# Form 45-106F1 Report of Exempt Distribution

Item 1 – Report Type									
X New report									
Amended report If amended, provide filing date of report that is being amended. (YYYY-MM-DD)									
ITEM 2 – PARTY CERTIFYING THE REPORT									
Indicate the party certifying the report (select only one). For guidance regarding whether an issuer is an investment fund, refer to section 1.1 of National Instrument 81-106 Investment Fund Continuous Disclosure and the companion policy to NI 81-106.									
Investment fund issuer		F F							
X Issuer (other than an inve	estment fund)								
Underwriter									
ITEM 3 – ISSUER NAME AN	ID OTHER IDENT	IFIERS							
Provide the following information about t	he issuer, or if the issuer i	s an investment fund, abo	out the fund.						
Full legal name	Dominion Water Res	serves Corp.							
Previous full legal name									
If the issuer's name changed in	the last 12 months, provi	de most recent previous le	egal name.						
Website	https://www.dominio	nwr.com/ (	(if applicable)						
If the issuer has a legal entity identifier, p	rovide below. Refer to Par	t B of the Instructions for t	the definition of "legal entity identif	ier".					
Legal entity identifier									
If two or more issuers distributed a single	security, provide the full l	egal name(s) of the co-issi	uer(s) other than the issuer named o	above.					
Full legal name(s) of co-issuer(s)		(	(if applicable)						
Item 4 – Underwriter In									
		full logal name and firm	NPD number						
If an underwriter is completing the report Full legal name			INKD Humber.						
Firm NRD number		(if applicable)							
If the underwriter does not have a firm N	RD number, provide the h	ead office contact informa	ation of the underwriter.	1					
Street address									
Municipality		Province/Sta	ate						
Country		Postal code/Zip co	de						
Telephone number		Webs	ite	(if applicable)					

ITEM 5 – ISSUER INFORMATION
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 2 2 1 3 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         Mortgages       Real estate       Commercial/business debt       Consumer debt       Private companies         Cryptoassets       Cryptoassets       Commercial/business debt       Consumer debt       Private companies
b) Number of employees
Number of employees:         X         0 – 49         50 – 99         100 – 499         500 or more
c) SEDAR profile number
Does the issuer have a SEDAR profile?         No       X       Yes       If yes, provide SEDAR profile number       0       0       4       9       7       3       7         If the issuer does not have a SEDAR profile complete Item 5(d) – (h).
d) Head office address
Street address       Province/State         Municipality       Postal code/Zip code         Country       Telephone number
e) Date of formation and financial year-end
Date of formation     Financial year-end       YYYY     MM       DD
f) Reporting issuer status
Is the issuer a reporting issuer in any jurisdiction of Canada? No Yes
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.          Image: All imag
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

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Municipality	Province/State
Country	Postal code/Zip code
Telephone number	Website (if applicable)
b) Type of investment fund	
Type of investment fund that most accurately identifies the issuer (select         Money market       Equity         Alternative strategies       Cryptoasset	only one). Fixed income Balanced Other (describe)
Indicate whether one or both of the following apply to the investment fun Invests primarily in other investment fund issuers Is a UCITs Fund <sup>1</sup> <sup>1</sup> Undertaking for the Collective Investment of Transferable Securities funds (UCITs Fund) collective investment schemes to operate throughout the EU on a passport basis on an	nd. nds) are investment funds regulated by the European Union (EU) directives that allow
c) Date of formation and financial year-end of the investr	ment fund
Date of formation	Financial year-end MM DD
d) Reporting issuer status of the investment fund	
Is the investment fund a reporting issuer in any jurisdiction of Canada? If yes, select the jurisdictions of Canada in which the investment fund is a All AB BC MB NS NU ON PE	No     Yes       a reporting issuer.       NB     NL       QC     SK       YT
e) Public listing status of the investment fund	
If the investment fund has a CUSIP number, provide below (first 6 digits of CUSIP number	e on which the investment fund's securities primarily trade. Provide only
f) Net asset value (NAV) of the investment fund	
Select the NAV range of the investment fund as of the date of the most reserved         \$0 to under \$5M         \$100M to under \$500M         \$500M to under \$1B	ecent NAV calculation (Canadian \$).          \$25M to under \$100M         \$1B or over       Date of NAV calculation:         YYYY       MM

## ITEM 7 – INFORMATION ABOUT THE DISTRIBUTION

		esiden	nt in th	at jur	isdictio	on of Canada	only. Do not	include in Item 7	securities iss	ued as payme	ent of com	missions	information about s or finder's fees in the information prov
Schedu	ule î	1 of th	ne repo						•				
a)		urren											
			/ or cu dolla		ies in v	which the dist		nade. All dollar a Euro Othe	mounts prov er (describe		port must	be in Co	anadian dollars.
b)	Di	istrib	ution	date(	(s)								
te as b	both	the st		d end	l dates	. If the report							rovide the distributio art and end dates for
			Start	date		2022 09 YYY MM		E	Ind date	2022 YYYY		9 DD	
c)	De	etaile	ed pur	chas	er inf	ormation							
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d)				_		stributed	•				•	-	
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								on a per security -digit CUSIP num					for how to indicate t ed.
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	curity ode	,	CUSIF (if ap	<sup>&gt;</sup> num plicabl		Description of security		-	Number of securities	10.0//	est <sup>Г</sup>	lighest price	Total amount
UE	В	s				shares a	is consisted of at \$0.08 each an purchase warra	d 125 share	30,000	10	0		3,000,000
e)	De	etails	of rig	jhts a	and co	onvertible/e	exchangeable	e securities					
, ny rig	, hts	(e.g. v	varran	ts, op	tions)	were distribu	ted, provide th	e exercise price a					ible/exchangeable
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#### g) Net proceeds to the investment fund by jurisdiction

If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides.<sup>3</sup> If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

<sup>3</sup>"Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

h) Offering materials - This section applies only in Saskatchewan, Ontario, Québec, New Brunswick and Nova Scotia.

If a distribution has occurred in Saskatchewan, Ontario, Québec, New Brunswick or Nova Scotia, complete the table below by listing the offering materials that are required under the prospectus exemption relied on to be filed with or delivered to the securities regulatory authority or regulator in those jurisdictions.

In Ontario, if the offering materials listed in the table are required to be filed with or delivered to the Ontario Securities Commission (OSC), attach an electronic version of the offering materials that have not been previously filed with or delivered to the OSC.

	Description	Date of document or other material (YYYY-MM-DD)	Previously filed with or delivered to regulator? (Y/N)	Date previously filed or delivered (YYYY-MM-DD)
1.				
2.				
3.				

ITEM 8 – COMPENSATION INFORMATION									
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. <b>Complete additional copies of this page if more than one person was, or will be, compensated.</b>									
Indicate whether any compensation was paid, or will be paid, in connection with the distribution.         X       No         Yes       If yes, indicate number of persons compensated.									
a) Name of person compensated and registration status									
Indicate whether the person compensated is a registrant.									
If the person compensated is an individual, provide the name of the individual.									
Full legal name of individual									
Family name       First given name       Secondary given names         If the person compensated is not an individual, provide the following information.       Secondary given names									
Full legal name of non-individual									
Firm NRD number (if applicable) Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.									
No Yes									
b) Business contact information									
If a firm NRD number is not provided in Item 8(a), provide the business contact information of the person being compensated.									
Street address									
Municipality Province/State									
Country Postal code/Zip code									
Email address Telephone number									
c) Relationship to issuer or investment fund manager									
Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of "connected" in Part B(2) of the Instructions and the meaning of "control" in section 1.4 of NI 45-106 for the purposes of completing this section. Connected 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 paid									
Value of all securities distributed as compensation <sup>4</sup> Security code 1       Security code 2       Security code 3									
Describe terms of warrants, options or other rights									
Other compensation <sup>5</sup> Describe									
Total compensation paid									
Check box if the person will or may receive any deferred compensation (describe the terms below)									
<sup>4</sup> Provide the aggregate value of all securities distributed as compensation, <u>excluding</u> options, warrants or other rights exercisable to acquire additional securities of the issuer. Indicate the security codes for all securities distributed as compensation, <u>including</u> options, warrants or other rights exercisable to acquire additional securities of the issuer. <sup>5</sup> Do not include deferred compensation.									

ITEM 9 – DIRECTORS, E	Executive Offic	ERS AND PROM	OTERS OF	the <b>I</b> s	SUER					
If the issuer is an investment f	und, do not complet	e Item 9. Proceed to	o Item 10.							
Indicate whether the issuer is any of the following (select the one that applies – if more than one applies, select only one).										
X Reporting issuer in any jurisdiction of Canada										
Foreign public issuer										
Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada <sup>6</sup>										
Provide name of reporting issuer										
Wholly owned subsidiary of a foreign public issuer <sup>6</sup>										
	foreign public issuer									
Issuer distributing only e	eligible foreign securit	ies and the distribution	on is to perm	itted clie	ents only <sup>7</sup>					
If the issuer is at least one of t <sup>6</sup> An issuer is a wholly owned subsidiary law to be owned by its directors, are be	y of a reporting issuer or a	foreign public issuer if al	ll of the issuer's	outstandii	ng voting secu	ırities, other thaı	n securiti	es that are req	uired by	
<sup>7</sup> Check this box if it applies to the curre of "eligible foreign security" and "permi			tributions of othe	er types o	f securities to	non-permitted c	lients. Re	efer to the defir	nitions	
			(taux 0(a)	(-)						
a) Directors, executive		-	. ,	( <b>c</b> ).						
	· · ·									
Provide the following information territory, otherwise state the cou	, , , , , , , , , , , , , , , , , , , ,		,		Officer, "P" -	– Promoter.	da, stat	e the provin	ce or	
Organization or company name	Family name	First given name	Secondary name	Secondary given		idential (selec		ationship to issuer elect all that apply)		
					individual Province or country		D	0 F	<u> </u>	
						-				
b) Promoter information	on									
If the promoter listed above is no locations within Canada, state th Officer.										
Organization or company name	Family name	First given name	Secondary given	juriso inc	sidential diction of lividual			p promoter n if applicabl	e)	
			names	Province or country				0		
c) Residential address	s of each individual									
Complete Schedule 2 of thi attach to the completed rep									) and	

### 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 exempt 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	Dominion Water Reserves Corp.					
Full legal name	Gosselin	Jean				
	Family name	Family name First given name			ven names	
Title	General Manager					
Telephone number	5147070223 Email address jeangosselin@hotmai			otmail.ca		
Signature	Jean Gosselin	Date	2022	09	29	
			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	Liu	Amanda		Title	Paralegal				
	Family name	First given name	Secondary giv names	ven					
Name of company	Mo	cMillan LLP							
Telephone number	514-375-5126	E	Email address	Amanda.Liu@n	ncmillan.ca				

#### 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 Schedule 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.