Form 45-106F1 Report of Exempt Distribution

ITEM 1 – REPORT TYPE
 New report ✓ Amended report If amended, provide filing date of report that is being amended. 2024 25 24 (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 (in Québec, Regulation 81-106 respecting Investment Fund Continuous Disclosure and Policy Statement to Regulation 81-106 respecting Investment Fund Continuous Disclosure).
☐ Investment fund issuer
Suer (other than an investment fund)
☐ Underwriter
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. / Max Power Mining Corp.
Previous full legal name
If the issuer's name changed in the last 12 months, provide most recent previous legal name.
Website www.maxpowermining.com (if applicable)
If the issuer has a legal entity identifier, provide below. Refer to Part B of the Instructions for the definition of "legal entity identifier".
Legal entity identifier
If two or more issuers distributed a single security, provide the full legal name(s) of the co-issuer(s) other than the issuer named above.
Full legal name(s) of co-issuer(s) (if applicable)
ITEM 4 – UNDERWRITER INFORMATION
If an underwriter is completing the report, provide the underwriter's full legal name, firm NRD number, and SEDAR+ profile number.
Full legal name
Firm NRD number (if applicable)
SEDAR+ profile number

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 reasona most closely corresponds to the issuer's primary business activity.	ble judgment
NAICS industry code 212299	
If the issuer is in the mining industry , indicate the stage of operations. This does not apply to issuers that provide se operating in the mining industry. Select the category that best describes the issuer's stage of operations.	rvices to issuers
✓ 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 the	at apply.
☐ Mortgages ☐ Real estate ☐ Commercial/business debt ☐ Consumer debt ☐ Priva	te companies
☐ Cryptoassets	
b) Number of employees	
Number of employees: 🗸 0 - 49 🔲 50 - 99 🔲 100 - 499 🔲 500 or more	
c) SEDAR+ profile number	
Provide the issuer's SEDAR+ profile number	
000052829	
ITEM 6 - INVESTMENT FUND ISSUER INFORMATION	
If the issuer is an investment fund, provide the following information.	
a) Investment fund manager information	
a) investment fund manager information	
Full legal name	
Firm NRD number (if applicable)	
SEDAR+ profile number	
b) Type of investment fund	
Type of investment fund that most accurately identifies the issuer (select only one).	
☐ Money market ☐ Equity ☐ Fixed income ☐ Balanced	
☐ Alternative strategies ☐ Cryptoasset ☐ Other (describe)	

Indicate whether one or l	both of the following	ng apply to the investr	nent fund.			
☐ Invest primarily in o	other investment	fund issuers				
☐ Is a UCITs Fund ¹						
¹ Undertaking for the Collectiv that allow collective investmer						Union (EU) directives
	•					
c) Net asset valu	ue (NAV) of the	investment fund				
Select the NAV range of th	he investment func	d as of the date of the	most recent NAV calc	ulation (Canadio	an \$).	
☐ Under \$5M		\$5M to under \$25M	☐ \$25M to und	er \$100M	Date of NA	V calculation:
☐ \$100M to under \$5	M00	\$500M to under \$1B	B ☐ \$1B or over			
	JOINI	\$300W to under \$15	o □ ⊅ID OI OVEI		YYYY	MM DD
ITEM 7 INICODM	ATION ABOU	IT THE DISTRIB	LITION			
ITEM 7 – INFORM	ATION ABOU	I THE DISTRIB	UTION			
If an issuer located outsi						
information about purch commissions or finder's j						
Item 7 must reconcile wit				sea III item 6. II	ie injormatio	n provided in
a) Currency						
C-1++h		L			L	at la sia Causadiana
Select the currency or culdollars.	rrencies in wnich ti	ne distribution was mo	aae. Ali aollar amour	its proviaea in ti	ne report mu	st be in Canadian
Canadian dollar	US dollar	☐ Euro Other	(describe)			
b) Distribution (dates					
Charles the adiabatile which a short		(f. t.l i - l i f:	l - 1 f iti li - t	:: t		
State the distribution sta the distribution date as b						
include the start and end						•
Start date	2024	05 16	End date	2024	05 16]
		MM DD		YYYY	MM DD	_
c) Detailed purc	haser informa	tion				
c) Detailed pure	.nasci imorma	.1011				
Complete Schedule 1 of	f this form for eac	ch purchaser and att	ach the schedule to	the completed	l report.	
d) Types of secu	urities distribut	ed				
Provide the following info	ormation for all di	stributions reported o	n a ner security hasis	Defer to Dart A	(12) of the Inc	structions for how
to indicate the security co						
distributed.			,			
					Canadian \$;
Security CUSIP			Number of	Single or	Highest	
code number (if	Description	on of security	securities	lowest price	price	Total amount

9,745,744.0000

0.1950

1,900,420.0800

UBS

applicable)

Units, each Unit comprised of one

	share and one-half of one non-tra nsferrable share purchase warra nt					
--	--	--	--	--	--	--

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.

Convertible / exchangeable	Underlying		se price dian \$)	Expiry date (YYYY-MM-DD)	Conversion ratio	Describe other terms (if applicable)
security code	security code	Lowest	Highest	00)		арріісавіе)
WNT	CMS	0.3000	0.3000	2026-05-16	1:1	If, after the date of the issua nce of the WNTs, the closing price of the CMSs is at or ab ove CDN\$0.50 for 10 consec utive trading days, the Issue r may, within 5 days, acceler ate the expiry date of the W NTs by giving notice, by way of news release, and the W NTs will then expire 30 cale ndar days after the date of such notice.

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 purchasers ^{2a}	Total amount (Canadian \$)
iBritish Columbia	NI 45-106 5A.2 [Listed issuer financing exemption]	57	1,360,105.5000
IAUSTRAIIA	NI 45-106 5A.2 [Listed issuer financing exemption]	1	3,120.0000
Ontario	NI 45-106 5A.2 [Listed issuer financing exemption]	7	166,499.5800
INova Scotia	NI 45-106 5A.2 [Listed issuer financing exemption]	1	29,250.0000
United Arab Emirates	NI 45-106 5A.2 [Listed issuer financing exemption]	1	48,750.0000
China	NI 45-106 5A.2 [Listed issuer financing	1	19,695.0000

	exemption]		
Saskatchewan	NI 45-106 5A.2 [Listed issuer financing exemption]	2	195,000.0000
Alberta	NI 45-106 5A.2 [Listed issuer financing exemption]	1	78,000.0000
	Total dollar am	ount of securities distributed	\$1,900,420.0800
	Total number of unique purchasers ^{2b}	71	

^{2a} 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	

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.

^{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.

ITEM 8 - COMPENSATION INFORMATION Provide information for each person (as defined in NI 45-106) (in Québec, Regulation 45-106 respecting Prospectus Exemptions) 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. If yes, indicate number of persons compensated. | 5 ☐ No ✓ Yes 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 VENTUM FINANCIAL CORP. Firm NRD number | 5290 (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 contact information of the person being compensated. Street address Municipality Province/State Country Postal code/Zip code Email address Telephone number c) Relationship to issuer or investment fund manager Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of 'connected' in Part B(2) of the Instructions and the meaning of 'control' in section 1.4 of NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions) for the purposes of completing this section. Connected with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager ☐ Employee of the issuer or investment fund manager ✓ None of the above d) Compensation details

compensation. Do not report payments for services incided services. An issuer is not required to ask for details about, or employees of a non-individual compensated by the issu	or report on, intern		,	•
Cash commissions paid	\$13,055.0000			
Value of all securities distributed as compensation ⁴				
Security codes	Security code 1	Security code 2	Security code 3	
Security codes	WNT			
Describe terms of warrants, options or other rights	66,948 Finders Warrants exercisable at CDN\$0.30, expiry May 16, 2026, with an expiry accelerator if the shares close at or above CDN\$0.50 per share for 10 consecutive trading days.			
Other compensation ⁵				
Describe				
Total compensation paid	\$13,055.0000		_]	
☐ Check box if the person will or may receive any def	erred compensation	on (describe the te	erms below)	
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities dis acquire additional securities of the issuer.		-	•	
⁵ Do not include deferred compensation.				

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

ITEM 8 - COMPENSATION INFORMATION Provide information for each person (as defined in NI 45-106) (in Québec, Regulation 45-106 respecting Prospectus Exemptions) 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 If yes, indicate number of persons compensated. | 5 ✓ Yes 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 HAYWOOD SECURITIES INC. / VALEURS MOBILIERES HAYWOOD Inc. Firm NRD number | 1630 (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 contact information of the person being compensated. Street address Municipality Province/State Country Postal code/Zip code Email address Telephone number c) Relationship to issuer or investment fund manager Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of 'connected' in Part B(2) of the Instructions and the meaning of 'control' in section 1.4 of NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions) for the purposes of completing this section. Connected with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager ✓ None of the above d) Compensation details

Provide all amounts in Canadian dollars. Include cash con compensation. Do not report payments for services incided services. An issuer is not required to ask for details about, or employees of a non-individual compensated by the issuer.	ntal to the distributi or report on, intern	ion, such as clerical	, printing, legal or	accounting	
Cash commissions paid	\$3,028.5000				
Value of all securities distributed as compensation 4					
Security codes	Security code 1	Security code 2	Security code 3		
,	WNT				
Describe terms of warrants, options or other rights	15,530 Finders Warrants exercisable at CDN\$0.30, expiry May 16, 2026, with an expiry accelerator if the shares close at or above CDN\$0.50 per share for 10 consecutive trading days.				
Other compensation ⁵					
Describe					
Total compensation paid	\$3,028.5000				
Check box if the person will or may receive any def	erred compensation	on (describe the te	rms below)		
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities disacquire additional securities of the issuer.		_	•		
⁵ Do not include deferred compensation.					

Provide details of all compensation paid, or to be paid, to the person identified in Item 8(a) in connection with the distribution.

ITEM 8 - COMPENSATION INFORMATION Provide information for each person (as defined in NI 45-106) (in Québec, Regulation 45-106 respecting Prospectus Exemptions) 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. If yes, indicate number of persons compensated. | 5 ☐ No ✓ Yes 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 | LEEDE JONES GABLE INC. Firm NRD number | 5770 (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 contact information of the person being compensated. Street address Municipality Province/State Country Postal code/Zip code Email address Telephone number c) Relationship to issuer or investment fund manager Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of 'connected' in Part B(2) of the Instructions and the meaning of 'control' in section 1.4 of NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions) for the purposes of completing this section. Connected with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager ☐ Employee of the issuer or investment fund manager ✓ None of the above d) Compensation details

compensation. Do not report payments for services incider services. An issuer is not required to ask for details about, or employees of a non-individual compensated by the issu	or report on, intern			_
Cash commissions paid	\$7,893.2500			
Value of all securities distributed as compensation ⁴				
Security codes	Security code 1	Security code 2	Security code 3]
Security codes	WNT			
Describe terms of warrants, options or other rights				
Other compensation ⁵				
Describe				
Total compensation paid	\$7,893.2500			
Check box if the person will or may receive any def	erred compensation	on (describe the te	erms below)	
⁴ Provide the aggregate value of all securities distributed as compensation securities of the issuer. Indicate the security codes for all securities distributed as compensation. ⁵ Do not include deferred compensation.		_	•	

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

ITEM 8 - COMPENSATION INFORMATION Provide information for each person (as defined in NI 45-106) (in Québec, Regulation 45-106 respecting Prospectus Exemptions) 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. 5 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. RESEARCH CAPITAL CORPORATION / CORPORATION RECHERCHE Full legal name of non-individual **CAPITAL** Firm NRD number | 3070 (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 contact information of the person being compensated. Street address Municipality Province/State Country Postal code/Zip code **Email address** Telephone number c) Relationship to issuer or investment fund manager Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of 'connected' in Part B(2) of the Instructions and the meaning of 'control' in section 1.4 of NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions) for the purposes of completing this section. ☐ Connected with the issuer or investment fund manager Insider of the issuer (other than an investment fund) $\hfill \square$ Director or officer of the investment fund or investment fund manager ☐ Employee of the issuer or investment fund manager ✓ None of the above

Provide details of all compensation paid, or to be paid, to Provide all amounts in Canadian dollars. Include cash con compensation. Do not report payments for services incider services. An issuer is not required to ask for details about, or employees of a non-individual compensated by the issu	nmissions, securitie ntal to the distribut or report on, intern	s-based compensat ion, such as clerical	ion, gifts, discount , printing, legal or	s or other accounting
Cash commissions paid	\$8,394.7500			
Value of all securities distributed as compensation ⁴				
Security codes	Security code 1	Security code 2	Security code 3]
Security codes	WNT			
Describe terms of warrants, options or other rights	expiry May 16, 20	arrants exercisabl 126, with an expiry at or above CDN\$0 e trading days.	accelerator if	
Other compensation ⁵				
Describe			7	
Total compensation paid	\$8,394.7500			
Check box if the person will or may receive any def	erred compensation	on (describe the te	rms below)	
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities dis acquire additional securities of the issuer. ⁵ Do not include deferred compensation.	• .	•	•	

d) Compensation details

ITEM 8 - COMPENSATION INFORMATION Provide information for each person (as defined in NI 45-106) (in Québec, Regulation 45-106 respecting Prospectus Exemptions) 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. If yes, indicate number of persons compensated. | 5 ☐ No ✓ Yes 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 Canaccord Genuity Corp./Corporation Canaccord Genuity Firm NRD number 900 (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 contact information of the person being compensated. Street address Municipality Province/State Country Postal code/Zip code Email address Telephone number c) Relationship to issuer or investment fund manager Indicate the person's relationship with the issuer or investment fund manager (select all that apply). Refer to the meaning of 'connected' in Part B(2) of the Instructions and the meaning of 'control' in section 1.4 of NI 45-106 (in Québec, Regulation 45-106 respecting Prospectus Exemptions) for the purposes of completing this section. Connected with the issuer or investment fund manager Insider of the issuer (other than an investment fund) Director or officer of the investment fund or investment fund manager Employee of the issuer or investment fund manager ✓ None of the above d) Compensation details

Provide details of all compensation paid, or to be paid, to Provide all amounts in Canadian dollars. Include cash con compensation. Do not report payments for services incides services. An issuer is not required to ask for details about, or employees of a non-individual compensated by the issuer	nmissions, securitie ntal to the distribut or report on, intern	s-based compensat ion, such as clerica	tion, gifts, discount l, printing, legal or	s or other accounting
Cash commissions paid	\$22,487.1500			
Value of all securities distributed as compensation ⁴				
Security codes	Security code 1	Security code 2	Security code 3	
	WNT			
Describe terms of warrants, options or other rights	expiry May 16, 20	Varrants exercisal 26, with an expiry at or above CDN\$0 e trading days.	accelerator if	
Other compensation ⁵				
Describe			Ī	
Total compensation paid	\$22,487.1500			
Check box if the person will or may receive any def	ferred compensati	on (describe the te	erms below)	
⁴ Provide the aggregate value of all securities distributed as compensa securities of the issuer. Indicate the security codes for all securities dis acquire additional securities of the issuer.		_		
⁵ Do not include deferred compensation.				
ITEM 9 - DIRECTORS, EXECUTIVE OFFICE	RS AND PROM	OTERS OF T	HE ISSUER	
If the issuer is an investment fund, do not complete It	em 9. Proceed to I	tem 10.		
Indicate whether the issuer is any of the following (select th	he one that applies	– if more than one	applies, select only	one).
Reporting issuer in a jurisdiction of CanadaForeign public issuer				
☐ Wholly owned subsidiary of a reporting issuer in ar	ny jurisdiction of C	anada ⁶		
Provide name of reporting issuer				
☐ Wholly owned subsidiary of a foreign public issuer	6			
Provide name of foreign public issuer				
Issuer distributing only eligible foreign securities ar	nd the distribution	is to permitted cli	ents only ⁷ .	
If the issuer is at least one of the above, do not compl	ete Item 9(a) – (c).	Proceed to Item 1	10.	
⁶ An issuer is a wholly owned subsidiary of a reporting issu	ıer or a foreign pub	lic issuer if all of th	e issuer's outstand	ng 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.	
☐ If the issuer is none of the above, check this box and complete Item 9(a) – (c).	
a) Directors, executive officers and promoters of the issuer	
Provide the following information for each director, executive officer and promoter of the issuer. For locations within Canada, state	

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	name given	Secondary given names	Business location of non-individual or residential jurisdiction of individual	Relationship to issuer (select all that apply)		
		name		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	Family		Secondary given	Residential jurisdiction of individual	Relationship to promoter (select one or both if applicable)	
company name	name nan	name	names	Province or country	D	0

c) Residential address of each 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.

to file a completed report of exempt distribution.						
By completing the information below, I certify, on behalf of the issuer/underwriter/investment fund manager, to the securities regulatory authority or regulator, as applicable, that I have reviewed this report and to my knowledge, having exercised reasonable diligence, the information provided in this report is true and, to the extent required, complete.						
Name of Issuer/ investment fund manager/agent	MAX Power Minig Corp.					
Full legal name	MLAIT	Rav				
	Family name	First give	en name	Secondary given names		
Title	Director and Chief Executive	Officer				
Telephone number	+1 (604) 551-7831	Email address	info@maxpov	vermining.com		
Signature	/s/ Rav Mlait	Date	2024 YYYY	06 04 MM DD		

ITFM 11 - (\sim \sim \sim \sim \sim	CT BEB	coll

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					
	Family name	First given name	Secondary given names		
Title [
Name of company					
Telephone number		Email 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.

Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information pertaining to the individual as set out in Schedule 1 or 2, that this information is being collected by the securities regulatory authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.