# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9969791

ITEM 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	TEM 2 - PARTY CERTIFYING THE REPORT					
Indicate the party certifying the report (sel Instrument 81-106 Investment Fund Conti				estment fund, refer to section	on 1.1 of National	
☐ Investment fund issuer	naous Disclosure and the comp	amon policy to 141 of	. 100.			
✓ Issuer (other than an inves	tment fund)					
Underwriter	,					
ITEM 3 - ISSUER NAME AND OT	LIED IDENTIFIEDS					
Provide the following information about the		vestment fund, abou	at the fund			
Full legal name	AmmPower Corp.	vestinent juna, abou	t the junu.			
Previous full legal name	Attain ower corp.	ewer corp.				
	last 12 months, provide most recent previous legal name.					
Website						
	https://ammpower.com/ (if applicable)  vide below. Refer to Part B of the Instructions for the definition of "legal entity identifier".					
Legal entity identifier, pro	ovide below. Refer to Part B of t	ne instructions for th	те аертитоп с	of legal entity laentifier .		
	acurity provide the full legal pe	ama(s) of the so issue	ar(s) other th	an the issuer named above		
If two or more issuers distributed a single s Full legal name(s) of co-issuer(s)	ecurity, provide the full legal no	Time(s) of the co-issue	(if applicable		•	
1 un logar hamo(o) of 00 100001(o)			(п аррпсавк			
ITEM 4 - UNDERWRITER INFORM	1ATION					
If an underwriter is completing the report,	provide the underwriter's full le	gal name and firm N	NRD number.			
Full legal name						
Firm NRD number		(if app	licable)			
If the underwriter does not have a firm NRD number, provide the head office contact information of the underwriter.						
Street address						
Municipality		Provi	nce/State			
Country		Postal code	e/Zip code			
Telephone number			Website		(if applicable)	

If the issuer is an investment fund, do not complete item 5. Proceed to Item 6.   a					
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 3 9 9 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  Number of employees:  Number of employees:  V 0 - 49 50 - 99 100 - 499 500 or more  O SEDAR profile number  Does the issuer have a SEDAR profile?  No  Yes  If yes, provide SEDAR profile number  O 0 0 5 0 1 1 1  If the issuer does not have SEDAR profile complete item 5(d) - (h).  Head office address  Municipality  Postal code/Zip code  Country  Financial year-end  Date of formation and financial year-end  Date of formation and financial year-end  Province/State  Financial year-end  The profile issuer status					
AlCS industry code    Sample					
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					
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					
Cryptoassets  b) Number of employees:  Number of employees: ✓ 0 - 49					
Number of employees:					
c) SEDAR profile number  Does the issuer have a SEDAR profile?  No Yes If yes, provide SEDAR profile number 0 0 0 5 0 1 1 1  If the issuer does not have SEDAR profile complete item 5(d) - (h).  d) Head office address  Street address  Municipality  Postal code/Zip code  Country  Telephone number  e) Date of formation and financial year-end  Date of formation  Financial year-end  MM DD  f) Reporting issuer status					
Does the issuer have a SEDAR profile?  No Yes If yes, provide SEDAR profile number 0 0 0 5 0 1 1 1  If the issuer does not have SEDAR profile complete item 5(d) - (h).  d) Head office address  Street address  Municipality  Postal code/Zip code  Country  Telephone number  e) Date of formation and financial year-end  Date of formation  Financial year-end  The postal code of formation and financial year-end  Postal code of formation and financial year-end  Postal code of formation and financial year-end  Pate of formation of formation of financial year-end  The postal code of formation of financial year-end  Postal code of formation of financial year-end  Telephone number  Pinancial year-end  The postal code of formation of financial year-end  The postal code of financial year-end  The post					
No Yes If yes, provide SEDAR profile number 0 0 0 5 0 1 1 1  If the issuer does not have SEDAR profile complete item 5(d) - (h).  d) Head office address  Street address  Municipality  Country  Postal code/Zip code  Country  Telephone number  Date of formation and financial year-end  Date of formation  YYYY MM DD  Financial year-end  MM DD  f) Reporting issuer status					
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  f) Reporting issuer status					
d) Head office address  Street address  Municipality  Country  Date of formation and financial year-end  Postal code/Zip code  Telephone number  Financial year-end  Financial year-end  MM DD  Financial year-end  The postal code/Zip code  Telephone number  Financial year-end  The postal code/Zip code  Telephone number  Financial year-end  The postal code/Zip code  Telephone number  Telephone number  Telephone number					
Street address Province/State Postal code/Zip code Country Telephone number  e) Date of formation and financial year-end  Date of formation Province/State Postal code/Zip code Telephone number  Financial year-end Province/State Postal code/Zip code Telephone number					
Municipality  Country  Postal code/Zip code  Telephone number  Date of formation and financial year-end  Pinancial year-end  Financial year-end  MM DD  MM DD					
Country  Telephone number  e) Date of formation and financial year-end  Date of formation  YYYYY MM DD  Financial year-end  MM DD  MM DD					
e) Date of formation and financial year-end  Date of formation Financial year-end MM DD  f) Reporting issuer status					
Date of formation Financial year-end MM DD  f) Reporting issuer status					
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	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							
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)						
Indicate whether one or bot	h of the following apply to the investment fund .						
Invests primarily in	n other investment fund issuers						
☐ Is a UCITs Fund¹							
<sup>1</sup> Undertaking for the Collec (EU) directives that allow c	tive Investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union collective investment schemes to operate throughout the EU on a passport basis on authorization from one member state.						
c) Date of formation a	and financial year-end of the investment fund						
Date of forma	tion Financial year-end MM DD MM DD						
d) Reporting issuer st	atus of the investment fund						
Is the investment fund a rep	orting issuer in any jurisdication of Canada? No Yes						
If yes, select the jurisdictions	s of Canada in which the investment fund is a reporting issuer.						
☐ AII ☐	AB BC MB NB NL NT						
□ NS □	NU ON PE QC SK YT						
e) Public listing status of the investment fund							
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 name							
-	f) Net asset value (NAV) of the investment fund						
	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	DM \$500M to under \$1B \$1B or over Date of NAV calculation:  YYYY MM DD						

## 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.

ω, σωσσ,				
Select the currency or cur	rencies in which the dist	tribution 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)

Currency

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	2022	09	26	End date	2022	09	26
	YYYY	MM	DD		YYYY	MM	DD

#### 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 \$			
	Security CUSIP number (if applicable)		Description of security	Number of securities	Single or lowest price	Highest price	Total amount
U	В	8	Units - each unit is comprised of one common share and one common share purchase warrant of the issuer.	4,769,739.00	0.2300		1,097,039.97

## 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	vertibli angea urity co	able		derlyii urity c			se price adian \$)	Expiry date (YYYY- MM-DD)	Conversion ratio	Describe other items (if applicable)
							Lowest	Highest			
,	W	Ν	Т	С	М	S	0.3100		2024-09-26		Each warrant entitles the holder to acquire one common share of the issuer at a price of \$0.31 until September 26, 2024.

## 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 <sup>28</sup> purchasers	Total amount (Canadian \$)
British Columbia	NI 45-106 2.3 [Accredited investor]	2	57,500.00
Alberta	NI 45-106 2.3 [Accredited investor]	1	11,500.00
Manitoba	NI 45-106 2.3 [Accredited investor]	1	46,000.00
Ontario	NI 45-106 2.3 [Accredited investor]	5	441,999.97

	Total number of unique purchasers <sup>2</sup> b 14					
	1,097,039.97					
United States	Distributions to purchasers outside of local jurisdiction (BC, AB, NB)	2	12,650.00			
United Kingdom	NI 45-106 2.3 [Accredited investor]	1	115,000.00			
Bahamas	NI 45-106 2.3 [Accredited investor]	1	9,890.00			
Québec	NI 45-106 2.3 [Accredited investor]	1	402,500.00			

<sup>&</sup>lt;sup>2a</sup> 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	

<sup>&</sup>lt;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)		

<sup>&</sup>lt;sup>2b</sup> 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 compensated and registration status									
Indicate whether the person co	mpensated is a reg	istrant.	☐ No		<b>√</b> Y	'es			
If the person compensated is an individual, provide the name of the individual.									
Full legal name of indiv	vidual								
		Family name	I	First gi	iven nam	ne	Secondary	given names	
If the person compensated is not an individual, provide the following information.									
Full legal name of non-individual LEEDE JONES GABLE INC.									
F	irm NRD numbe	er 5 7	7 0			(if a	oplicable)		
Indicate whether the person co	Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.  V No Yes								
b) Business contact info	rmation								
If a firm NRD number is not pro	ovided in Item 8 (a	), provide the business	contact info	rmation of	f the per	rson being c	ompensated.		
Street address									
Municipality					Pro	vince/Stat	е		
Country				Pos	stal cod	de/Zip cod	e		
Email address				Т	elepho	one numbe	r		
c) Relationship to issuer	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									
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	ald	791.20			Se	ecurity code 1	Security code 2	Security cod	de 3
Value of all securitie distributed as compensation			Security c	odes	W	N T			
Describe terms of warrants, options or other rights  3,440 finder warrants - each finder warrant is exercisable into one common share of the issuer at an exercise price of \$0.31 until September 26, 2024.									
Other compensatio	n <sup>5</sup>	Describ	е						
Total compensation paid 791.20									
Check box if the person will or may receive any deferred compensation (describe the terms below)									
<sup>4</sup> Provide the aggregate value of additional securities of the issurights exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the se dditional securities	ecurity codes for all se							r

a) Name of person compensated and registration status								
Indicate whether the person compensated is a registrant.	No ✓ Yes							
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.								
Full legal name of non-individual BMO NESBITT BURNS INC.								
Firm NRD number 2 5 8 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 provided in Item 8 (a), provide the business	s contact information of the person being compensated.							
Street address								
Municipality	Province/State							
Country	Postal code/Zip code	ĺ						
Email address	Telephone number	İ						
c) Relationship to issuer or investment fund manager								
Indicate the person's relationship with the issuer or investment fund mo the Instructions and the meaning of "control" in section 1.4 of NI 45-10	anager (select all that apply). Refer to the meaning of "connected" in Part B(2) of							
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								
<u> </u>	manager Employee of the issuer of investment fund manager							
✓ None of the above								
d) Compensation details								
	entified in Item 8(a) in connection with the distribution. Provide all amounts in ation, gifts, discounts or other compensation. Do not report payments for service:							
incidental to the distribution, such as clerical, printing, legal or accounti	ng services. An issuer is not required to ask for details about, or report on, intern							
allocation arrangements with the directors, officers or employees of a no	on-individual compensated by the issuer.							
Cash commissions paid 3,999.99	Security code 1 Security code 2 Security code 3							
Value of all securities distributed as compensation <sup>4</sup>	Security codes							
Describe terms of warrants, options or other right	rs	]						
Other compensation <sup>5</sup> Describ		 						
Total compensation paid 3,999.99								
Check box if the person will or may receive any deferred compensation (describe the terms below)								
Check box if the person will of may receive any deferred to	compensation (describe the terms below)	1						
	ation, <u>excluding</u> options, warrants or other rights exercisable to acquire ecurities distributed as compensation, <u>including</u> options, warrants or other							
rights exercisable to acquire additional securities of the issuer.  5Do not include deferred compensation.	ecunies distributed as compensation, <u>including</u> options, warrants of other							
Do постоива ветенев сотреньацон.								

a) Name of person comp	ensated and regis	stration stat	us								
Indicate whether the person co.	mpensated is a regist	trant.		☐ No		✓ Yee	es				
If the person compensated is a	n individual, provide	the name of t	he indivi	dual.							
Full legal name of indiv	/idual										
		Family name			First gi	iven name	)	Seco	ondary given r	names	_
If the person compensated is no	ot an individual, prov	ide the follow	ing info	rmation.							
Full legal name	of non-individual	RESEARC CAPITAL	CH CAP	ITAL COF	RPORAT	ΓΙΟΝ / C	CORPOR	ATION REC	HERCHE		
F	irm NRD number	3 0	7	0			(if a	oplicable)			
Indicate whether the person co	mpensated facilitated	the distribut	ion thro	ugh a fundi	ng portal	or an int	ernet-base	d portal.	✓ No	) [ Ye	es
b) Business contact info	rmation										
If a firm NRD number is not pr	ovided in Item 8 (a), <sub>I</sub>	provide the b	usiness c	ontact infor	mation o	f the per	son being c	ompensated.			
Street address											
Municipality						Prov	rince/Stat	е			Ī
Country					Pos	stal cod	e/Zip cod	е			
Email address				Ī	Т	elepho	ne numbe	r			٦
c) Relationship to issuer or investment fund manager											
Indicate the person's relationsh the Instructions and the meani									onnected" in	Part B(2) o	of
Connect with the issu	ier or investment fur	nd manager			Ins	sider of t	he issuer (	other than an	investment	fund)	
Director or officer of t	he investment fund	or investmen	t fund m	anager	☐ Er	mployee	of the issu	er or investm	ent fund ma	nager	
None of the above											
d) Compensation details											
Provide details of all compensations of all compensations and canadian dollars. Include cash incidental to the distribution, sure allocation arrangements with the	commissions, securiti ch as clerical, printin	es-based con g, legal or ac	npensatio counting	on, gifts, dis services. A	counts or n issuer is	other co not requ	mpensatioi iired to ask	n. Do not repo	ort payments	for service	
Cash commissions pa	aid 57,9	60.00				Sec	curity code 1	Security c	ode 2 Sec	urity code 3	
Value of all securitie distributed as compensation	I			Security co	des	W	N T				
Describe	terms of warrants, o	otions or othe	er rights		nmon sh	are of th	ne issuer	nder warran at an exerci			
Other compensation	n <sup>5</sup>	D	escribe								٦
Total compensation pa	57,9	60.00									_
Check box if the pe	erson will or may rec	eive any defe	erred cor	npensation	(describe	e the teri	ms below)				
<sup>4</sup> Provide the aggregate value additional securities of the issingths exercisable to acquire a <sup>5</sup> Do not include deferred comp	uer. Indicate the sec dditional securities o	urity codes fo									

a) Name of person comp	pensated and reg	istration status						
Indicate whether the person co	Indicate whether the person compensated is a registrant.    No    Yes							
If the person compensated is an individual, provide the name of the individual.								
Full legal name of indi	vidual							
		Family name	Firs	st given name		Secondary of	iven names	
If the person compensated is not an individual, provide the following information.								
Full legal name	e of non-individua	2587572 ONTAR	IO INC.					
F	Firm NRD numbe	r			(if appli	cable)		
Indicate whether the person co	mpensated facilitat	ed the distribution thro	ugh a funding por	tal or an internet	-based p	ortal. 🗸	] No 🗌	Yes
b) Business contact info	rmation							
If a firm NRD number is not pr	ovided in Item 8 (a)	, provide the business c	ontact information	n of the person be	eing com	pensated.		
Street address	14 North Pine S	treet						
Municipality	Collingwood			Province	/State	Ontario		
Country	Canada		F	Postal code/Zip	code	L9Y 0J8		
Email address				Telephone nu	umber			
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)							(2) of	
Director or officer of	the investment fund	d or investment fund m	anager $\square$	Employee of the	e issuer o	r investment fun	d manager	
✓ None of the above								
d) Compensation details	3							
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  20,000.01								
Value of all securiti				Security of W	T T	Security code 2	Security cod	de 3
distributed as compensation			Security codes	VV				
Describe terms of warrants, options or other rights  86,956 finder warrants - each finder warrant is exercisable into one common share of the issuer at an exercise price of \$0.31 until September 26, 2024.								
Other compensation	on <sup>5</sup>	Describe						
Total compensation pa	aid 20,	000.01						
<sup>4</sup> Provide the aggregate value additional securities of the iss	of all securities disa uer. Indicate the se	curity codes for all sec	on, <u>excluding</u> opti	ions, warrants or	other rig			r
rights exercisable to acquire a 5Do not include deferred comp		of the issuer.						

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 <sup>6</sup>						
Provide name of reporting issuer									
Wholly owned subsidiary of	a foreign public issu	uer <sup>6</sup>						_	
Provide name of	foreign public issue	r						7	
Issuer distributing only eligil	ble foreign securities	and the distribution	n is to permitted clie	ents only <sup>7</sup>				_	
If the issuer is at least one of the	above, do not comp	olete Item 9(a) – (d	c). Proceed to Item	10.					
<sup>6</sup> 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. <sup>7</sup> 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 box and complete Item 9(a) - (c).									
a) Directors, executive officer	s and promoters of	of the issuer							
Provide the following information for	•		moter of the issuer T	or locations within	Canada s	tate the	nrovince	or	
territory; otherwise state the country.							province		
Organization or company name	Organization or company name  Family name  Family name  First given name  Secondary given names  individual  Relationship to issuer (select all that apply)								
				Province or	country	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			to promo		
				Province or country	D		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	AmmPower Corp.						
Full legal name	Lilla Christopher						
	Family name	First given name	•	Seconda	ıry given na	ames	
Title	Chief Financial Officer & Director						
Telephone number	2482700248	Email address	christophe	er.lilla@a	ammpow	/er.com	
Signature	"Christopher Lilla"	Date	2022	10	05		
			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 individua	al certifying the report							
Full legal name	Gill	Deepak			Title	Partner		
	Family name	First given name	Secondary given	names	,			
Name of company	DLA Piper (Canada) LLF	)						
Telephone number	6046432996	Em	ail address dee	epak.gill@dla	apiper	.com		

## 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.