



British Columbia
Securities Commission

RECEIPT

Headwater Gold Inc.

This is the receipt of the **British Columbia Securities Commission** for the **Long Form Prospectus** of the above Issuer dated **May 26, 2021** (the prospectus).

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

The prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **Alberta**. A receipt for the prospectus is deemed to be issued by the regulator in this jurisdiction, if the conditions of the Instrument have been satisfied.

May 31, 2021

Luxi Chen

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SEDAR Project Number 3203474