Form 45-106F1 Report of Exempt Distribution

EM 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 THE R	EPORT				
Indicate the party certifying the report (select of Instrument 81-106 Investment Fund Continuo				estment fund, refer to sectio	on 1.1 of National
Investment fund issuer	us Disclosure and the compl	amon policy to tvi or Te	00.		
✓ Issuer (other than an investm	ent fund)				
Underwriter	om rana,				
	- 1				
ITEM 3 - ISSUER NAME AND OTHE					
Provide the following information about the is.		·	he fund.		
Full legal name Zinc8 Energy Solutions Inc.					
Previous full legal name					
If the issuer's name changed in the last 12 months, provide most recent previous legal name.					
Website (if applicable)					
If the issuer has a legal entity identifier, provide below. Refer to Part B of the Instructions for the definition of "legal entity identifier".					
Legal entity identifier	Legal entity identifier				
If two or more issuers distributed a single secu	rity, provide the full legal no	ıme(s) of the co-issuer(s	s) other the	an the issuer named above.	
Full legal name(s) of co-issuer(s)		(if	applicable	e)	
ITEM 4 - UNDERWRITER INFORMAT					
If an underwriter is completing the report, prov	vide the underwriter's full leg	gal name and firm NRD	D number.		
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	e/State		
Country		Postal code/Zi	ip code		
Telephone number		V	Vebsite		(if applicable)

Item 5 - Issuer Information
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 3 3 5 9 1 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.
Exploration Development Production
Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.
☐ Mortgages ☐ Real estate ☐ Commercial/business debt ☐ Consumer debt ☐ Private companies
☐ Cryptoassets
b) Number of employees
Number of employees: ✓ 0 - 49 ☐ 50 - 99 ☐ 100 - 499 ☐ 500 or more
c) SEDAR profile number
Does the issuer have a SEDAR profile?
No ✓ Yes If yes, provide SEDAR profile number 0 0 0 4 7 9 7 1
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 MM DD
f) Reporting issuer status
Is the issuer a reporting issuer in any jurisdication of Canada? No Yes
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.
AII AB BC MB NB NL NT
□ NS □ NU □ ON □ PE □ QC □ SK □ YT
g) Public listing status
If the issuer has a CUSIP number, provide below (first 6 digits only)
CUSIP number
If the issuer is publicly listed, provide the name of the exchange on which the issuer's equity securities primarily trade. Provide only the name of an exchange and not a trading facility such as, for example, an automated trading system.
Exchange name
h) Size of issuer's assets

Select the size of the issuer's assets based on its most recently available annual financial statements (Canadian \$). If the issuer has not prepared annual financial statements for its first financial year, provide the size of the issuer's assets at the distribution end date.

☐ \$0 to under \$5M	☐ \$5M to under \$25M	☐ \$25M to under \$100M
☐ \$100M to under \$500M	\$500M to under \$1B	\$1B or over

ITEM 6 - INVESTMENT	T 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	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)				
	h of the following apply to the investment fund .				
☐ Invests primarily ir	n other investment fund issuers				
☐ Is a UCITs Fund¹					
¹ Undertaking for the Collective Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.					
c) Date of formation and financial year-end of the investment fund					
Date of formation Financial year-end MM DD MM DD					
d) Reporting issuer st	atus of the investment fund				
Is the investment fund a rep	porting issuer in any jurisdication of Canada?				
If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer.					
All	AB BC MB NB NL NT				
□ NS □	NU ON PE QC SK T				
e) Public listing status of the investment fund					
If the investment fund has a	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 n					
f) Net asset value (NA	f) Net asset value (NAV) of the investment fund				
Select the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).					
\$0 to under \$5M	\$5M to under \$25M \$25M to under \$100M				
\$100M to under \$500	0M \$\bigsim \\$500M to under \\$1B \$\bigsim \\$1B or over Date of NAV calculation:				

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	t the currency or curre	encies in which the dist	ribution was made. A	All dollar amounts provided in t	he report must be in Canadian dollars.	
√ (Canadian dollar	US dollar	Euro	Other (describe)		
b)	Distribution date(s	s)				ĺ

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 09 04

YYYYY MM DD

End date 2020 09 04

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 \$	
5	Securii code	,	CUSIP number (if applicable)	Description of security	Number of securities	Single or lowest price	Highest price	Total amount
L	В	S	59325P	Each Unit consists of one common share (each, a "Share") and one common share purchase warrant (each, a Warrant"), with each Warrant exercisable into one Share at an exercise price of \$0.30 per Share until September 4, 2022.	8,172,500.00	0.1600		1,307,600.00

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.

exch	nangea	ble Underlying		O I I (Canadian %)			Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other items (if applicable)	
						Lowest	Highest			
W	Ν	Т	С	М	S	0.3000		2022-09-04	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 \$)
British Columbia	NI 45-106 2.3 [Accredited investor]	21	808,000.00
British Columbia	NI 45-106 2.5 [Family, friends and business associates]	3	59,600.00
Alberta	NI 45-106 2.3 [Accredited investor]	2	34,000.00
Saskatchewan	NI 45-106 2.3 [Accredited investor]	1	16,000.00

Manitoba	NI 45-106 2.3 [Accredited investor]	1	24,000.00
Ontario	NI 45-106 2.3 [Accredited investor]	5	248,000.00
Germany	NI 45-106 2.3 [Accredited investor]	2	66,000.00
Monaco	NI 45-106 2.3 [Accredited investor]	2	52,000.00
	1,307,600.00		
Total number of unique purchasers ² b			

^{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 V 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. 4				

a) Name of person comp	ensated and re	egistration status							
Indicate whether the person co	mpensated is a re	egistrant.	☐ No	✓	Yes				
If the person compensated is ar	n individual, provi	ide the name of the inc	lividual.						
Full legal name of indiv	vidual								
		Family name		First given	name	Secondary	given names		
If the person compensated is no	ot an individual, p	provide the following in	formation.						
Full legal name	Full legal name of non-individual PI Financial 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. Ves									
b) Business contact information									
If a firm NRD number is not pro	ovided in Item 8 (a), provide the busines	s contact info	ormation of th	e person being (compensated.			
Street address									
Municipality					Province/Stat	е			
Country				Postal	l code/Zip cod	е			
Email address				Tele	ephone numbe	er			
c) Relationship to issuer	or investment	fund manager							
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager									
None of the above									
Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 6,600.00									
·					Security code 1	1 1	Security code 3		
Value of all securitie distributed as compensation	1		Security of	odes	WNT				
Describe terms of warrants, options or other rights 41,250 Broker Warrants. Each Broker Warrant is exercisable into one common share (each, a "Share") at a price of \$0.30 per Share until September 4, 2022.									
Other compensatio	n ⁵	Describ	е						
Total compensation paid 6,600.00									
Check box if the person will or may receive any deferred compensation (describe the terms below)									
⁴ Provide the aggregate value of additional securities of the issurights exercisable to acquire a ⁵ Do not include deferred comp	uer. Indicate the s dditional securitie	security codes for all s	ation, <u>exclud</u> ecurities dis	l <u>ing</u> options, w rributed as co	varrants or othe mpensation, <u>inc</u>	r rights exercisable <u>rluding</u> options, wan	to acquire rants or other		

a) Name of person comp	ensate	d and regis	tration	status									
Indicate whether the person co	npensat	ed is a regist	rant.			☐ No		\checkmark	Yes				
If the person compensated is an individual, provide the name of the individual.													
Full legal name of indiv	idual												
	L	I	amily na	ame			Firs	t given i	name		Secondary	given names	;
If the person compensated is no	t an ind	lividual, provi	de the f	ollowing	g infor	mation.							
Full legal name	of non-	-individual	Canac	cord C	Senuit	y 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 pro	vided in	ı Item 8 (a), p	rovide t	he busii	ness co	ontact info	rmation	of the	person	being co	mpensated.		
Street address													
Municipality								F	Provin	ce/State			
Country							P	Postal	code/2	Zip code		·	
Email address]		Telep	ohone	number			
c) Relationship to issuer	or inve	stment fund	d mana	iger		J							
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund)													
☐ Director or officer of the investment fund or investment fund manager ☐ Employee of the issuer or investment fund manager ☐ None of the above													
d) Compensation details													
Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.													
Cash commissions pa		0,00	00.00					-	Т	ty code 1	Security code 2	Security c	ode 3
Value of all securitie distributed as compensation					5	Security co	des		W	N T			
Describe terms of warrants, options or other rights 37,500 Broker Warrants. Each Broker Warrant is exercisable into one common share (each, a "Share") at a price of \$0.30 per Share until September 4, 2022.													
Other compensatio	n ⁵			Des	cribe								
Total compensation pa	id	6,00	00.00										
Check box if the person will or may receive any deferred compensation (describe the terms below)													
⁴ Provide the aggregate value of additional securities of the issu- rights exercisable to acquire a ⁵ Do not include deferred comp	ier. Indio dditionai	cate the secu I securities o	ırity cod	les for a	ensatio all secu	on, <u>excludi</u> urities disti	ing option	ons, wa as con	arrants npensa	or other i tion, <u>inclu</u>	rights exercisable I <u>ding</u> options, wari	to acquire ants or oth	er

a) Name of person comp	ensated and	registration	n status									
Indicate whether the person co	npensated is a	registrant.			☐ No		√	Yes				
If the person compensated is an individual, provide the name of the individual.												
Full legal name of indiv	idual											
		Family	name			First	given n	ame		Secondary	given names	s
If the person compensated is no	t an individua	l, provide th	e following	g infor	mation.							
Full legal name	of non-indivi	dual Lee	de Jones	Gabl	e 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 pro	vided in Item	8 (a), provid	e the busii	ness co	ntact info	mation	of the	person b	eing cor	mpensated.		
Street address												
Municipality							Р	rovince	e/State			
Country						Р	ostal c	ode/Zip	o code			
Email address							Telep	hone n	umber			
c) Relationship to issuer	or investmer	nt fund ma	nager									
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund)												
Director or officer of t	ne investment	fund or inve	estment fu	ınd ma	anager		Employ	ee of the	e issuer	or investment fur	ıd manage	r
✓ None of the above												
d) Compensation details												
Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer. Cash commissions paid 12,000.00												
·			<u></u>					Security		Security code 2	Security c	ode 3
Value of all securitie distributed as compensatio				5	Security co	des		W N	T			
Describe terms of warrants, options or other rights 75,000 Broker Warrants. Each Broker Warrant is exercisable into one common share (each, a "Share") at a price of \$0.30 per Share until September 4, 2022.												
Other compensatio	n ⁵		Des	cribe								
Total compensation paid 12,000.00												
Check box if the person will or may receive any deferred compensation (describe the terms below)												
⁴ Provide the aggregate value of additional securities of the issurights exercisable to acquire as ⁵ Do not include deferred comp	ier. Indicate th dditional secui	e security o	odes for a	ensatio all secu	on, <u>excludi</u> urities distr	ng optic ibuted a	ons, wa as com _i	pensatio	r other n on, <u>inclu</u>	ights exercisable ding options, wari	to acquire ants or oth	er

a) Name of person comp	ensated and reg	istration status							
Indicate whether the person co	mpensated is a reg	strant.	☐ No	√	Yes				
If the person compensated is ar	n individual, provid	e the name of the indiv	ridual.						
Full legal name of indiv	vidual								
		Family name		First given n	ame	Secondary (given names		
If the person compensated is no	ot an individual, pro	ovide the following info	rmation.						
Full legal name	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.									
b) Business contact information									
If a firm NRD number is not pro	ovided in Item 8 (a)	, provide the business (contact inform	ation of the p	person being co	mpensated.			
Street address									
Municipality				Р	rovince/State				
Country			1	Postal c	ode/Zip code				
Email address				Telep	hone number				
c) Relationship to issuer	or investment fu	nd manager							
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. Connect with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager									
None of the aboved) Compensation details									
Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution. Provide all amounts in Canadian dollars. Include cash commissions, securities-based compensation, gifts, discounts or other compensation. Do not report payments for services incidental to the distribution, such as clerical, printing, legal or accounting services. An issuer is not required to ask for details about, or report on, internal allocation arrangements with the directors, officers or employees of a non-individual compensated by the issuer.									
Value of all securitie	26				Security code 1 W N T	Security code 2	Security code 3		
distributed as compensation			Security code	s	., , , ,				
Describe terms of warrants, options or other rights 81,000 Broker Warrants. Each Broker Warrant is exercisable into one common share (each, a "Share") at a price of \$0.30 per Share until September 4, 2022.									
Other compensatio	n ⁵	Describe							
Total compensation paid 12,960.00									
Check box if the person will or may receive any deferred compensation (describe the terms below)									
⁴ Provide the aggregate value of additional securities of the issurights exercisable to acquire a ⁵ Do not include deferred comp	uer. Indicate the se dditional securities	curity codes for all sed	ion, <u>excluding</u> curities distribu	options, wa uted as comp	rrants or other r pensation, <u>inclu</u>	ights exercisable t ding options, warr	o acquire ants or other		

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 name of reporting issuer										
Wholly owned subsidiary of a foreign public issuer ⁶										
Provide name of	foreign public issue	r]		
Issuer distributing only eligi	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 b	ox and complete	Item 9(a) - (c).							
a) Directors, executive officer	e and promotors of	of the issuer								
a) Directors, executive officer Provide the following information for	<u> </u>		moter of the issuer F	or locations within	Canada s	tate the	nrovince	or		
territory; otherwise state the country.							province			
Organization or company name	Family name	First given name	Secondary given names	Secondary given names Business loc non-individu resident jurisdictio individu		dual or ntail on of Relationshi (select all		ip to issuer that apply)		
				Province or	D	0	Р			
b) Promoter information										
If the promoter listed above is not an individual, provide the following information for each director and executive officer of the promoter. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive Officer.										
Organization or company name	Family name	First given name	Secondary given names	Residential jurisdiction of individual	Relationship (select one or b		p to promoter both if applicable)			
				Province or country			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	Zinc8 Energy Solutions Inc.									
Full legal name	MacDonald									
	Family name	First given name		Secondary given names						
Title	President, CEO, Executive Chairman and Director									
Telephone number	6043665918	Email address	ronmacdonald@rocketmail.							
Signature	"Ron MacDonald"	Date	2020	09	10					
			YYYY	MM	DD					

ITEM 11- CONTACT PERSON									
Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.									
Same as individual certifying the report									
Full legal name	Koleszar	Alissa			Title	Securities Paralegal			
	Family name	First given name	Secondary giv	ven names					
Name of company	Clark Wilson LLP								
Telephone number	6048917720	Em	ail address a	akoleszar@d	cwilson.c	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.