Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 9809790

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 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											
✓ Issuer (other than an investment fund)											
ITEM 3 - ISSUER NAME AND OTHER IDENTIFIERS											
Provide the following information about the issuer, or if the issuer is an investment fund, about the fund. Full legal name Max Power Mining Corp.											
Previous full legal name											
If the issuer's name changed in the											
Website	https://maxpowerminin	g.com/ (if applicat	le)								
If the issuer has a legal entity identifier, pro	ovide below. Refer to Part B of t	he Instructions for the definition	of "legal entity identifier".								
Legal entity identifier											
If two or more issuers distributed a single s	ecurity, provide the full legal n	ame(s) of the co-issuer(s) other t	han the issuer named above								
Full legal name(s) of co-issuer(s)		(if applicab	le)								
ITEM 4 - UNDERWRITER INFORM	ΊΑΤΙΟΝ										
If an underwriter is completing the report,		aal name and firm NRD numbe	r								
Full legal name			·]							
Firm NRD number		(if applicable)									
If the underwriter does not have a firm NR	D number, provide the head off		nderwriter								
Street address]							
Municipality		Province/State]							
Country		Postal code/Zip code]							
Telephone number		Website		(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 1 2 2 9 9										
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 5 2 8 2 9										
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										
YYYY 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
S100M to under \$500M	S500M to under \$1B	S1B or over

ib close is an investment fund, provide the following information: iiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiiii
Full legal name
Firm NRD number
If the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager. Street address Municipality Country Postal code/Zjp code Telephone number Website (if applicable) D Type of investment fund Type of investment fund fund that most accurately identifies the issuer (select only one). Money market Country Postal code/Zjp code Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Country Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment of Transferable Securities funds (UCITs Funds) are investment funds regulated by the European Union (EU) directives that allow collective investment fund Date of formation and financial year-end of the investment fund YYYY MM DD MM DD
Street address Municipality Province/State Country Postal code/Zip code Telephone number Website (if applicable) b Type of investment fund b Type of investment fund b Type of investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITs Fund b Type of formation and financial year-end of the investment funds is on authorization from one member state. c Date of formation and financial year-end of the investment fund is a reporting issuer. c All All All All All All All All All Al
Municipality Province/State Country Postal code/Zip code Telephone number Website (if applicable) b) Type of investment fund Website (if applicable) The of investment fund that most accurately identifies the issuer (select only one). Municipality Fixed income Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITs Fund Undicate whether one collective investment fund issuers Is a UCITs Fund Undersking for the Collective investment of Transforable 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. O bate of formation and financial year-end of the investment fund is a reporting issuer status of the investment fund a reporting issuer status of the investment fund is o reporting issuer. If yes, select the jurisdictions of Canada in which the investment fund is or eporting issuer. If will all all B BC MB NB NC YES If the investment fund as a CUSP number, provide below (first 6 digits only) CUSIP number CUSIP number USIP number On the investment fund is or proving issuer On the investment fund has a CUSIP number, provide below (first 6 digits only) CUSIP number CUSIP number On the investment fund is digit only Difference Diff
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Telephone number Website (if applicable) b) Type of investment fund Type of investment fund that most accurately identifies the issuer (select only one). Money market Equity Alternative strategies Cryptoasset Indicate whether one or both of the following apply to the investment fund. Invests primarily in other investment fund issuers Is a UCITs Fund 'Undertaking for the Collective investment fund issuers to pate of formation and financial year-end of the investment fund YYYY MM DD To pate of formation and financial year-end of the investment fund is a reporting issuer status of the investment fund is a reporting issuer in any jurisdication of Canada? No Yes If yes, select the jurisdictions of Canada in which the investment fund is a reporting issuer. All
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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
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 \$500M \$500M to under \$1B \$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)	a) Currency												
Select the currency or currencies in which the distribution was made. All dollar amounts provided in the report must be in Canadian dollars.													
√ (Cana	dian	dolla	r		US dollar	Euro	Other (descr	ibe)				
b) Distribution date(s)													
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 04 04 End date 2022 04 08													
YYYY MM DD YYYY MM DD													
C)	Det	ailed	purc	hase	r info	ormation							
Con	nplet	te Scl	nedu	le 1 d	of th	is form for eac	h purchaser and	l attach the schedu	le to t	the compl	leted re	port.	
d)	Tvp	es of	seci	uritie	s dist	ributed							
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
	curity ode		SIP nu applica			Description	of security	Number of securities		Single or lowest price	Highest price		Total amount
υ	U N T 57778R Units, each Unit comprised of one Common share in the capita of the Issuer (a Unit Share) and one-half of one non-transferrable Common share purchase Warrant.					.00	0.400	00	0.4000	2,215,000,000.0 0			
e)	Det	ails o	f righ	nts ai	nd co	nvertible/excha	ingeable securiti	es					
								rcise price and expiry d r terms for each conver					exchangeable securities
Co	nvertik hange curity c	ole / able	Un	iderlyii urity c	ng	Exerci	se price dian \$)	Expiry date (YYYY- MM-DD)		nversion ratio	-		items (if applicable)
300	unity c	Joue	360	unty c	oue	Lowest	Highest	(1111-100)		1410	Des	cribe other	
W	N	т	с	М	S	0.6000		2022-04-08	8		triggered if, aft period has lifte price of the CM above C\$1.00 consecutive tra WNTs will exp		ed, the closing /ISs is at or
f)	Sum	nmary	of tl	he di	stribu	ition by jurisdic	tion and exempti	on					
purc distr This purc	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 ^{2ª} purchasers	Total amount (Canadian \$)		
Costa Rica	NI 45-106 2.3 [Accredited investor]	1	20,000.00		

Alberta United Kingdom	NI 45-106 2.3 [Accredited investor] NI 45-106 2.3 [Accredited investor]	8	435,000.00
Ontario	NI 45-106 2.3 [Accredited investor]	4	142,000.00
United States	NI 45-106 2.3 [Accredited investor]	1	20,000.00
Saskatchewan	NI 45-106 2.3 [Accredited investor]	1	40,000.00
	2,215,000.00		

^{2a} In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

^{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.

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.³ 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)

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. 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 No

✓ Yes

If yes, indicate number of persons compensated.

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a) Name of person compen-	sated and regis	tration sta	atus									
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	PI Finano	cial Corp.	/Corporatio	n Financi	ère Pl						
Firm	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 informa	ition											
If a firm NRD number is not provid	led in Item 8 (a), p	provide the	business co	ontact inform	nation of the	e person	being cor	npensated.				
Street address												
Municipality						Provinc	e/State					
Country					Postal	code/Z	ip code					
Email address					Tele	phone i	number					
c) Relationship to issuer or	investment fund	d manage	r									
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 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 (a) Security code 1 Security code 2 Security code 3 (a) Null T												
distributed as compensation ⁴				Security code					1 1			
	ns of warrants, op		-	8, 2023, v	vith an ex	oiry acc	elerator	ble at CDN\$0.0 if the shares c consecutive tra	lose at or			
Other compensation ⁵			Describe									
Total compensation paid	63,14	40.00										
Check box if the perso	n will or may rece	eive any de	ferred con	npensation (describe th	e terms t	pelow)					
⁴ Provide the aggregate value of a additional securities of the issuer. rights exercisable to acquire addit ⁵ Do not include deferred compension of the security of the s	Indicate the secutional securities of	ırity codes	for all secu							er		

a) Name of person compe	nsated and regis	stration	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 LEEDE JONES GABLE INC.														
Fir	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. Ves														
b) Business contact inform	nation													
If a firm NRD number is not prov	ided in Item 8 (a), _I	provide	the business	s coi	ntact info	mation	n of the	perso	n beir	ng con	npensated.			
Street address														
Municipality							F	Provir	nce/S	State				
Country						F	Postal	code/	Zip c	code				
Email address							Tele	phone	e nur	nber				
c) Relationship to issuer o	r investment fun	d mana	ager											
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 Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager														
✓ None of the above				ma	nuger		Emplo	yee of		00001			anager	
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 13,300.00 Security code 1 Security code 2 Security code 3														
Value of all securities				s	ecurity co	des		W	Ν	Т				
distributed as compensation ⁴ Describe terms of warrants, options or other rights Bescribe terms of warrants, options or other rights B, 2023, with an expiry accelerator if the shares close at or above CDN\$1.00 per share for 10 consecutive trading days.									pril					
Other compensation	5		Describ	e										
Total compensation paid	13,30	00.00												
Check box if the pers					-	-								
⁴ Provide the aggregate value of additional securities of the issue rights exercisable to acquire add ⁵ Do not include deferred competition ⁵ Do not include deferred competition	er. Indicate the secu ditional securities c	urity cod	des for all se											er

a) Name of person comp	ensated and regis	tration statu	s								
Indicate whether the person cor	npensated is a registi	ant.		No		\checkmark	Yes				
If the person compensated is an	individual, provide t	he name of th	e individ	dual.							
Full legal name of indiv	idual										
	F	amily name			First	given	name		Secondary	given names	
If the person compensated is no	If the person compensated is not an individual, provide the following information.										
Full legal name of non-individual Canaccord Genuity Corp./Corporation Canaccord Genuity											
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.											
b) Business contact infor	mation										
If a firm NRD number is not pro	wided in Item 8 (a), p	rovide the bus	siness co	ontact info	rmation o	of the	person l	being cor	mpensated.		
Street address											
Municipality						F	Provinc	e/State			
Country					Pc	ostal	code/Zi	p code			
Email address						Tele	ohone r	number			
c) Relationship to issuer	or investment fund	l manager		J							
Indicate the person's relationshi the Instructions and the meanin										ed" in Part E	B(2) of
Connect with the issu	er or investment fund	d manager			🗌 Ir	nsidei	of the is	ssuer (ot	her than an inves	tment fund)	
Director or officer of the	ne investment fund o	r investment	fund ma	anager	E	Emplo	yee of th	ie issuer	or investment fu	nd manager	
✓ None of the above											
d) Compensation details											
Provide details of all compensat Canadian dollars. Include cash c incidental to the distribution, suc allocation arrangements with th	ommissions, securitie ch as clerical, printing	es-based comp g, legal or acco	ensatio ounting	n, gifts, di: services. A	scounts o n issuer i	or othe is not	er compe required	nsation. I to ask fe	Do not report pay	ments for se	ervices
Cash commissions pa	id 31,64	10.00				Г	Security	code 1	Security code 2	Security co	ode 3
Value of all securitie	s		c	Security co	ndes		WN				
distributed as compensatio	n ⁴		Ċ		Jues	L					
Describe terms of warrants, options or other rights 8, 2023, with an expiry accelerator if the shares close at or above CDN\$1.00 per share for 10 consecutive trading days.											
Other compensation	1 ⁵	De	scribe								
Total compensation pa	id 31,64	0.00									
Check box if the pe	rson will or may rece	ive any defer	red com	npensatior	n (describ	be the	terms b	elow)			
⁴ Provide the aggregate value of additional securities of the issu- rights exercisable to acquire ad ⁵ Do not include deferred comp	er. Indicate the secu Iditional securities of	rity codes for									er

a) Name of person comp	ensated and regis	stration	status	;								
Indicate whether the person con	npensated is a regist	rant.			No		\checkmark	Yes				
If the person compensated is an	individual, provide i	the nam	ne of the	individ	dual.							
Full legal name of indiv	idual											
		Family n	ame			Firs	t given	name		Secondar	y given name	es
If the person compensated is not an individual, provide the following information.												
Full legal name of non-individual RESEARCH CAPITAL CORPORATION / CORPORATION RECHERCHE CAPITAL												
Firm NRD number 3 0 7 0 (if applicable)												
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.												
b) Business contact inform	mation											
If a firm NRD number is not pro	vided in Item 8 (a), p	orovide	the busi	ness co	ontact info	rmatior	n of the	person	being co	mpensated.		
Street address												
Municipality							I	Provinc	e/State			
Country						F	Postal	code/Z	ip code			
Email address							Tele	phone	number			
c) Relationship to issuer	or investment fun	d mana	ager									
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.												
Director or officer of th	e investment fund (or inves	tment fi	ind ma	anager		Emplo	vee of t	ne issuer	r or investment f	ind manag	er
 ✓ None of the above 					liuger		Emplo				ina manag	
d) Compensation details												
Provide details of all compensati Canadian dollars. Include cash c incidental to the distribution, suc allocation arrangements with the	ommissions, securiti h as clerical, printin	es-base g, legal	d compe or acco	ensatio unting	n, gifts, di: services. A	scounts In issuei	or othe r is not	er compe required	ensation. I to ask f	Do not report po	yments for	services
Cash commissions pa	id 24,5	00.00					ſ	Security	/ code 1	Security code 2	Security	code 3
Value of all securitie	s [c	Security co	odee			νТ			
distributed as compensation	1 ⁴					Jues	L					
Describe terms of warrants, options or other rights 61250 Finders Warrants exercisable at CDN\$0.60, expiry April 8, 2023, with an expiry accelerator if the shares close at or above CDN\$1.00 per share for 10 consecutive trading days.												
Other compensation) ⁵		Des	cribe								
Total compensation pa	id 24,50	00.00										
Check box if the per	rson will or may reco	eive ang	y deferre	ed com	npensatior	n (descr	ribe the	e terms l	pelow)]
⁴ Provide the aggregate value o additional securities of the issu rights exercisable to acquire ac ⁵ Do not include deferred compo	er. Indicate the secu Iditional securities c	urity cod	des for a									

a) Name of person comp	ensated and regis	stration	n status	;									
Indicate whether the person cor	npensated is a regist	rant.			No		\checkmark] Yes					
If the person compensated is an	individual, provide t	the nam	ne of the	individ	dual.								
Full legal name of indiv	idual												
		Family n	name			Firs	t given	name		Seconda	ry given i	names	
If the person compensated is no	If the person compensated is not an individual, provide the following information.												
Full legal name of non-individual Aligned Capital Partners Inc.													
Firm NRD number 2 3 4 0 (if applicable)													
Indicate whether the person compensated facilitated the distribution through a funding portal or an internet-based portal.													
b) Business contact infor	mation												
If a firm NRD number is not pro	ovided in Item 8 (a), p	orovide	the busi	ness co	ontact info	rmation	n of the	e person	being co	mpensated.			
Street address													
Municipality								Provinc	e/State				
Country						P	Postal	code/Z	ip code				
Email address							Tele	phone	number				
c) Relationship to issuer	or investment fund	d mana	ager		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													
✓ None of the above													
d) Compensation details													
Provide details of all compensat Canadian dollars. Include cash c incidental to the distribution, su allocation arrangements with th	ommissions, securitie ch as clerical, printing	es-base g, legal	d compe or acco	ensatio unting	n, gifts, dis services. A	counts n issuer	or oth r is not	er compe require	ensation. 1 to ask †	Do not report p	ayments	s for ser	vices
Cash commissions pa	id 2,80	00.00					[Securit	/ code 1	Security code	2 500	urity cod	lo 3
Value of all securitie	s				.				N T				
distributed as compensatio	n ⁴			3	Security co	aes	l						
Describe terms of warrants, options or other rights 2023, with an expiry accelerator if the shares close at or above CDN\$1.00 per share for 10 consecutive trading days.													
Other compensation	n ⁵		Des	cribe									
Total compensation pa	id 2,80	00.00											
Check box if the pe	rson will or may rece	eive an	y deferre	ed com	npensatior	ı (descr	ribe the	e terms	pelow)				
⁴ Provide the aggregate value of additional securities of the issu- rights exercisable to acquire ad ⁵ Do not include deferred comp	er. Indicate the secu dditional securities o	urity cou	des for a										-

a) Name of person compe	ensated and registra	tion status							
Indicate whether the person com	pensated is a registran	t.	✓ No	Yes					
If the person compensated is an i	individual, provide the	name of the indivi	dual.						
Full legal name of individ	dual Savage		Richard						
	Fan	nily name	First giver	n name	Secondary g	jiven names			
If the person compensated is not	an individual, provide	the following infor	mation.						
Full legal name o	of non-individual								
Firm NRD number (if applicable)									
Indicate whether the person com	pensated facilitated th	e distribution throu	igh a funding portal or	an internet-based µ	portal. 🗸	No 🗌 Yes			
b) Business contact inform	nation								
If a firm NRD number is not prov	ided in Item 8 (a), prov	vide the business co	ontact information of th	ne person being con	npensated.				
Street address 5	620 PTARMIGAN F	ΥL							
Municipality N	IORTH VANCOUVE	R		Province/State	British Colum	bia			
Country C	Canada		Posta	l code/Zip code	V7R 4S3				
Email address			Tele	ephone number					
c) Relationship to issuer o	r investment fund m	nanager	1						
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 Canadian dollars. Include cash co incidental to the distribution, such allocation arrangements with the	mmissions, securities-l n as clerical, printing, le	pased compensatio	n, gifts, discounts or oth services. An issuer is no	her compensation. I ot required to ask fo	Do not report payı	ments for services			
Cash commissions paid	t l			Security code 1	Security code 2	Security code 3			
Value of all securities	;		Coourity opdop	W N T					
distributed as compensation	4		Security codes						
Describe te	Describe terms of warrants, options or other rights 47,775 Finders Warrants exercisable at CDN\$0.60, expiry April 8, 2023, with an expiry accelerator if the shares close at or above CDN\$1.00 per share for 10 consecutive trading days.								
Other compensation	5	Describe							
Total compensation paid	d								
Check box if the pers	son will or may receive	any deferred con	npensation (describe th	ne terms below)					
⁴ <i>Provide the aggregate value of</i> <i>additional securities of the issue</i> <i>rights exercisable to acquire add</i> ⁵ <i>Do not include deferred compe</i>	er. Indicate the security ditional securities of th	codes for all secu							

ITEM 9 - DIRECTORS, EXECUTIVE OFFICERS AND PROMOTERS OF THE ISSUER										
If the issuer is an investment fund, do not complete Item 9. Procced to Item 10.										
Indicate whether the issuer is any o	Indicate whether the issuer is any of the following (select the one that applies - if more than one applies, select only one).									
✓ Reporting issuer in any jurisdiction of Canada										
Foreign public issuer										
Wholly owned subsidiary of a reporting issuer in any jurisdiction of Canada ⁶										
Provide nan	ne of reporting issue	er								
Wholly owned subsidiary of a foreign public issuer ⁶										
Provide name of	foreign public issue	er								
Issuer distributing only eligi	ble foreign securitie	s and the distributio	n is to permitted clie	ents only ⁷				_		
If the issuer is at least one of the	above, do not com	plete 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.										
a) Directors, executive officer	s and promoters	of the issuer								
Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to issuer", "D" – Director, "O" – Executive Officer, "P" – Promoter.										
Organization or company name	Family name	First given name	Secondary given names	Business location of non-individual or residentail jurisdiction of individual						
				Province or	Province or country			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										
				Province or country	D		C)		
c) Residential address of eac	h individual									

Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.

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	Max Power Mining Corp								
Full legal name	Mlait	Rav							
	Family name	First given name	Ľ	mes					
Title	Director and Chief Executive (
Telephone number	6045577831	Email address	info@ma	nfo@maxpowermining.com					
Signature	/s/ "Rav Mlait"	Date	2022	04	19				
			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				Title	
	Family name	First given name	Secondary given names	_	
Name of company					
Telephone number		Er	mail address		

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.