

Form 62-103F1

Required Disclosure under the Early Warning Requirements

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to the common shares of 79 Resources Ltd. (the “Issuer” or “SNR”), which trades on the Canadian Securities Exchange (the “CSE”) under the symbol SNR.

79 Resources Ltd.
810-789 West Pender Street
Vancouver, BC V6C 1H2

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

The acquiror acquired 1,357,000 common shares of the Issuer (the “Acquired Shares”), on an indirect basis, inclusive of 100,000 common shares of the Issuer on the trading date of this report, for approximate aggregate consideration of \$32,615, by way of open-market purchases through the facilities of the CSE (or other domestic exchange) for the period commencing December 6, 2022 and ending as of June 13, 2023 (the “Acquisition Period”), represented by way of the indirect acquisition of the 1,357,000 common shares in SNR by Kalt Industries Ltd. (an entity wholly-owned by Mr. Kalt) at an average purchase price of \$0.024, for approximate purchase consideration of \$32,615, representing approximately 1.33% of the common shares outstanding of the Issuer as of the date hereof. On March 15, 2022, the acquiror was granted, on a direct basis, 700,000 common share options at an exercise price of \$0.10 per common share, which if exercised represent approximately 0.68% of the issued and outstanding shares of the Issuer (the “Acquired Options”).

As at the date hereof, the Acquired Shares and Acquired Options, if the Acquired Options were to be exercised, together represent approximately 2.01% of the common shares of the Issuer now constituted.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Ryan Kalt (“Mr. Kalt”) / Kalt Industries Ltd.
200-1001 1st Street S.E.
Calgary, Alberta T2G 5G3

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

The acquiror acquired 1,357,000 common shares of the Issuer (the “Acquired Shares”), on an indirect basis through Kalt Industries Ltd., having approximate aggregate consideration of \$32,615, by way of purchases through open-market facilities of the CSE (or other domestic exchange) for the period commencing December 6, 2022 and ending as at market-close on June 13, 2023 (the “Acquisition Period”), total of which represents an average purchase price of \$0.024 per common share, and which is inclusive of the disclosure-event acquisition of 100,000 common shares by Kalt Industries through open-market facilities of the CSE at an average purchase price \$0.021 during the market session of June 13, 2023. In aggregate, the Acquired Shares represent approximately 1.33% of the issued and outstanding common shares of the Issuer.

Additionally and prior to the Acquisition Period, on March 15, 2022, the acquiror was granted by the Issuer, on a direct basis, 700,000 common share stock options having an exercise price of \$0.10 per common share stock option, which if exercised in full represent approximately 0.68% of the issued and outstanding shares of the Issuer (the “Acquired Options”).

As at the date hereof, the Acquired Shares and Acquired Options (if the Acquired Options were to be exercised) would, in combination, represent approximately 2.01% of the common shares of the now constituted Issuer thereby triggering this report.

2.3 State the names of any joint actors.

Not applicable.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s securityholding percentage in the class of securities.

Subsequent to the Acquired Shares and Acquired Options, the acquiror holds a total of 80,000,000 common shares on a direct basis, and 1,357,000 common shares on an indirect basis (held by way of Kalt Industries Ltd. (an entity wholly-owned by Mr. Kalt), which together represent, in the aggregate, on a direct and indirect basis, a total 81,357,000 common shares, being the above described increase during the Acquisition Period of 1,357,000 common shares by the acquiror on an indirect basis and further the above described direct grant of 700,000 stock options, such stock options which if exercised in full, would represent an additional 700,000 common shares, held on a direct basis, which,

together with the acquiror's common share holdings, as at the date hereof, would, on a post-exercise basis of the stock options, represent a post-exercise total of 82,057,000 common shares, or approximately 80.3% of the common shares of the now constituted Issuer.

Prior to the Acquired Shares and Acquired Options, the acquiror held a total of 80,000,000 common shares on a direct basis, representing approximately 78.3% of the common shares outstanding in the Issuer as at the date hereof.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.

The acquiror acquired indirect ownership of securities of the Issuer.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Subsequent to the Acquired Shares and Acquired Options, the acquiror holds a total of 80,000,000 common shares on a direct basis, and 1,357,000 common shares on an indirect basis (held by way of Kalt Industries Ltd. (an entity wholly-owned by Mr. Kalt), representing, in the aggregate, on a direct and indirect basis, a total 81,357,000 common shares, being the above described increase during the Acquisition Period of 1,357,000 common shares by the acquiror on an indirect basis, and the above described direct grant of 700,000 stock options, such stock options which if exercised in full, would represent 700,000 common shares, held on a direct basis, which, together with the acquiror's direct and indirect common share holdings, as at the date hereof, would, on a post-exercise basis, represent a direct and indirect total of 82,057,000 common shares, or approximately 80.3% of the common shares of the now constituted Issuer.

Prior to the Acquired Shares and Acquired Options, the acquiror held a total of 80,000,000 common shares on a direct basis, representing approximately 78.3% of the common shares outstanding of the now constituted Issuer.

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

- (a) **the acquiror, either alone or together with any joint actors, has ownership and control,**

81,357,000 common shares of the Issuer representing approximately 79.62% of the 102,182,001 outstanding shares of the now constituted Issuer, as at the date hereof, together with 700,000 common share stock options, in turn represent, if exercised, a further 700,000 common shares, being approximating 0.68% of the now constituted Issuer.

- (b) **the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and**

None.

- (c) **the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

None.

- 3.6 **If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.**

Not applicable.

- 3.7 **If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.**

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 **If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

Not applicable.

Item 4 – Consideration Paid

4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.

The acquiror acquired 1,357,000 common shares of the Issuer, on an indirect basis, as above described, for which approximate aggregate consideration of \$32,615 was paid, acquisitions which were made through open-market facilities of the CSE (or other domestic exchange) for the above referenced period ended as at the close of market on June 13, 2023.

4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.

Not applicable.

4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;**
- (f) a material change in the reporting issuer’s business or corporate structure;**

- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;**
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;**
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;**
- (j) a solicitation of proxies from securityholders;**
- (k) an action similar to any of those enumerated above.**

The common shares of the Issuer were acquired by the acquiror for investment purposes. The acquiror may acquire additional securities of Issuer either on the open market or through private acquisitions or sell securities of Issuer either on the open market or through private dispositions in the future depending on market conditions, reformulation of plans and/or other relevant factors. Other than the foregoing, the acquiror does not have plans or any future intentions which relate to or would result in any of the other foregoing matters.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not applicable.

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 – Certification

The acquiror must certify that the information in this report is true and complete in every respect. In the case of an agent, the certification is based on the agent’s best knowledge, information and belief but the acquiror is still responsible for ensuring that the information filed by the agent is true and complete.

This report must be signed by each person on whose behalf the report is filed or his or her authorized representative.

It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

The certificate must state the following:

I, as the acquiror, certify, or I, as the agent filing this report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

June 13, 2023
Date

“Ryan Kalt”
Signature

Ryan Kalt
Name/Title