation

In 1981 Teck Corporation ("Teck") staked the Beach claims to cover the Lewis showings that were discovered in 1974 as the result of a regional geochemical stream silt sampling program carried out by W. Meyers and Associates Ltd. The original Lewis and Clark claims had been allowed to lapse. Teck had planned to do a self potential survey but this plan was abandoned due to poor weather conditions and a geological mapping program was done instead. The resultant map is included in assessment report 9948 (Betmanis, 1981). Unfortunately, there are no geographic reference points on the map and the author was unable to georeference this map to the current mineral tenure boundaries with any degree of confidence. The approximate area covered by the map is shown in Figure 14.

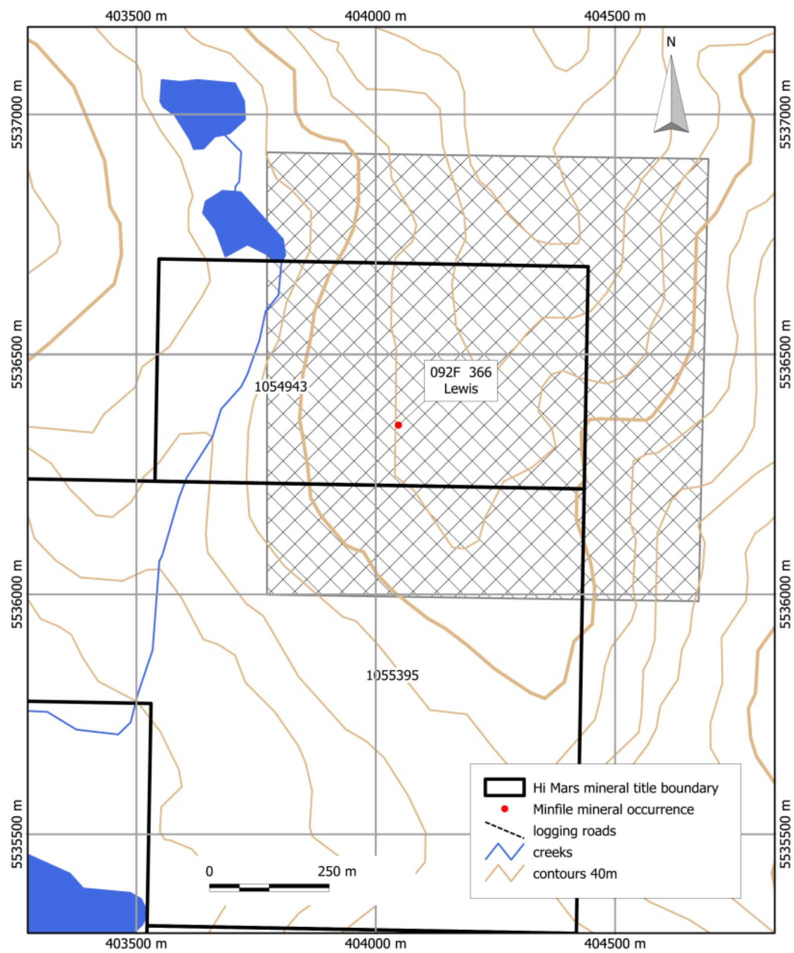

Figure 14. Approximate area covered by Teck geological mapping in 1981 (crosshatching). Geological map is included in Assessment Report 9948 (Betmanis, 1981). Map prepared by D.G. MacIntyre, April 2018.

Bettmanis (1981) concluded that the mineralized zones in the mapped area were too low grade and too small in size to be of economic interest.

7 Geological Setting and Mineralization

7.1 Regional and Local Geology

The regional geologic setting of the Hi-Mars Property is shown in Figure 15. The original geologic mapping of the area was done by the Geological Survey of Canada (Roddick et al., 1979). The main geologic units as compiled by Massey et al. (2005) are summarized in the Table of Formations (Table 4).

Table 4. Table of Formations (after Massey et al., 2005)

Map Unit	Age	Group or Formation	Description
KTgd	Cretaceous to Tertiary	Unnamed	granodioritic intrusive rocks
KTgr	Cretaceous to Tertiary	Unnamed	granite, alkali feldspar granite intrusive rocks
KTqm	Cretaceous to Tertiary	Unnamed	quartz monzonitic intrusive rocks
Kgd	Cretaceous	Unnamed	granodioritic intrusive rocks
lKGa	Cretaceous	Unnamed	basaltic volcanic rocks
uKNa	Upper Cretaceous	Naniamo Group - Extension - Protection Formation	coarse clastic sedimentary rocks
mKdr	Mid-Cretaceous	Unnamed	dioritic intrusive rocks
mKgd	Mid-Cretaceous	Unnamed	granodioritic intrusive rocks
EKdr	Early Cretaceous	Unnamed	dioritic intrusive rocks
EKgb	Early Cretaceous	Unnamed	gabbroic to dioritic intrusive rocks
EKgd	Early Cretaceous	Unnamed	granodioritic intrusive rocks
lKGa	Lower Cretaceous	Gambier Group	marine sedimentary and volcanic rocks
JKdr	Late Jurassic to Early Cretaceous	Unnamed	dioritic intrusive rocks
JKgd	Late Jurassic to Early Cretaceous	Unnamed	granodioritic intrusive rocks
JKqd	Late Jurassic to Early Cretaceous	Unnamed	quartz dioritic intrusive rocks
JKqm	Late Jurassic to Early Cretaceous	Unnamed	quartz monzonitic intrusive rocks
JKto	Late Jurassic to Early Cretaceous	Unnamed	tonalite intrusive rocks
LJdr	Late Jurassic	Unnamed	dioritic intrusive rocks
EMJgd	Early Jurassic to Middle Jurassic	Island Plutonic Suite	granodioritic intrusive rocks
JBi	Lower Jurassic to Middle Jurassic	Bowen Island Group	argillite, greywacke, wacke, conglomerate turbidites
lJBn	Lower Jurassic	Bonaza Group - Harbledown Formation	mudstone, siltstone, shale fine clastic sedimentary rocks
muTrVa	Upper Triassic	Vancouver Group - Karmutsen and Quatsino Formations	basaltic volcanic rocks

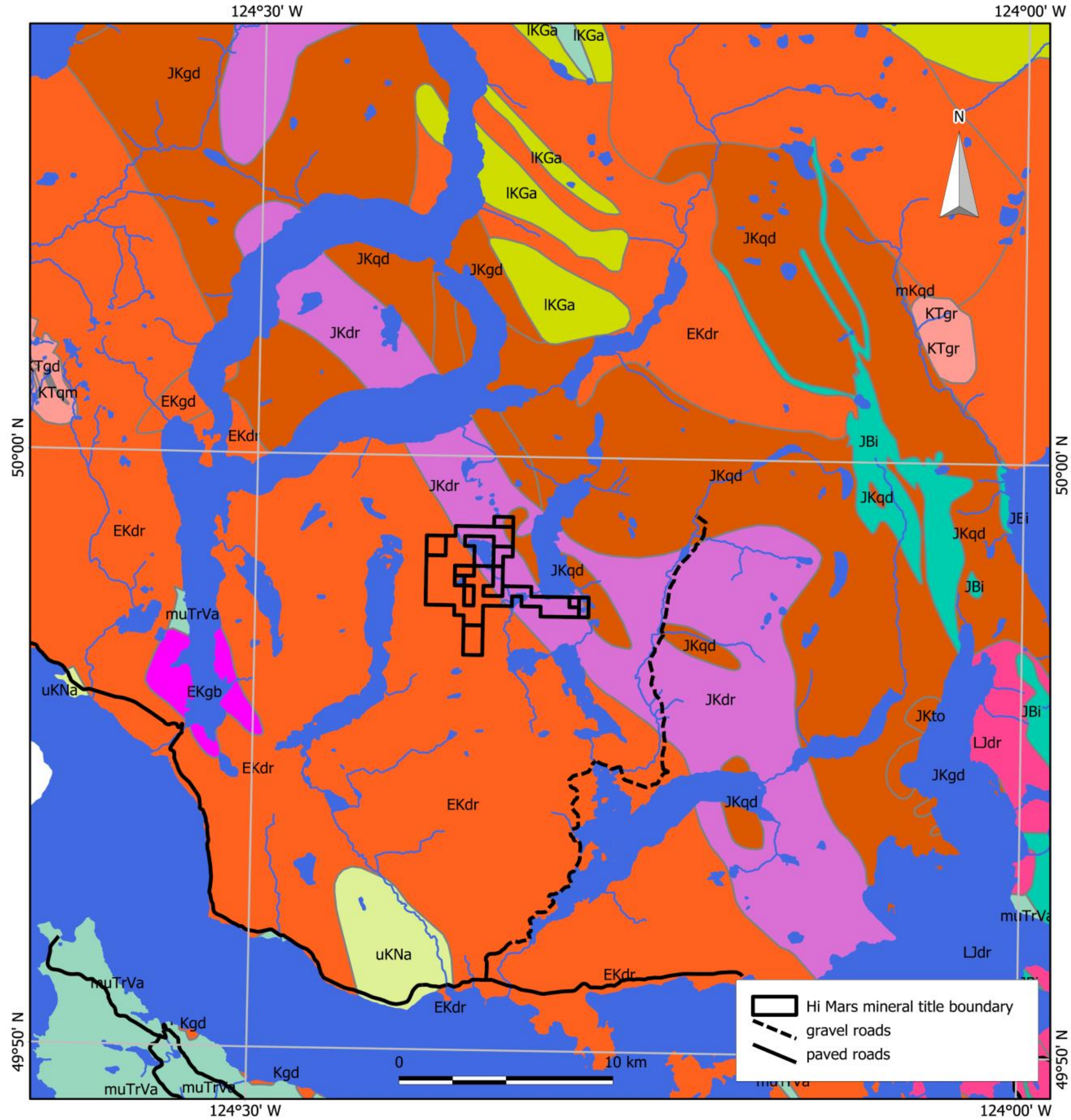

Figure 15. Regional geologic setting, Hi-Mars Property. Geology from Massey et al., 2005. Map prepared by D.G. MacIntyre, May 2018. See table 4 for description of map units.

The Property is located within the Coast Plutonic Complex, a belt of granitic rocks that form a chain of mountain ranges along the western margin of mainland British Columbia. These rocks represent the up-lifted roots of a long-lived magmatic arc that has evolved from the Late Triassic to present time. As shown in Figure 15, the Property straddles the boundary between a northwest trending belt of Early Cretaceous intrusive rocks (EKdr) comprised of quartz diorite, tonalite and granodiorite phases (Roddick et al. 1979) and older Later Jurassic to Early Cretaceous dioritic intrusive rocks (JKdr). Just east of the Property at Dodd Lake is an elongate body that has been mapped as Late Jurasssic to Early Cretaceous quartz monzodiorite with minor quartz diorite (JKqd). The nature of the contacts between the map units underlying the Property is unknown due to lack of outcrop in the area. Presumably unit EKdr is the youngest and intrudes older units JKdr and JKqd but this contact could also be a fault.

7.2 Property Geology and Mineralization

There is no detailed geology map for the Property as a whole. Small parts of the Property have been mapped in detail near the known showings (Pam, Bee and Lewis) and some of this detail is shown on Figures 4, 5, 6, 7 and 9 respectively. The following descriptions of geology and mineralization at the various showings covered by the Property are taken from the Minfile database. Location of mineral showings relative to regional geologic map units is shown in Figure 16.

7.2.1 Pam 11 (Minfile No. 092F 289)

The Pam 11 occurrence is underlain by Cretaceous hornblende diorite and quartz diorite of the Coast Plutonic Complex which have been intruded by later phases of granodiorite. The granodiorite has in turn, been intruded by quartz feldspar porphyry and feldspar porphyry dykes. A few narrow andesite to basalt dykes cut all other rock types.

The granodiorite has been sericite-altered and hosts biotite, quartz sericite and pyrite. Silicification is associated with a quartz vein stockwork in the granodiorite as well as in an area containing lenses of quartz within brecciated granodiorite, parallel to a feldspar porphyry dyke. Detailed geology after Phendler (1970) and Meyers (1974) is shown on Figures 4 and 6 in the History section of this technical report.

Veins, joints and dykes are controlled by a 070 to 080 degree trending fracture system that dips steeply north.

Pyrite and chalcopyrite, with minor pyrrhotite, magnetite and sphalerite occur as disseminations within silicified granodiorite and in the quartz vein stockwork. The intensity of fracturing decreases away from the Main showing (Rio Tinto Showing "C" Figure 12) but pyrite-coated joints are still well developed 300 metres away. Pods and irregular masses of chalcopyrite also occur at the Main showing, trending 110 to 150 degrees and crosscutting the jointing. Diamond drilling in 1967, mostly in the vicinity of the main trench, included 16.5 metres of 0.25 per cent copper.

About 150 to 200 metres east of the Pam 11 showing, and on strike with it, chalcopyrite occurs as irregular masses near strongly silicified porphyritic granodiorite and quartz diorite.

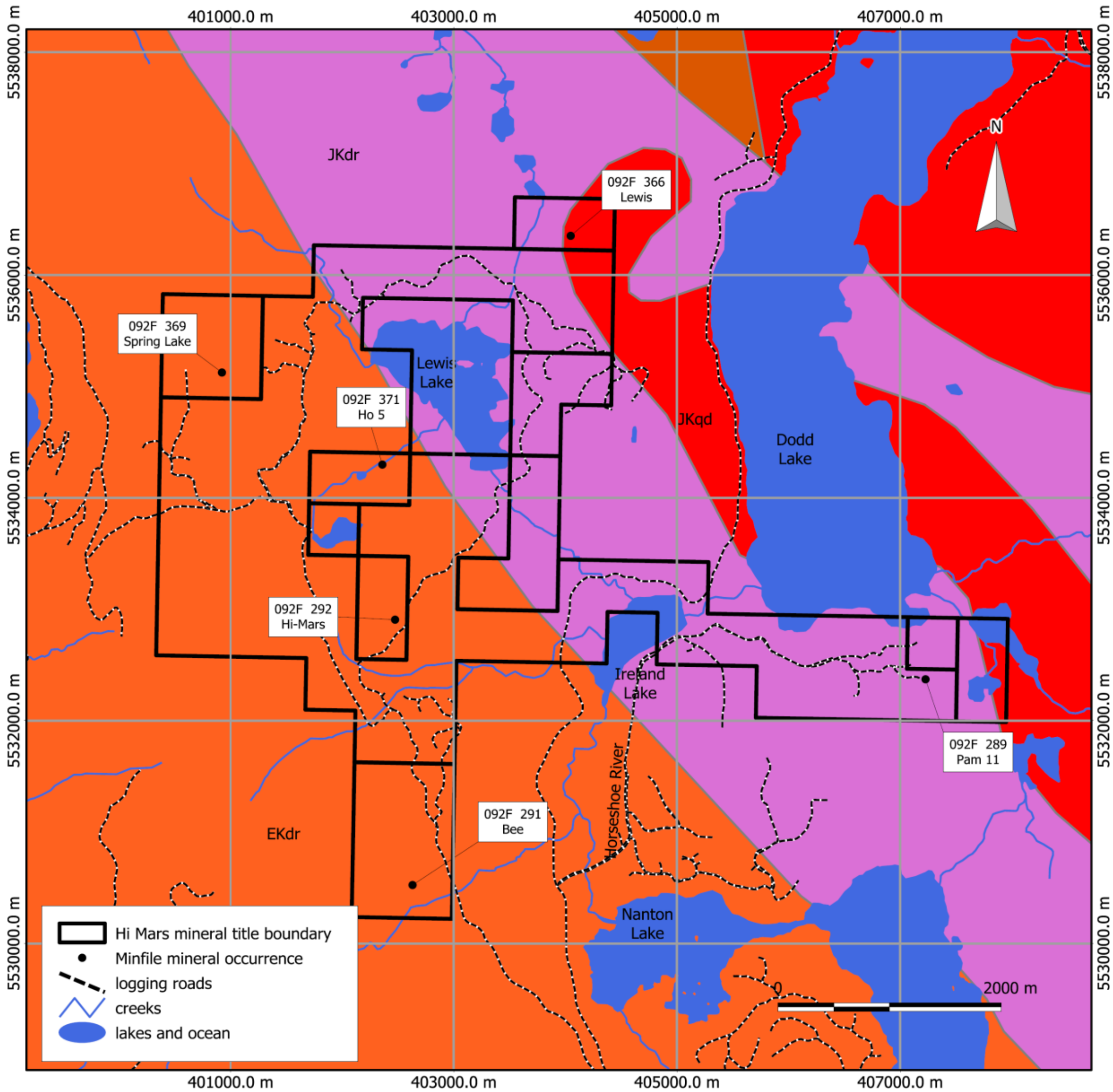

Figure 16. Property geology and mineral occurrences, Hi-Mars Property. Geology from Massey et al. 2005. Map compiled by D.G. MacIntyre, May 2018. See Table 4 for map unit descriptions.

7.2.2 Bee (Minfile No. 092F 291)

The Bee occurrence is underlain by quartz diorite and quartz monzonite of the Jurassic to Tertiary Coast Plutonic Complex.

Mineralization occurs in quartz diorite that has been intruded by small aplite stringers, feldspar porphyry dykes and several irregular masses of quartz up to 2.4 metres wide.

Quartz-filled joints in the quartz diorite strike 070 to 090 degrees. The mineralization occurs over an area of 30 metres in or near the porphyry dykes and the quartz lenses. It consists of disseminated chalcopyrite and molybdenite, and veinlets and small irregular lenses of chalcopyrite and pyrite. Detailed geology and drill hole locations after Bullis (1971) are shown on Figure 5 in the History section of this technical report.

7.2.3 Hi-Mars (Minfile No. 092F 292)

The Hi-Mars occurrence is underlain by granodiorite and quartz diorite of the Jurassic to Tertiary Coast Plutonic Complex which grades into diorite.

Jointing in the rocks strikes northeast and dips 90 degrees south, and locally contains quartz veinlets.

Fractures contain pyrite, chalcopyrite, molybdenite and limonite. Quartz-filled fractures host chalcopyrite and molybdenite. Disseminated pyrite and magnetite are present in the granodiorite and quartz diorite host rocks. Up to 0.5 per cent copper and minor molybdenite have been reported (Bullis, 1971a, Assessment Report 3549, page 14).

7.2.4 Lewis (Minfile No. 092F 366)

The Lewis occurrence is underlain by Mesozoic diorite of the Coast Plutonic Complex which has been intruded by a 500-metre-wide quartz diorite phase of the same age. Northeast and northwest striking andesite dykes cut the intrusive rocks. Detailed geology after Meyers (1976) is shown on Figure 9 in the History Section of this technical report.

Chlorite alteration is pervasive. Secondary biotite is present in a north-northeast striking zone of shearing that projects through the area of mineralization. Alaskite dykes up to one metre wide occur near the shear zone.

Mineralization is present in three locations, the Central zone, and the East and South zones, 250 metres east and southwest of the Central zone, respectively.

Mineralization consists of disseminated and fracture-filling chalcopyrite in the Central zone, and chalcopyrite with molybdenite in the East and South zones. Disseminated pyrite and magnetite are reported near the andesite dykes.

Maximum values of 0.74 per cent copper over 1.8 metres, and 0.026 per cent molybdenite over 1.5 metres have been reported, but the average value from all trenches was 0.12 per cent copper (Betmanis, 1981, Assessment Report 9948, page 3).

7.2.5 Spring Lake (Minfile No. 092F 369)

The area of the Spring Lake occurrence is underlain by multi-phased granodioritic intrusions of the Mesozoic Coast Plutonic Complex. Locally, the granodiorite is chloritized with epidote-coated fractures. Several west-northwest trending leucocratic felsic dykes, of the same general age as the host rock, and late mafic dykes are present.

Mineralization occurs in four zones located within 500 metres of each other (Hodgson, 1977). In zone A, disseminated chalcopyrite and pyrite occur in siliceous granodiorite. Minor mineralization is also present as fracture coatings. A sample assayed 0.32 per cent copper and 0.014 per cent molybdenite (Hodgson, 1977).

Zone B contains molybdenite and magnetite in thin quartz veinlets. A sample assayed 0.71 per cent copper and 0.47 per cent molybdenum (Hodgson 1977).

Zone C, considered the most significant, contains finely disseminated chalcopyrite and pyrite in a felsic dyke. Chalcopyrite, molybdenite and magnetite are also present in quartz veinlets in granodiorite near a felsic dyke. Locally, the zone contains azurite and malachite on fracture surfaces. A sample assayed 0.46 per cent copper and 0.005 per cent molybdenite (Hodgson 1977).

Zone D contains disseminated molybdenite and minor chalcopyrite and pyrite in a leucocratic felsic dyke. Some rusty pyrite occurs on fractures. A sample assayed 0.07 per cent copper and trace molybdenite (Hodgson, 1977).

7.2.6 Ho 5 (Minfile No. 092F 371)

The Ho 5 occurrence is underlain by quartz diorite of the Mesozoic Coast Plutonic Complex.

Molybdenite and chalcopyrite occur in narrow quartz veins. A sample across 1.5 metres from a trench on the southeast corner of Ho 5 claim assayed 0.03 per cent copper and 0.046 per cent molybdenite (Meyer 1975, Assessment Report 5798).

8 Deposit Types

The mineral showings that are covered by the Hi-Mars Property are classified as porphyry Cu-Mo type showings in the Minfile database. This deposit type is characterized by Cu and Mo bearing veins and disseminations associated with the emplacement of porphyritic intrusive rocks usually as late phases of intrusive complexes or as small stocks emplaced into older volcanic and sedimentary rock units. Mineral occurrences on the Property display most of these characteristics.

9 Exploration

The 2017 exploration program was conducted by Rich River on behalf of Straightup. The program involved soil sampling, prospecting and limited rock sampling, mainly along existing logging roads on the Property. A total of 726 soil samples were collected and analyzed for 51 elements by the ALS laboratory in North Vancouver B.C. using analytical procedure ME-MS41 (Ultra Trace Aqua Regia digestion and ICP-MS analyses). A total of 73 rocks samples were also submitted for analyses. Summary statistics for soil and rock samples collected by Rich River and analyzed by ALS in 2017 are given in Tables 5 and 6. The location of soil and rock samples, using proportional sized symbols for Cu and Mo values, are presented in Figures 17 and 18, respectively. Table 7 lists rock samples containing greater than 1,000 ppm Cu.

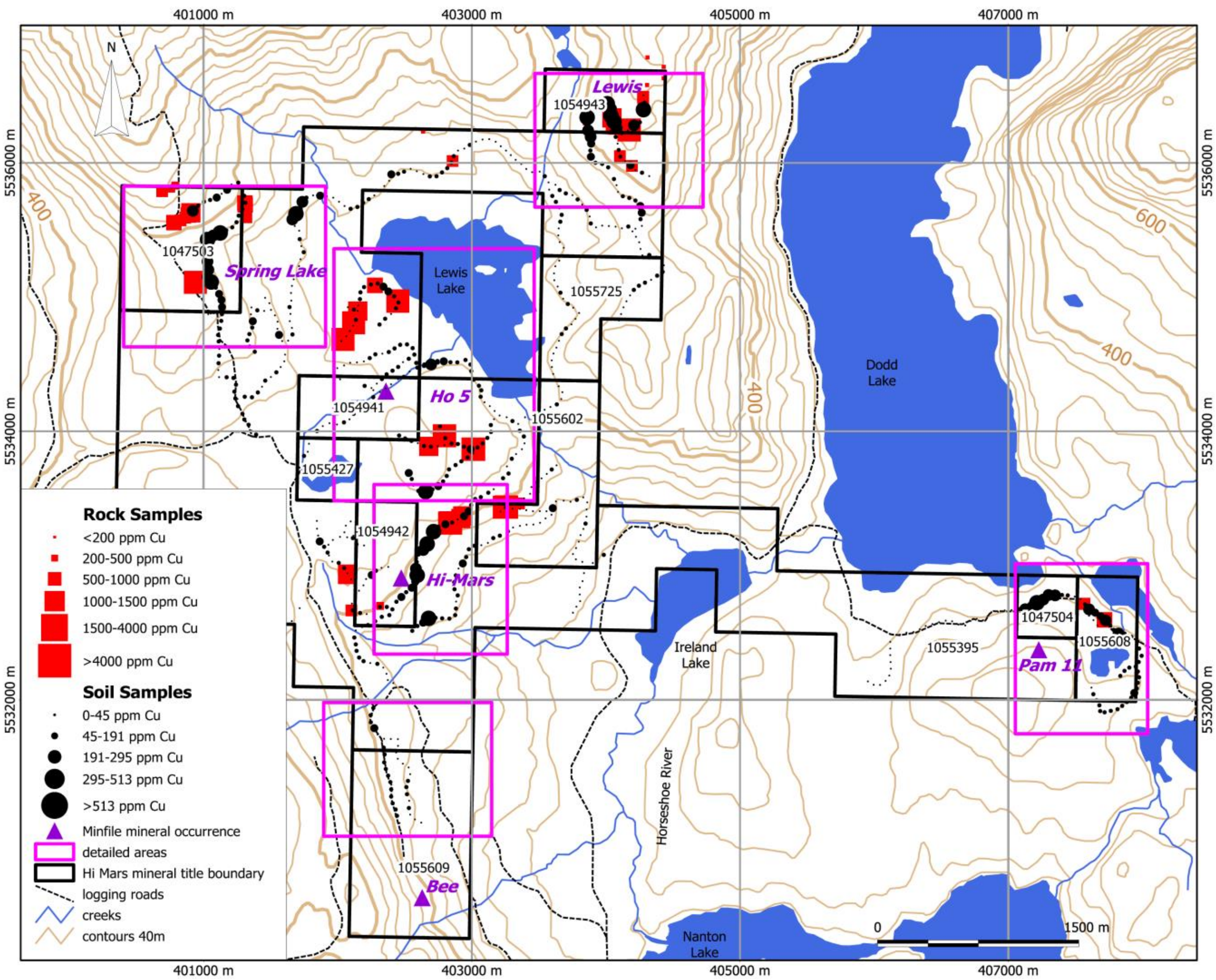

Figure 17. Location of 2017 rock and soil samples. Proportional symbol sizes based on Cu (ppm) values. Also shown are the areas covered by the detailed maps discussed in this section. Map prepared by D.G. MacIntyre from data provided by Rich River, April 2018.

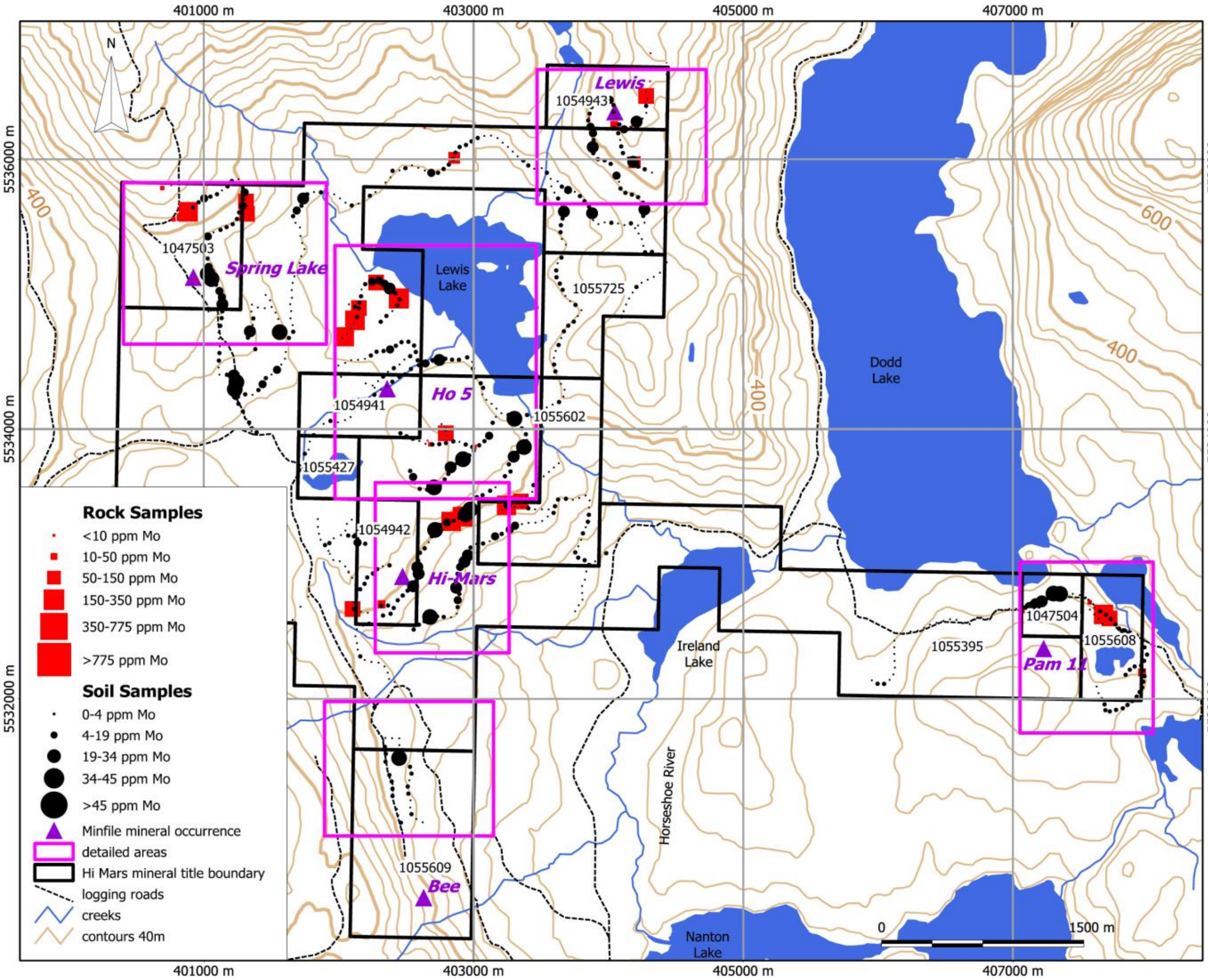

Figure 18. Location of 2017 rock and soil samples. Proportional symbol sizes based on Mo (ppm) values. Also shown are the areas covered by the detailed maps discussed in this section. Map prepared by D.G. MacIntyre from data provided by Rich River, April 2018.

Table 5. Summary statistics for soil samples.

Element	N	Min	Max	Median	90th Percentile	95th Percentile	98th Percentile
Ag ppm	726	0.01	1.06	0.12	0.3	0.39	0.49
Al %	726	0.54	12.85	4.51	7.285	8.1175	9.455
As ppm	726	0.5	12.8	1.9	2.8	3.3	4.2
Au ppm	9	<0.02	0.05	<0.02	<0.02	<0.02	<0.02
B ppm	0	<10	<10	<10	<10	<10	<10
Ba ppm	726	10	330	30	80	110	165
Be ppm	726	0.06	1.15	0.32	0.5	0.59	0.75
Bi ppm	726	0.03	3.48	0.1	0.2	0.2875	0.48
Ca %	726	0.03	1.44	0.1	0.21	0.2975	0.425
Cd ppm	726	0.01	0.58	0.08	0.15	0.19	0.25

Element	N	Min	Max	Median	90th Percentile	95th Percentile	98th Percentile
Ce ppm	726	3.5	49.7	11.275	19.03	22.4	33.25
Co ppm	726	0.5	37.5	3.7	7.5	9.375	12.55
Cr ppm	726	2	39	11	16	20	23
Cs ppm	726	0.1	2.39	0.61	1.02	1.16	1.5
Cu ppm	726	2.3	2100	45.15	190.8	295.25	513
Fe %	726	0.42	9.61	3.07	3.99	4.39	5.155
Ga ppm	726	2.41	73.1	10.8	15.48	17.4	19.5
Ge ppm	239	<0.05	0.18	<0.05	0.07	0.08	0.1
Hf ppm	689	<0.02	0.33	0.06	0.12	0.14	0.165
Hg ppm	725	<0.01	0.82	0.16	0.26	0.3	0.35
In ppm	726	0.005	0.604	0.023	0.04	0.054	0.1005
K %	726	0.01	0.58	0.02	0.06	0.09	0.16
La ppm	726	1.8	16.6	4.4	6.6	7.6	8.8
Li ppm	726	0.4	21.2	5.8	9.9	11.5	13.65
Mg %	726	0.02	2.33	0.22	0.455	0.5975	0.78
Mn ppm	726	43	2840	182	411.5	563.5	741.5
Mo ppm	726	0.17	122	4.03	19.43	34.075	45.2
Na %	623	<0.01	0.1	0.01	0.02	0.03	0.03
Nb ppm	726	0.22	5.32	2.085	3.04	3.4225	3.845
Ni ppm	726	0.9	37.1	2.8	4.9	5.775	7.45
P ppm	726	110	2310	520	910	1057.5	1375
Pb ppm	726	1	128.5	4.45	6.9	7.875	9.65
Rb ppm	726	0.6	18.8	2.2	4.2	5.2	7.3
Re ppm	182	<0	0.037	<0.001	0.001	0.002	0.0055
S %	702	<0.01	0.48	0.04	0.07	0.08	0.115
Sb ppm	722	<0.05	2.27	0.11	0.17	0.2	0.25
Sc ppm	726	0.4	13.7	3.5	5.5	6.3	7
Se ppm	720	<0.2	4.6	1.1	2	2.3	2.7
Sn ppm	721	<0.2	8.6	0.5	0.9	1	1.3
Sr ppm	726	3.1	106	11.5	25.95	34.425	56.95
Ta ppm	703	<0.01	0.12	0.03	0.06	0.08	0.09
Te ppm	714	<0.01	0.28	0.03	0.07	0.08	0.1
Th ppm	724	<0.2	9.9	1.7	3.3	3.8	4.55
Ti %	726	0.014	0.419	0.139	0.194	0.2185	0.251
Tl ppm	671	<0.02	0.25	0.03	0.05	0.06	0.08
U ppm	726	0.17	5.19	0.78	1.335	1.5275	2.045
V ppm	726	18	237	71.5	96	106	126.5
W ppm	723	<0.05	156	0.35	1.13	1.8025	2.955
Y ppm	726	0.71	27.9	3.76	6.55	7.7675	10.35
Zn ppm	726	6	125	23	46	54	73
Zr ppm	684	<0.5	12.9	1.7	3.55	4.175	4.8

Table 6. Summary statistics, rock samples.

Lab. No.	Min	Max	Median	90th percentile	95th percentile	98th percentile	N > detection
Ag ppm	0.03	30.1	0.47	3.548	11.74	18.41	73
Al %	0.17	7.14	2.05	2.79	3.352	4.408	73
As ppm	0.3	19.3	0.8	2.46	6.04	15.548	73
Au ppm	0.02	0.07	0.02	0.046	0.058	0.0652	7
Ba ppm	10	330	90	240	284	310	73
Be ppm	0.05	0.48	0.13	0.261	0.322	0.36	70
Bi ppm	0.02	31.8	0.12	1.224	1.8	4.332	73
Ca %	0.02	3.77	0.69	1.268	1.396	1.9	73
Cd ppm	0.02	12.7	0.2	1.63	2.365	3.806	71
Ce ppm	0.95	43.5	7.53	13.02	15.44	24.964	73
Co ppm	4	67.9	10.9	26.32	31.22	43.896	73
Cr ppm	1	191	5	13	19	31.28	73
Cs ppm	0.05	1.5	0.445	0.93	0.977	1.247	72
Cu ppm	21.3	28100	863	5404	10926	23080	73
Fe %	0.72	12.9	3.63	6.664	7.528	8.2356	73
Ga ppm	0.67	16.1	5.77	8.446	10.82	12.33	73
Ge ppm	0.05	0.2	0.09	0.13	0.147	0.1568	67
Hf ppm	0.02	0.15	0.05	0.09	0.11	0.12	71
Hg ppm	0.01	0.04	0.01	0.02	0.023	0.0332	18
In ppm	0.006	2.08	0.042	0.4082	0.8385	1.3635	72
K %	0.02	1.84	0.34	0.686	0.776	0.9824	73
La ppm	0.4	19.8	3.2	5.7	6.5	11.1	73
Li ppm	0.4	13.5	7.5	10.5	11.6	12.256	73
Mg %	0.03	4.1	0.89	1.368	1.696	2.2056	73
Mn ppm	62	2020	497	643.6	864.2	1191.48	73
Mo ppm	0.55	1860	37.9	812.8	1121.2	1568.6	73
Na %	0.01	0.97	0.18	0.338	0.35	0.4328	73
Nb ppm	0.05	0.63	0.255	0.42	0.5055	0.52	70
Ni ppm	0.9	69.8	2.1	8.52	12.96	20.244	73
P ppm	20	1160	460	770	860	966	73
Pb ppm	0.4	21.5	1.1	4.04	7.62	11.856	73
Rb ppm	0.5	46.5	8.3	17.74	19.8	27.544	73
Re ppm	0.001	1.585	0.024	0.3834	0.6114	1.079	67
S %	0.01	8.16	1.21	4.268	5.77	7.1708	73
Sb ppm	0.05	0.31	0.08	0.234	0.262	0.2876	29
Sc ppm	0.2	25.1	4.3	9.14	11.76	14.812	73
Se ppm	0.2	16.9	1.4	4.06	5.38	13.358	72
Sn ppm	0.2	2.2	0.4	1	1.155	1.872	70
Sr ppm	2.8	398	64.6	98	140.4	252.8	73
Ta ppm	0.01	0.01	0.01	0.01	0.01	0.01	9
Te ppm	0.01	28.9	0.04	0.212	0.288	1.4164	67
Th ppm	0.2	7.3	0.95	2.27	3.46	4.754	72
Ti %	0.006	0.249	0.131	0.177	0.2045	0.2342	71

Lab. No.	Min	Max	Median	90th percentile	95th percentile	98th percentile	N > detection
Tl ppm	0.02	0.33	0.075	0.13	0.14	0.1732	68
U ppm	0.11	2.18	0.48	1.146	1.448	1.606	73
V ppm	3	185	60	92	114.4	124.52	73
W ppm	0.05	182.5	0.27	6.095	8.776	12.134	72
Y ppm	0.44	12.4	5.05	7.57	8.38	10.4	73
Zn ppm	6	467	52	115.2	188.8	271.24	73
Zr ppm	0.5	3.5	0.8	1.8	2.04	2.868	67

Table 7. Rock samples with >1000 ppm Cu.

Map Number	SHOWING	UTM EAST	UTM NORTH	MINERALIZATION	DESCRIPTION	Lab. No.	Cu ppm	Mo ppm	Cu %
12	LEWIS	404161	5536230	Pyrite	Diorite Intrusive	HM-17R12	1890	2.76	
17	NORTH SPRING LAKE	400885	5535612	Quartz/Pyrite	Diorite Intrusive	HM-17R17	1420	776	
18	NORTH SPRING LAKE	400778	5535554	Pyrite	Diorite Intrusive	HM-17R18	1115	33.9	
19	NORTH SPRING LAKE	400904	5535629	Quartz/Pyrite/ Magnetite	Diorite Intrusive	HM-17R19	2160	172	
26	NEW HI-MARS	402842	5533318	Azurite/Malachite	Granite/ Granodiorite	HM-17R26	>10000	233	2.33
28	NEW HI-MARS	402932	5533370	Cu,Py/Mo	Along Road Cut	HM-17R28	2980	768	
29	NEW HI-MARS	402075	5532935	Cu,Py/Mo	Taken from Rock Pit	HM-17R29	1525	3.2	
30	SPRING LAKE	400938	5535110	Malachite	Taken from Old Pit (Rio Tinto showing "C")	HM-17R30	5340	2.41	
31	SPRING LAKE	400949	5535096	Malachite	New Showing (east of Rio Tinto)	HM-17R31	1790	3.11	

Map Number	SHOWING	UTM EAST	UTM NORTH	MINERALIZATION	DESCRIPTION	Lab. No.	Cu ppm	Mo ppm	Cu %
32	PAM 11	407716	5532596	Molybdenum /Pyrite	10cm wide quartz vein	HM-17R32	1480	562	
38	SPRING	401311	5535687	Molybdenum /Pyrite	Float on old road cut	HM-17R38	1230	340	
39	NORTH HO 5	402040	5534685	Molybdenum /Pyrite	Float on old road cut	HM-17R39	>10000	1860	2.81
40	SOUTH HO 5	402680	5533887	Malachite/Cpy	In pit malachite/ cpy in hornblende quartz diorite	HM-17R40	1835	37.9	
42	SOUTH HO 5	402796	5533968	Molybdenum/ Cpy	outcrop malachite/ cpy in hornblende quartz diorite	HM-17R42	5120	391	
44	SOUTH HO 5	403009	5533869	Molybdenum/ Pyrite	In road ditch malachite/ cpy in hornblende quartz diorite	HM-17R44	>10000	13.1	1.57
45	SOUTH HO 5	403015	5533866	Molybdenum/ Pyrite	outcrop malachite/ cpy in hornblende quartz diorite	HM-17R45	5420	2.74	
49	LEWIS	404173	5536246	pyrite in fine grained granite		HM-17R49	5550	1.41	
50	LEWIS	404076	5536268	pyrite in qtz rich stockwork/ hornbelnde intrusive		HM-17R50	1115	4.83	

Map Number	SHOWING	UTM EAST	UTM NORTH	MINERALIZATION	DESCRIPTION	Lab. No.	Cu ppm	Mo ppm	Cu %
51	LEWIS	404044	5536336	pyrite in fine grained diorite host some qtz veining on frac		HM-17R51	2520	1.54	
56	NEW HI-MARS	403244	5533435	cpy/moly/py along qtz shear epidote along fractures 5m long		HM-17R56	6870	952	
57	NEW HI-MARS	403258	5533436	pyritic boulder with py cpy?? By creek ~15M from sample 56		HM-17R57	>10000	17.8	2.28
58	NORTH HO 5	402120	5534808	Disseminated moly+cpy+py in road bed material in granite	100% material on road bed from only rock pit	HM-17R58	7710	1375	
59	NORTH HO 5	402150	5534897	Disseminated moly+cpy+py in road bed material in granite	100% material on road bed from only rock pit	HM-17R59	3050	674	
60	LEWIS LAKE	402278	5535087	Disseminated moly+cpy+py in outcrop	From Pit, this is the source of previous 2 samples	HM-17R60	1300	724	
61	LEWIS LAKE	402448	5534971	Disseminated moly+cpy+py along fractures	New Showing (Lewis Lake) beside road	HM-17R61	4190	822	

Map Number	SHOWING	UTM EAST	UTM NORTH	MINERALIZATION	DESCRIPTION	Lab. No.	Cu ppm	Mo ppm	Cu %
62	LEWIS LAKE	402444	5534965	Disseminated moly+cpy+py along fractures	New Showing (Lewis Lake) beside road	HM-17R62	1680	1595	
64	NEW HI-MARS	402919	5533351	Moly cpy along fractures rosettes of moly	Along Road Cut fracture controlled mineralization	HM-17R64	3270	1535	
65	NEW HI-MARS	402820	5533320	Moly cpy along fractures rosettes of moly	Along Road Cut fracture controlled mineralization	HM-17R65	1990	645	
66	NEW HI-MARS	402834	5533316	Moly cpy along fractures rosettes of moly	Along Road Cut fracture controlled mineralization	HM-17R66	4470	908	
67	SPRING EAST	401308	5535701	Molybdenum/ Pyrite	In place along road cut	HM-17R67	1030	36.7	
73	LEWIS LAKE NORTH	5535753	5535753	Disseminated moly?? With malachite and pyrite	On southern border of claim in old cut block lots of pyrite 25m east of small creek	HM-17R73	2770	10.3	

9.1 Rock and Soil Sample Results

9.1.1 Pam 11 (Minfile No. 092F 289)

Pyrite and chalcopyrite, with minor pyrrhotite, magnetite and sphalerite occur as disseminations within silicified granodiorite and in the quartz vein stockwork at the Pam 11 showing. Soil samples collected along a logging road north and northeast of the showing returned anomalous values for Cu and Mo (Figures 19 and 20). One rock sample (No. 32) returned 1480 ppm Cu and 562 ppm Mo. The anomalous soil samples occur over a distance of 250 metres with values ranging from 195.5 to 585 ppm Cu. Mo is also anomalous ranging from 34.1 to 99.9 ppm. It is not clear if these anomalous soil values are related to the Pam 11 showing which is approximately 300 metres to the south or to a different, more proximal source. The direction of glacial transport is assumed to be northwest to southeast which would suggest a different, as yet undetected, source for the anomalies.

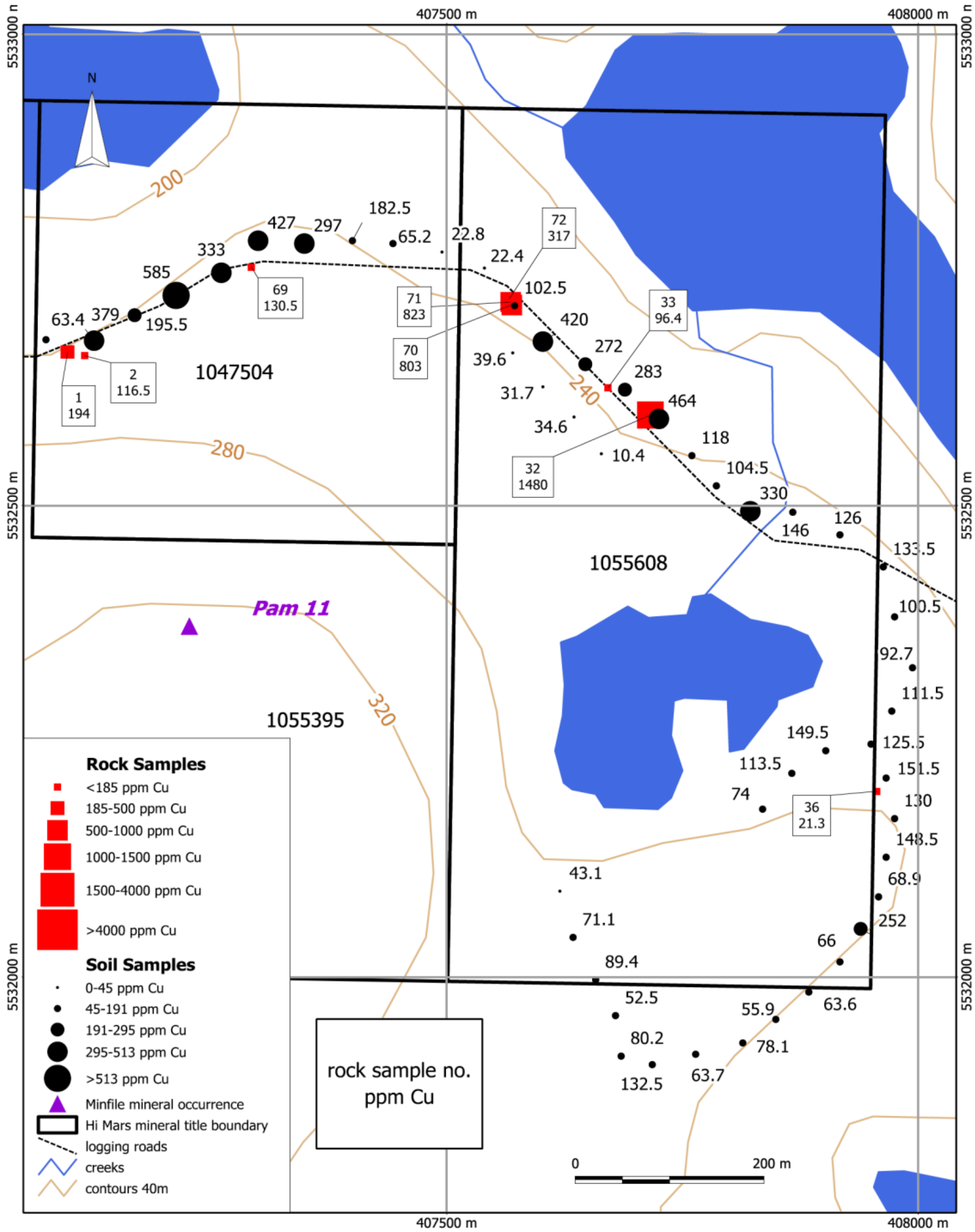

Figure 19. Rock and soil samples collected near the Pam 11 showing. Proportional symbol sizes and numeric values are for Cu (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

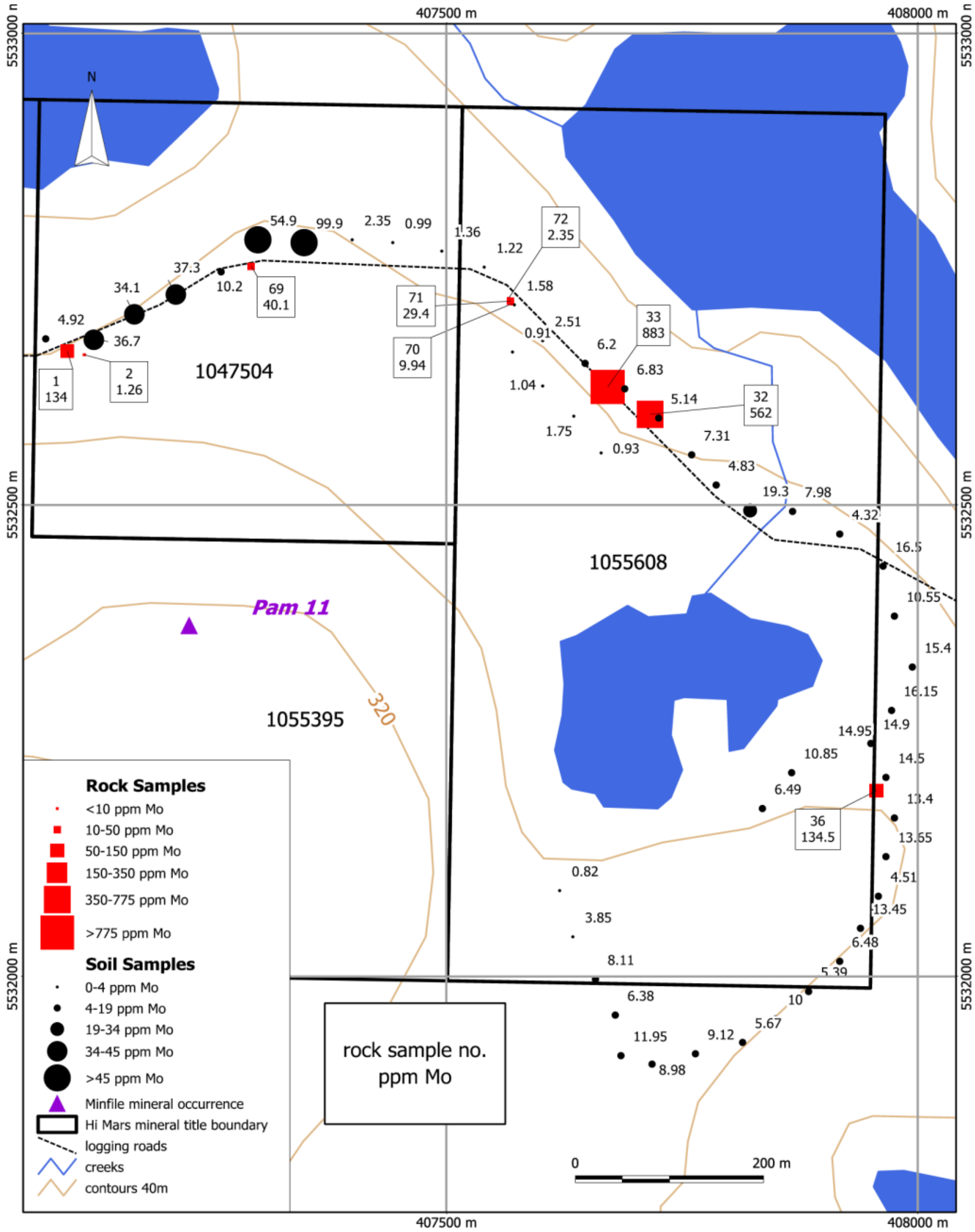

Figure 20. Rock and soil samples collected near the Pam 11 showing. Proportional symbol sizes and numeric values are for Mo (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

9.1.2 Bee (Minfile No. 092F 291)

Mineralization at the Bee showing occurs in quartz diorite that has been intruded by small aplite stringers, feldspar porphyry dykes and several irregular masses of quartz up to 2.4

metres wide. The mineralization consists of disseminated chalcopyrite and molybdenite, and veinlets and small irregular lenses of chalcopyrite and pyrite. Soil sampling in 2017 was done along a logging road approximately 1,000 metres north of the Bee showing. Only weakly anomalous values were returned for Cu and Mo (Figures 21 and 22). The highest soil value for Cu was 248 ppm and the highest value for Mo was 47.4 ppm. No rock samples were collected in the vicinity of the Bee showing.

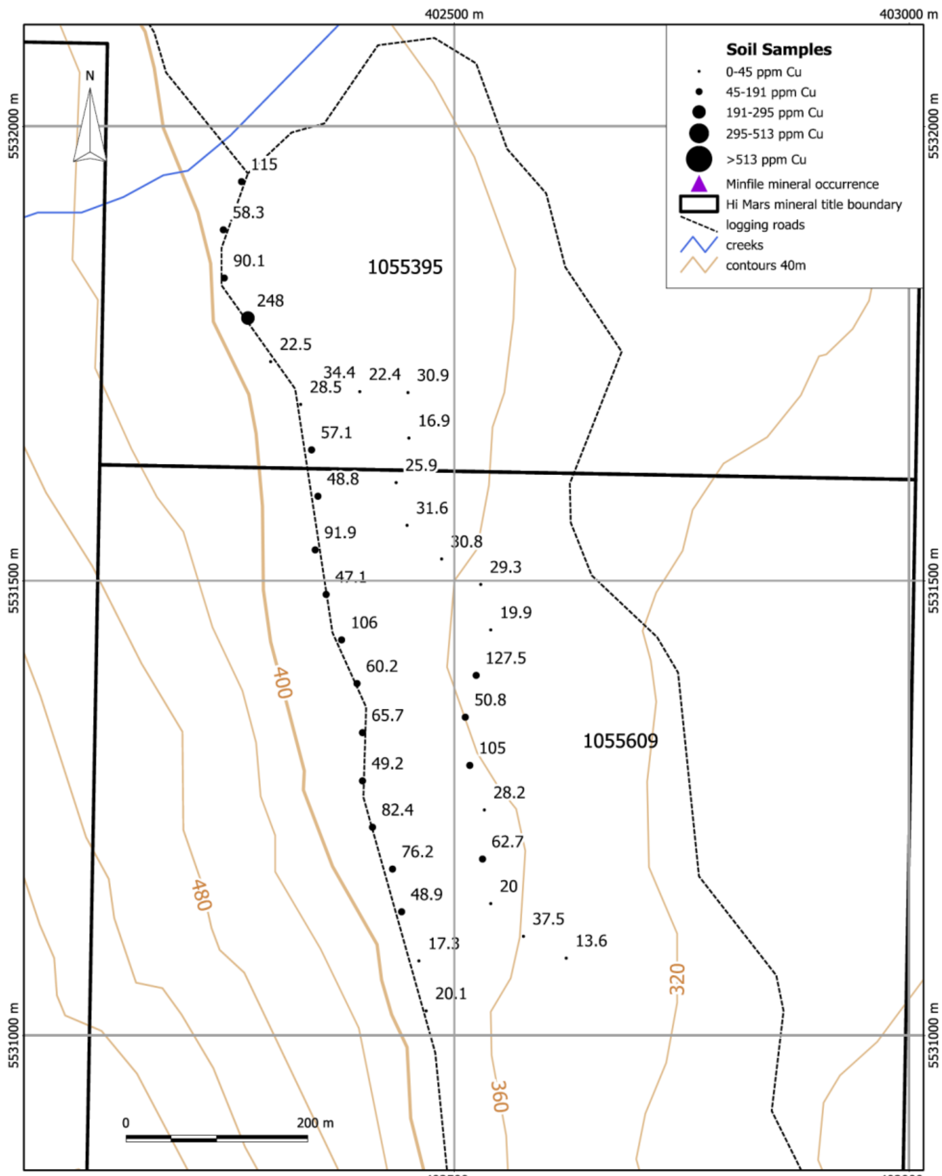

Figure 21. Soil samples collected near the Bee showing. Proportional symbol sizes and numeric values are for Cu (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

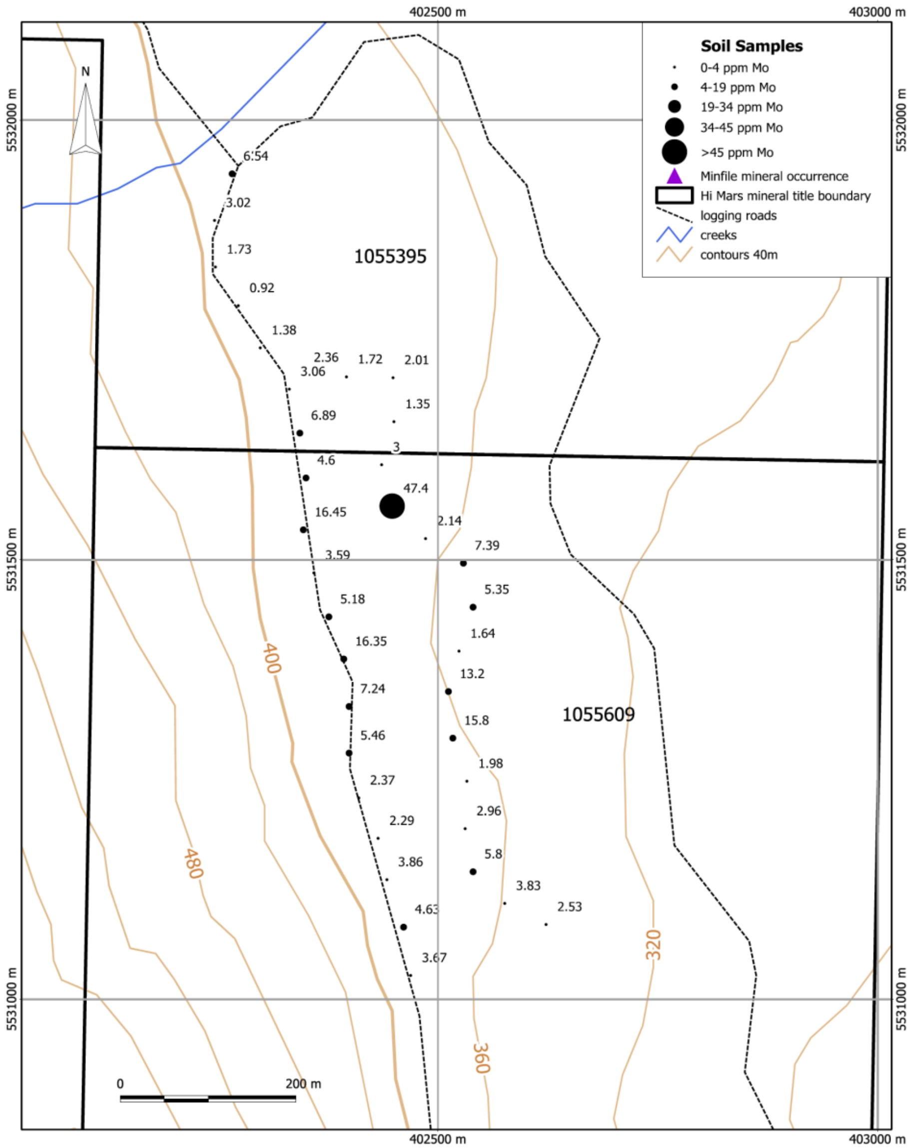

Figure 22. Soil samples collected near the Bee showing. Proportional symbol sizes and numeric values are for Mo (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

9.1.3 Hi-Mars (Minfile No. 092F 292)

Mineralization at the Hi-Mars showing consists of pyrite, chalcopyrite, molybdenite and limonite in quartz-filled fractures. Disseminated pyrite and magnetite are present in the granodiorite and quartz diorite host rock.

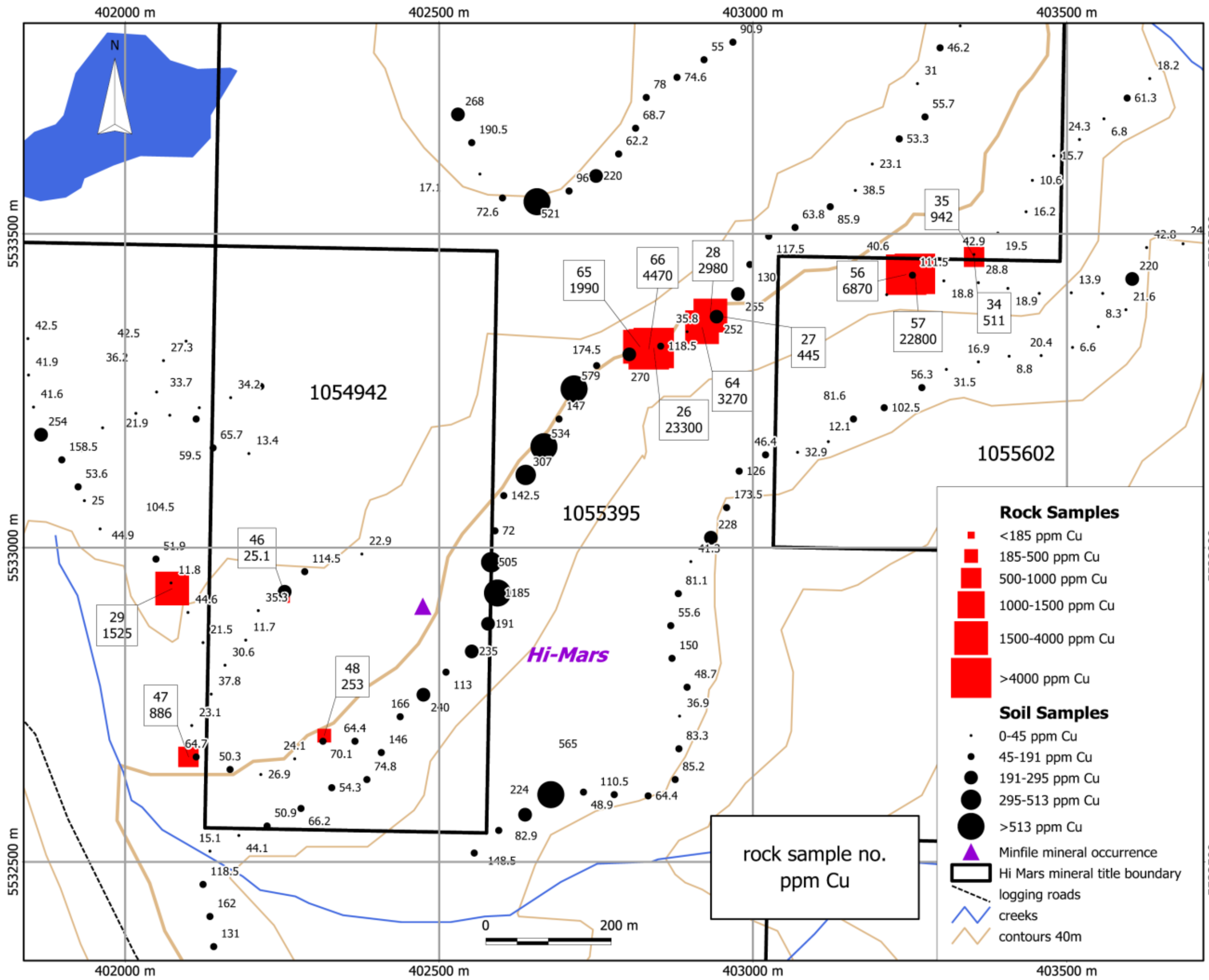

Figure 23. Rock and soil samples collected near the Hi-Mars showing. Proportional symbol sizes and numeric values are for Cu (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

As shown in Figure 23 a number of soil samples collected at 50 metre intervals along a new logging road east and northeast of the Hi-Mars Minfile locality returned anomalous Cu values, with the highest value being 1,185 ppm Cu. Further northeast along the same logging road, 6 rock samples collected over a distance of approximately 150 metres returned Cu values of 2.3%, 2,980 ppm, 1,525 ppm, 2,280 ppm, 3,270 ppm, 1,990 ppm and 4,470 ppm (respectively, samples 26, 28, 29, 64, 65, 66). These samples were also anomalous in Mo with values ranging from 233-1,535 ppm (Figure 24). The samples are described as granodiorite with molybdenite and chalcopyrite along fractures. Two more strongly anomalous rock samples were collected approximately 200 metres further east-northeast and returned values of 6,870 ppm and 2.3% Cu respectively (samples 56 and 57). Sample 56 also returned 952 ppm Mo. Surprisingly, soil samples collected near the Hi-Mars showings did not return strongly anomalous values for Cu or Mo. Another rock sample collected from a rock pit approximately 250 metres west of the Hi-Mars Minfile locality returned an anomalous Cu value of 1,525 ppm (sample 29) but low Mo.

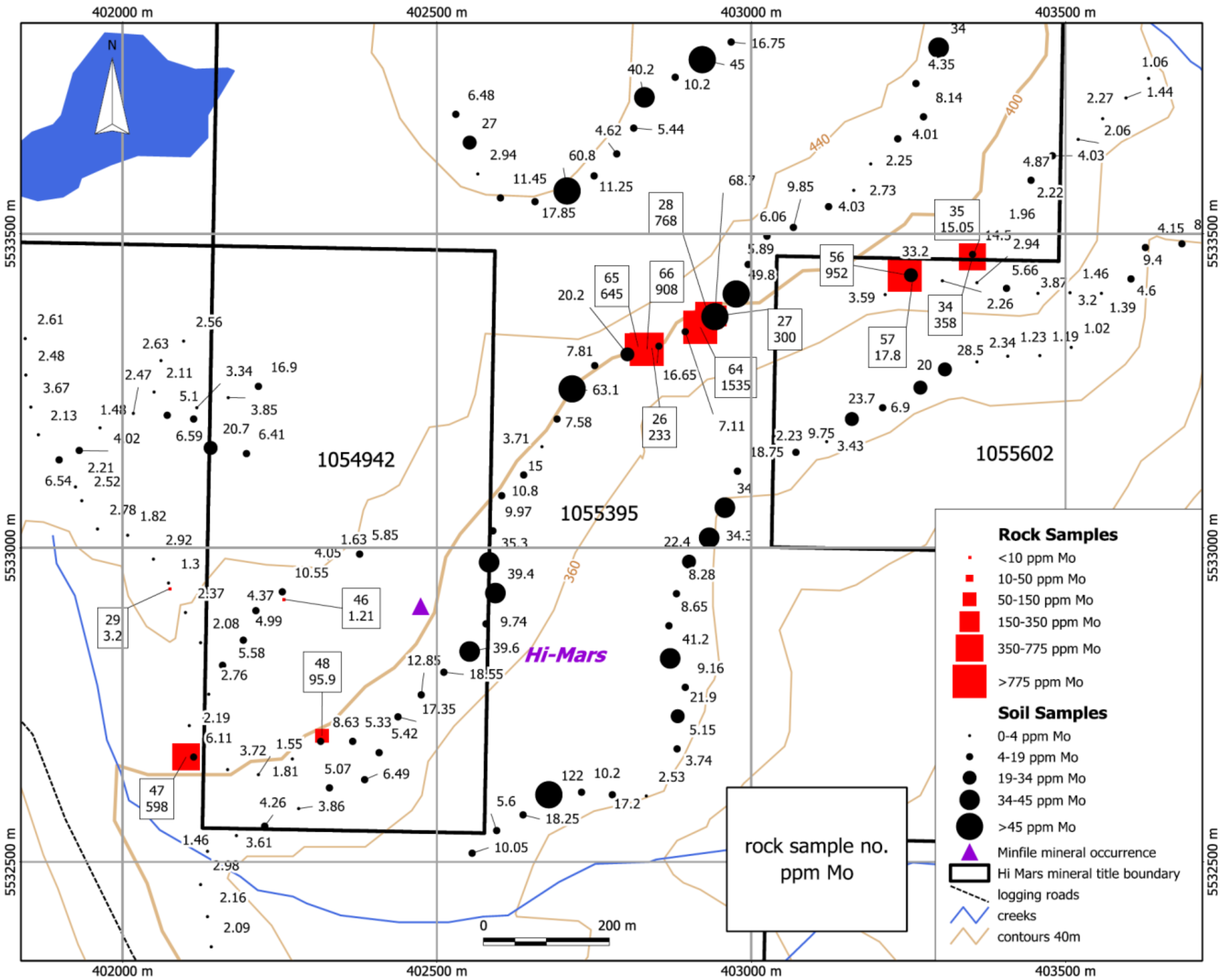

Figure 24. Rock and soil samples collected near the Hi-Mars showing. Proportional symbol sizes and numeric values are for Mo (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

9.1.4 Lewis (Minfile No. 092F 366)

Mineralization at the Lewis showing consists of disseminated and fracture-filling chalcopyrite in quartz diorite. The mineralization appears to be spatially and possible genetically related to emplacement of a younger elongate intrusion of granodiorite to quartz diorite composition (see Figure 9).

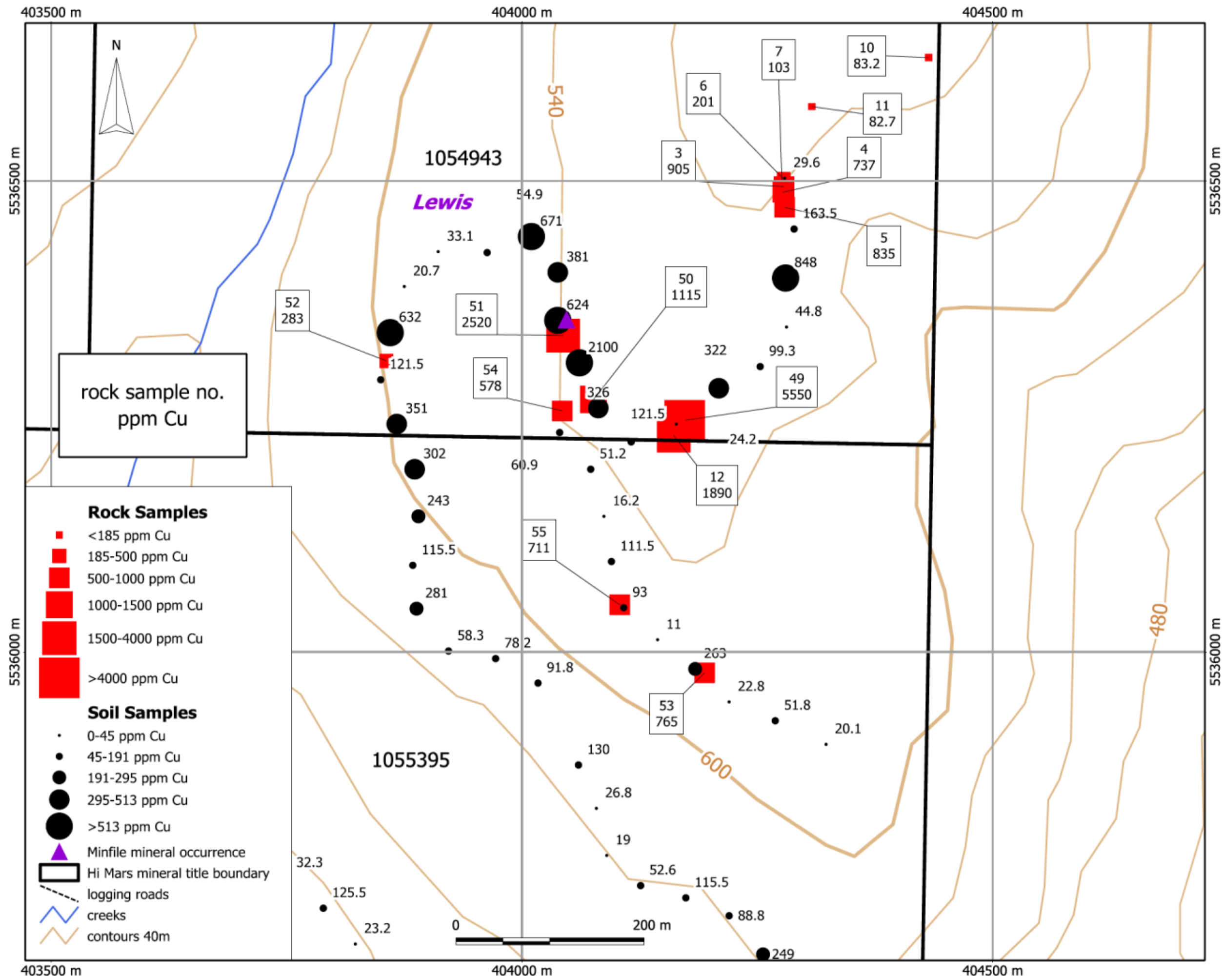

Figure 25. Rock and soil samples collected near the Lewis showing. Proportional symbol sizes and numeric values are for Cu (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

Soil and rock samples collected near the Lewis showing returned anomalous Cu values as shown in Figure 25. Soil samples contained up to 2,100 ppm Cu. Rocks samples returned up to 5,550 ppm Cu. Mo values were low for both soil and rock samples collected at or near the showings (Figure 26). These results are consistent with those reported for previous work done in 1976 by the Redonda Syndicate as described in the History Section of this technical report.

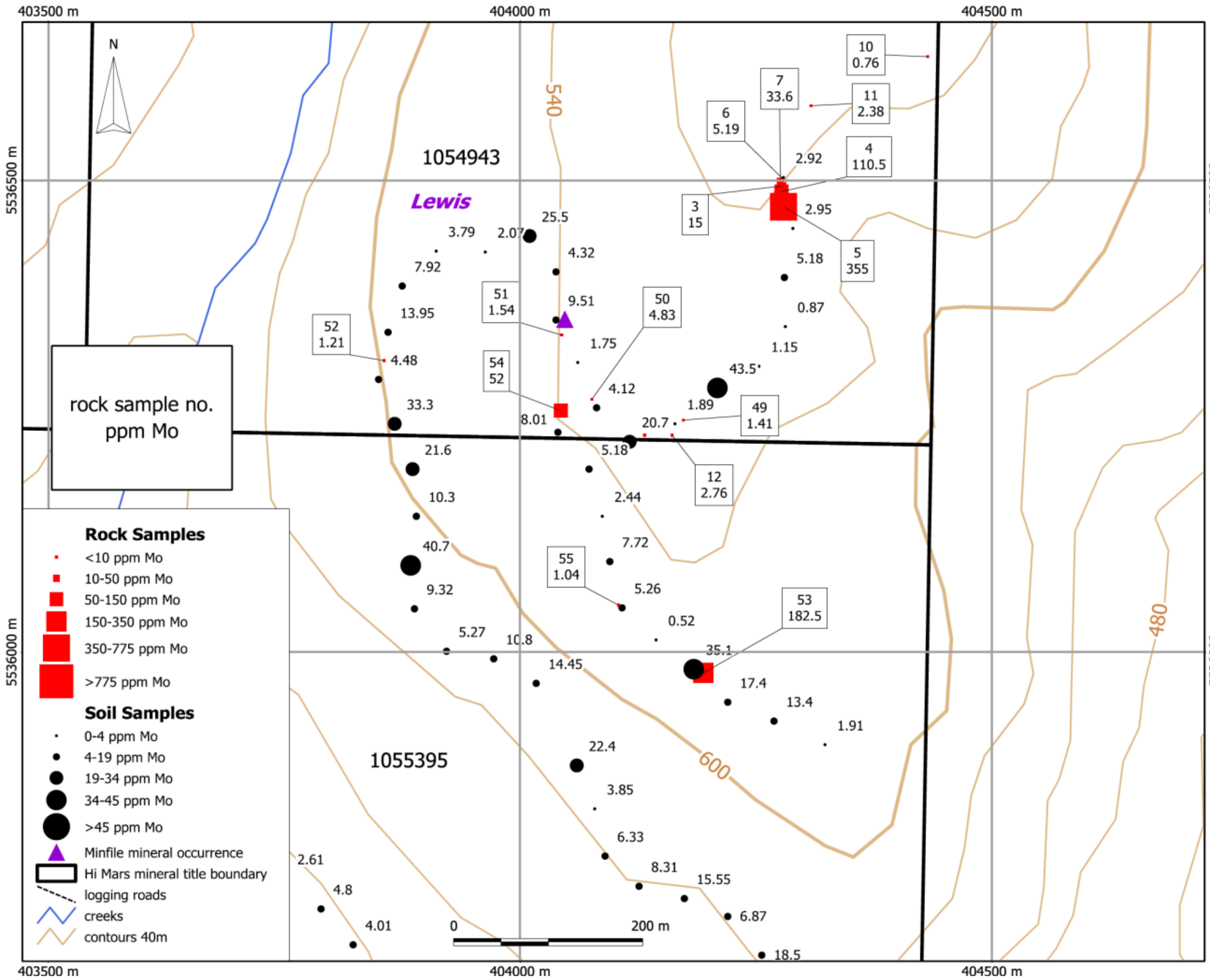

Figure 26. Rock and soil samples collected near the Lewis showing. Proportional symbol sizes and numeric values are for Mo (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

9.1.5 Spring Lake (Minfile No. 092F 369)

Mineralization at the Spring Lake showings occurs as disseminated chalcopyrite and pyrite occur in siliceous granodiorite. Minor mineralization is also present as fracture coatings.

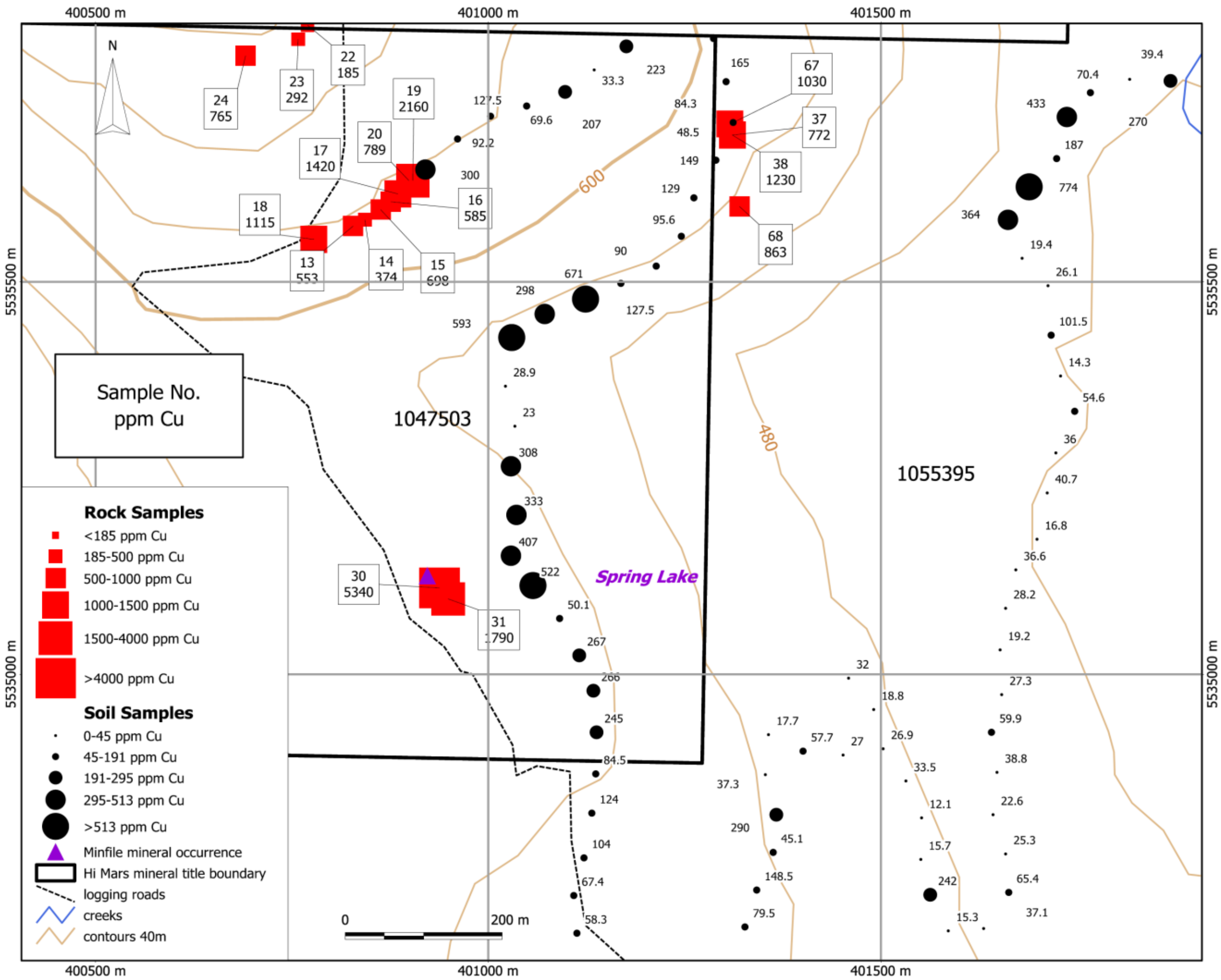

Figure 27. Rock and soil samples collected near the Spring Lake showing. Proportional symbol sizes and numeric values are for Cu (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

Soil samples collected over a distance of 350 metres along a logging road east of the Spring Lake showing returned anomalous Cu values ranging from 50.3 to 522 ppm (Figure 27). Mo values were also weakly to moderately anomalous ranging from 6.7 to 57.6 ppm. Two malachite stain rock samples collected from an old exploration pit at the Main showing (Rio Tinto Showing “C”) returned 5,340 and 1,790 ppm Cu respectively (samples 30 and 31). An area of closely spaced rock samples located approximately 500 metres north-northwest of the C-showing (Figure 27) and collected from diorite outcrops along an east trending branch of the main logging road returned weak to moderately anomalous Cu values with values ranging from 374 to 2,160 ppm (samples 13 to 20).

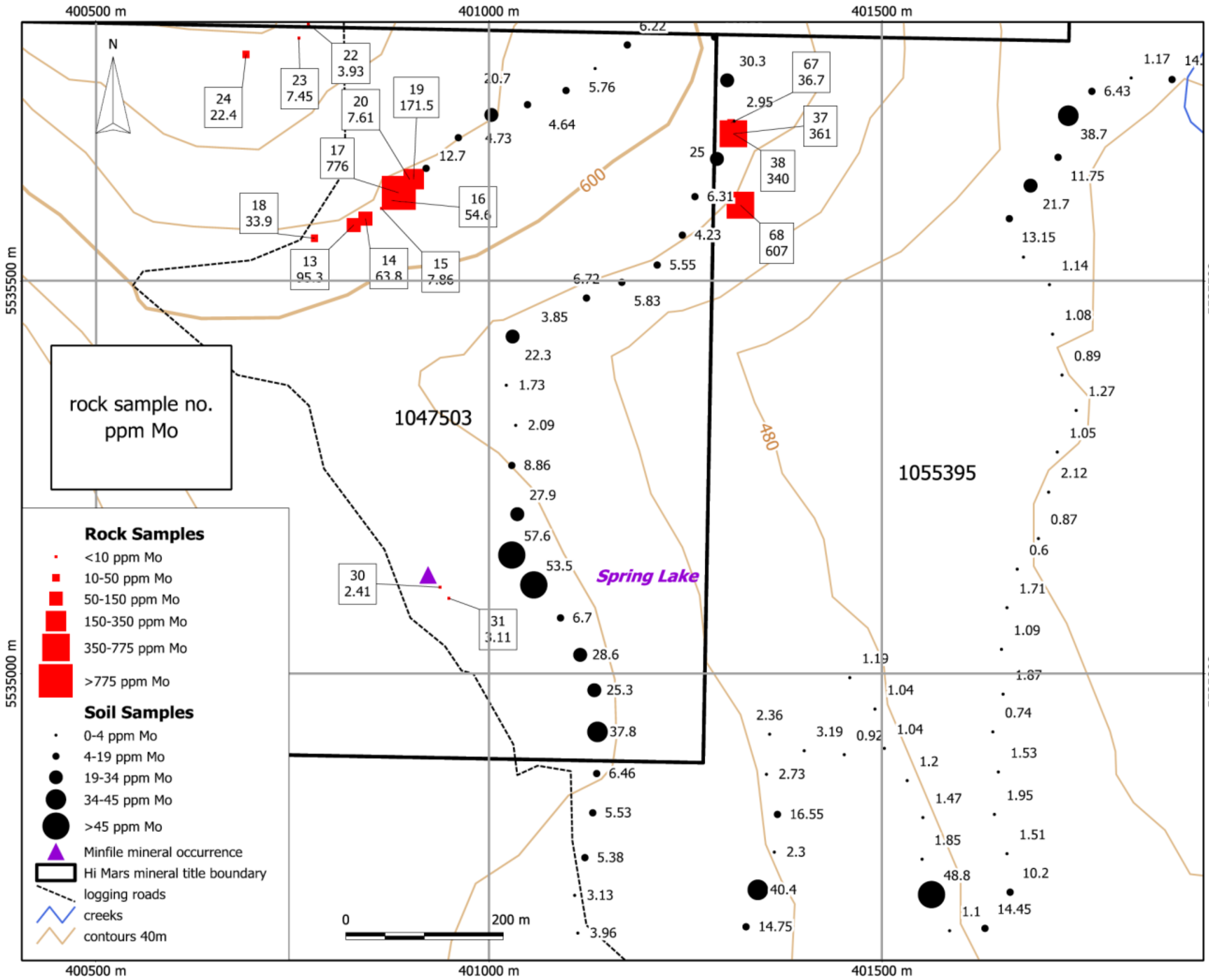

Figure 28. Rock and soil samples collected near the Spring Lake showing. Proportional symbol sizes and numeric values are for Mo (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

9.1.6 Ho 5 (Minfile No. 092F 371)

The Ho 5 showing is comprised of molybdenite and chalcopyrite in narrow quartz veins hosted by quartz diorite. Soil samples collected at 50 metre intervals along logging roads in the vicinity of the Ho 5 Minfile locality returned relatively low Cu and low to weakly anomalous Mo values (Figure 29 and 30).

In 2017 five rocks samples collected along a logging road located approximately 500 metres north of the Ho 5 Minfile locality returned anomalous Cu and Mo values (Figures 29 and 30). A well mineralized grab sample of float or subcrop (sample 39) returned the highest value for Cu at 2.81% and for Mo at 1,860 ppm. Other rock samples located north of sample 39 returned Cu values ranging from 1,300 to 7,710 ppm and Mo values ranging from 674-1,595 ppm (samples 58-62). Sample 58 and 59 are described as disseminated molybdenite, chalcopyrite and pyrite in granite float material from the road bed. The source of the road bed material is believed to be a borrow pit where similar mineralized material occurs (sample 60). A new showing in outcrop with similar mineralization to the borrow pit samples was located further southeast at sample localities 61 and 62 (Figure 29).

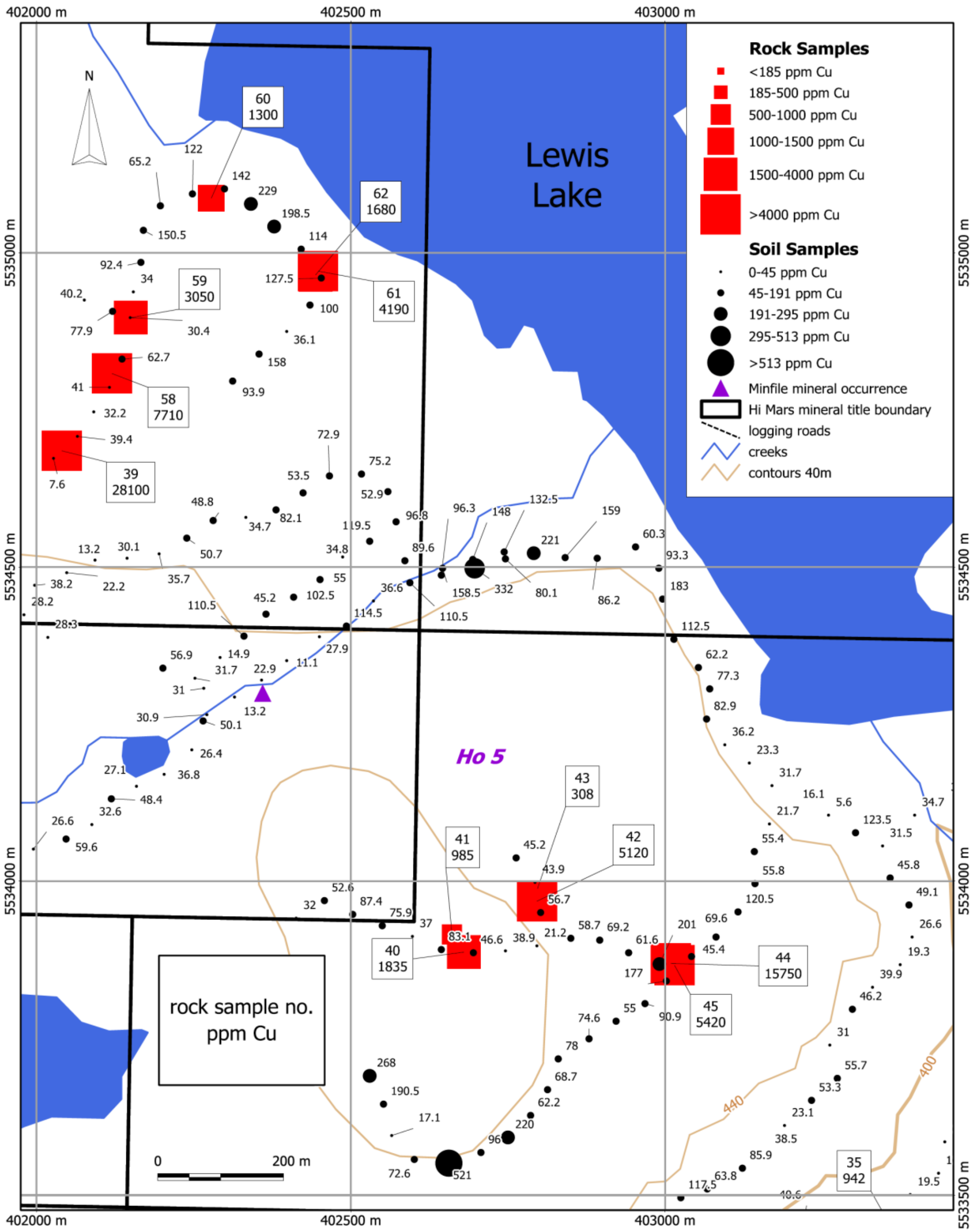

Figure 29. Rock and soil samples collected near the Ho 5 showing. Proportional symbol sizes and numeric values are for Cu (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

Outcrops and subcrops of hornblende quartz diorite with malachite and chalcopyrite mineralization were located in an area approximately 500 metres southeast of the Ho 5 Minfile locality (samples 40-45, Figure 29). Copper values for the samples collected ranged from 1,835 ppm to 1.57% Cu. One sample (sample 42) also returned 391 ppm Mo.

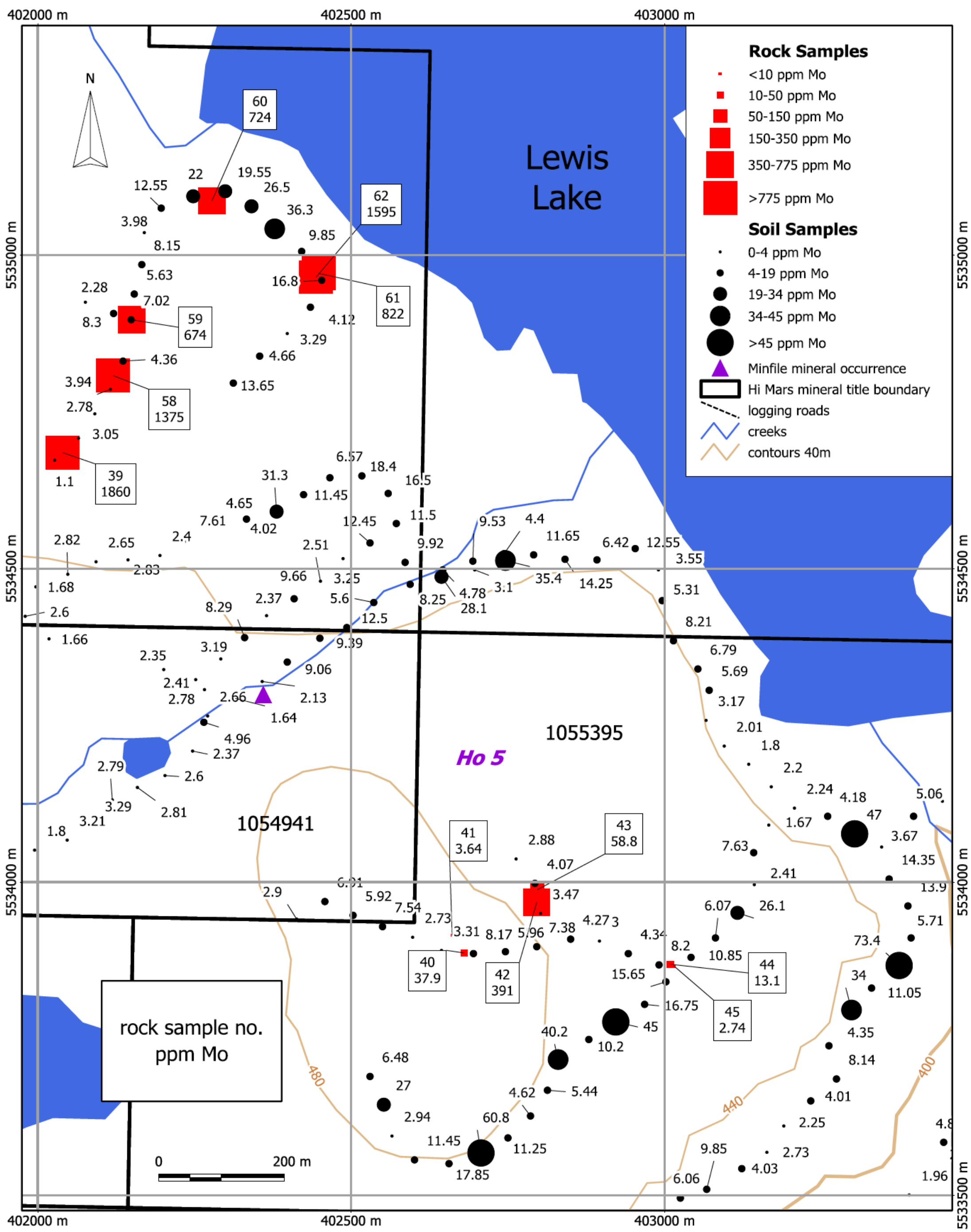

Figure 30. Rock and soil samples collected near the Ho 5 showing. Proportional symbol sizes and numeric values are for Mo (ppm). Map prepared by D.G. MacIntyre from company data, June 2018.

10 Drilling

Previous drilling on the Hi-Mars Property is described in the History section of this technical report. Unfortunately, most of the historical drill hole data is no longer available. No recent drilling has been completed on the Property.

11 Sample Preparation, Analyses and Security

All rock and soil samples collected from the Property in 2017 were shipped to ALS Minerals laboratory ("ALS") in North Vancouver. ALS is an ISO17025:2005 accredited analytical laboratory, which is independent from Straightup.

All soil sample sites were marked in the field with labelled pink flagging tape. Field notes for each sample site were logged and recorded. The locations were determined using a handheld GPS. Where possible samples were collected from the B soil horizon. The samples were placed in kraft paper bags and stored securely prior to shipping to the ALS.

The security procedures followed by personnel working on the Property in 2017 are deemed to be appropriate for the type of sampling being done. Samples were not left unattended and were kept secure in vehicles and hotel rooms until they could be shipped directly to ALS. The author is confident that the samples were kept secure and that they were not tampered with prior to arriving at the ALS Minerals laboratory.

Rock samples collected from the Hi-Mars Property in 2017 were placed in labelled plastic bags, with a label also placed within the bag and shipped directly to the ALS's laboratory in North Vancouver. At the lab, samples are crushed to 70% less than 2 mm in size. A 250 gram subsample is riffle split off and pulverized to better than 75% passing 75 microns. A prepared sample (0.50 g) is digested with aqua regia in a graphite heating block. After cooling, the resulting solution is diluted with deionized water, mixed and analyzed by inductively coupled plasma-atomic emission spectrometry (ICP-AES) for 51 elements (ME MS41 package). The upper and lower ranges of values that can be determined by this method are given in Table 8. Ore grade samples containing >10,000 ppm Cu were also analyzed by ICP-AES to quantify the Cu content to a percentage level (ME-OG46 assay procedure). For these, a prepared sample is digested in 75% aqua regia for 120 minutes. After cooling the resulting solution is diluted to 100 ml with de-ionized water, mixed and analyzed by ICP-AES. The results are reported in percent rather than ppm. The upper limit for this method is 20% for Cu.

ALS runs standards and provides re-samples at varying intervals for each sample shipment analysed. ALS performs quality assurance procedures that include repeat sampling and insertion of blank and/or standard samples for the purpose of data verification.

The author has reviewed the original analytical certificates issued by ALS for rock samples submitted by Rich River in 2017. In the author's opinion, the analytical procedures used to determine the concentrations of base and precious metals in the samples submitted were appropriate for an early stage exploration program. The quality control employed by ALS indicates a high level of precision and accuracy in the analytical results.

In the author's opinion the sample collection and shipping protocols used by Rich River that were observed during the aforementioned Property visit are consistent with current industry best practises. These protocols being used ensure that samples collected from the Property are kept secure prior to their arrival at the analytical laboratory.

Table 8. Upper and Lower limits for ICP-AES analyses (ALS ME MS41 package)

ANALYTES & RANGES (ppm)							
Ag	0.01-100	Cs	0.05-500	Mo	0.05-10,000	Sr	0.2-10,000
Al	0.01-25%	Cu	0.2-10,000	Na	0.01%-10%	Ta	0.01-500
As	0.1-10,000	Fe	0.01%-50%	Nb	0.05-500	Te	0.01-500
Au*	0.2-25	Ga	0.05-10,000	Ni	0.2-10,000	Th	0.2-10,000
B	10-10,000	Ge	0.05-500	P	10-10,000	Ti	0.005%-10%
Ba	10-10,000	Hf	0.02-500	Pb	0.2-10,000	Tl	0.02-10,000
Be	0.05-1,000	Hg	0.01-10,000	Rb	0.1-10,000	U	0.05-10,000
Bi	0.01-10,000	In	0.005-500	Re	0.001-50	V	1-10,000
Ca	0.01%-25%	K	0.01%-10%	S	0.01%-10%	W	0.05-10,000
Cd	0.01-1,000	La	0.2-10,000	Sb	0.05-10,000	Y	0.05-500
Ce	0.02-500	Li	0.1-10,000	Sc	0.1-10,000	Zn	2-10,000
Co	0.1-10,000	Mg	0.01%-25%	Se	0.2-1,000	Zr	0.5-500
Cr	1-10,000	Mn	5-50,000	Sn	0.2-500		

12 Data Verification

The author visited the Property on November 8, 2017. During this visit rock sample sites at the Rio Tinto "C" showing locality and nearby soil sample sites were examined (Photo 2). These were clearly marked and appropriately labelled. The rock sample sites were located in old pits dating back to the 1970's. The material exposed in the pits was well mineralized with visible malachite staining on fracture surfaces. Chalcopyrite and pyrite were observed in quartz veins and as disseminations. The material being collected at the sample sites that were examined was representative of the extent and intensity of mineralization observed at each site. The subsequent analytical results for these samples were consistent with the intensity of mineralization observed at the sample site. The author also independently took GPS readings at each sample site visited as a check on the location accuracy being recorded by field personnel. The results were nearly identical. Overall, the density and distribution of sample sites were adequate for the purpose of showing the extent and grade of mineralization exposed on surface. The analytical results obtained in 2018 were similar to those determined by previous operators and, in the author's opinion, these results give an accurate indication of the grade of mineralization that occurs in outcrop and subcrop at the sampled localities. No independent sampling was done by the author to verify the results obtained.

Photo 2. The author examining malachite stained granodiorite exposed in an old Rio Tinto exploration pit dating back to the 1970's (showing "C"). A sample collected at this locality in 2017 returned 5340 ppm Cu (Sample 30 - HM-17R30). Photo taken November 8, 2017.

13 Mineral Processing and Metallurgical Testing

The author is not aware of any mineral processing or metallurgical testing that has been done on mineral samples from the Hi-Mars Property.

14 Mineral Resource and Mineral Reserve Estimates

In the author's opinion, there is not enough available drill hole data to calculate a meaningful, NI 43-101 compliant resource estimate for the Hi-Mars Property.

15 Adjacent Properties

There are no properties adjacent to the Hi-Mars Property.

16 Other Relevant Data and Information

The author is not aware of any additional sources of information that might significantly change the conclusions presented in this technical report.

17 Interpretation and Conclusions

The Hi-Mars Property covers six distinct Minfile mineral occurrences, all of which are classified as porphyry Cu-Mo types. Soil and rock sampling in the vicinity of these showings in 2017 confirmed the presence of anomalous soils and low to moderate grade Cu and Mo mineralization in granitic rocks at these showings, essentially confirming the results of previous exploration work on the Property. However, several showings located in 2017 along some of the more recent logging roads appear to be new. These discoveries have expanded the area of interest on the Property and warrant more follow-up work. Although soil sampling and prospecting along the network of logging roads on the Property is a cost effective tool for exploration, follow up work needs to be done on a more systematic grid layout in order to determine the actual extent and shape of soil anomalies and associated mineralization. In the author's opinion, the most effective tool for determining the extent of subsurface sulphide mineralization is Induced Polarization ("IP") geophysics. This tool is typically used where the target is an area of extensive low grade sulphide mineralization such as that associated with a porphyry Cu-Mo type deposit.

18 Recommendations

Table 9. Projected costs for proposed Stage 1 and Stage 2 exploration program, Hi-Mars Property

Stage 1

Expense	No.	Units	Unit cost	Total
Mob/Demob (2 field technicians)	4	person days	$400	$1,600
Line cutting (contract)	20	kilometres	$1200	$24,000
Soil sampling (2 field techs)	30	person days	$400	$12,000
Project supervision - geologist	15	days	$600	$9,000
Ground geophysics IP contract	20	line-kilometres	$2000	$40,000
Hotel – 2 rooms @ $150/day	15	days	$300	$4,500
Meals – 2 field techs, 1 geologist	45	person days	$100	$4,500
Analytical	300	analyses	$30	$9,000
Vehicle rental	15	days	$100	$1,500
Fuel	250	litres	$1.40	$350
Report preparation (Geologist)	10	days	$600	$6,000
			Total	**$112,450**

Stage 2

Expense		Units	Unit cost	Total
Diamond drilling	1000	metres	$210	$210,000
Per diem costs	240	Person days	$110	$26,400
Analytical	300	analyses	$35	$10,500
Geologists/camp manager	30	Person days	$650	$19,500
Report preparation	10	days	$650	$6,500
			Total	**$272,900**
		Total Stage 1 + 2		**$385,350**

In the author's opinion the Hi-Mars Property continues to be a property of merit and additional exploration expenditures are warranted. Numerous high grade Cu+/-Mo showings have been detected on the Property. New logging roads continue to expose new occurrences of Cu-Mo mineralization. Following up on the work done in 2017, the author recommends a Stage 1 exploration program focussed on additional soil sampling with coincident IP surveys in targeted areas. In particular, the extent of anomalous soils located near the Pam 11, Lewis, Hi-Mars and Ho 5 showings needs to be determined. A coincident IP survey will help determine if there is a correlation with subsurface sulphide mineralization. It is recommended that soil sampling/IP grids have line spacing of 100 metres with stations every 25 metres. Given the density of underbrush in some areas, it may be necessary to cut lines in order to facilitate the geochemical and IP surveys. The objective of these surveys is to try to determine the extent of subsurface mineralization beyond the current known showings, all of which are located in road cuts or quarries along logging roads. Depending on the results of the Stage 1 recommended soil/IP surveys, a Stage 2 program would involve additional work in the form of targeted diamond drilling. The projected costs for the recommended Stage 1 and Phase 2 work programs are given in Table 9.

20 References

Betmanis, A.I., 1981. Report on the Geology and Mineralization of the Beach Claim, Lewis Lake Area, B.C. Department of Mines and Petroleum Resources, Assessment Report 9948, 18p.

Bullis, A.R., 1971. Report on Dodd Lake Property, B.C. Department of Mines and Petroleum Resources, Assessment Report 3489, 46p.

Bullis, A.R., 1971a. Report on Dodd Lake Property, B.C. Department of Mines and Petroleum Resources, Assessment Report 3549, 50p.

Bullis, A.R., 1971b. Report on Dodd Lake Property, B.C. Department of Mines and Petroleum Resources, Assessment Report 3550, 50p.

Folk, P., 1975. Report on the Diamond Drill Programme, Pam Claims, Dodd Lake area, B.C. Department of Mines and Petroleum Resources, Assessment Report 5589, 44p.

Fletcher, D.M., 1978. Geological Report on the Lewis Claim Group, B.C. Department of Mines and Petroleum Resources, Assessment Report 6989, 54p.

Hodgson, G.D., 1977. Spring Lake Option, B.C. Department of Mines and Petroleum Resources, Assessment Report 6433, 55p.

Massey, N.W.D., MacIntyre, D.G., Desjardins, P.J. and Cooney, R.T., 2005. Digital Geology Map of British Columbia, B.C. Ministry of Energy and Mines, GeoFile 2005-1.

Meyer, W., 1974. Geological and Geophysical Survey on the Pam Claims, Dodd Lake Area, B.C. Department of Mines and Petroleum Resources, Assessment Report 5587, 22p.

Meyer, W., 1975. Geological and Geochemical Report on the IN and HO claims, B.C. Department of Mines and Petroleum Resources, Assessment Report 5798, 15p.

Meyer, W., 1976. Summary Report on the Lewis, Clark, Canoe and Cove Claims, B.C. Department of Mines and Petroleum Resources, Assessment Report 5844, 27p.

Minfile Database – B.C. Ministry of Energy and Mines.

Mullan, A.W. and Fountain, D.K., 1974. Report on the Induced Polarization and Resistivity Survey on the Pam Claims, Dodd Lake Area, B.C. Department of Mines and Petroleum Resources, Assessment Report 5588, 47p.

Mullan, A.W. and Hallof, P.G. 1977. Report on the Induced Polarization and Resistivity Survey on the Spring Lake Property, B.C. Department of Mines and Petroleum Resources, Assessment Report 6092, 32p.

Pilcher, S.H., 1967. Report on the Dodd Lake Property (Boylan-Mickle Option), internal report for Falconbridge Nickel Mines Ltd., B.C. Ministry of Energy and Mines Property File report PF650159, 111p.

Phendler, R.W., 1970. Report on the Dodd Lake Properties, Powell River, British Columbia for Caracas Mining Co. Ltd., B.C. Ministry of Energy and Mines Property File report PF6714529, 18p.

Roddick, J.A., Woodsworth, G.J. and Hutchison, W.W., 1979. Geology of Vancouver West Half and Mainland Alberni, British Columbia, Geological Survey of Canada Open File 611.

Sharp, W.M., 1975. Geological Report, HO and IN claim groups, Newvan Resources Ltd., B.C. Ministry of Energy and Miners Property File report PF801228, 27p.

Sharp, W.M., 1975a. Report, Lewis Lake Property, Golden Granite Mountain Mines Ltd., B.C. Ministry of Energy and Miners Property File report PF801230, 29p.

21 Certificate of Author

I, Donald George MacIntyre, Ph.D., P.Eng., do hereby certify that:

1. I am an independent consulting geologist providing services through D.G. MacIntyre and Associates Ltd. a wholly owned company incorporated December 10, 2004 in the Province of British Columbia (registration no. BC0710941). My residence and business address is 4129 San Miguel Close, Victoria, British Columbia, Canada, V8N 6G7.
2. I graduated with a B.Sc. degree in geology from the University of British Columbia in 1971. In addition, I obtained M.Sc. and Ph.D. degrees specializing in Economic Geology from the University of Western Ontario in 1975 and 1977 respectively.
3. I have been registered with the Association of Professional Engineers and Geoscientists of British Columbia since September, 1979, registration number 11970.
4. I have practiced my profession as a geologist, both within government and the private sector, in British Columbia and parts of the Yukon for over 35 years. Work has included detailed geological investigations of mineral districts, geological mapping, mineral deposit modeling and building of geoscientific databases. I have directly supervised and conducted geologic mapping and mineral property evaluations, published reports and maps on different mineral districts and deposit models and compiled and analyzed data for mineral potential evaluations.
5. I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI 43-101") and certify that by reason of my education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, I fulfill the requirement to be a "qualified person" for the purposes of NI 43-101.
6. I am responsible for all sections of the technical report titled "Technical Report: Hi-Mars Mineral Property, southwest British Columbia, Canada" dated December 11, 2019 (the "Technical Report"). The effective date of this Technical Report is June 24, 2018. Sections not written by myself are noted in the text.
7. I visited the Hi-Mars property on November 8, 2017.
8. I have not had prior involvement with the property that is the subject of the Technical Report.
9. I am not aware of any material fact or material change with respect to the subject matter of the Technical Report the omission of which would make the Technical Report misleading.
10. I am independent of the issuer, the property vendors and the property applying all of the tests in Section 1.5 of National Instrument 43-101.
11. I have read National Instrument 43-101 and Form 43-101F1, and the Technical Report has been prepared in compliance with that instrument and form.
12. I consent to the filing of the Technical Report with any stock exchange and other regulatory authority and any publication by them, including electronic publication in the public company files on their websites accessible by the public, of the Technical Report.

Dated this 11th day of December, 2019

D.G. MacIntyre, Ph.D. P.Eng.