

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of Listed Issuer: **Stina Resources Ltd. (the "Issuer")**

Trading Symbol: **SQA**

Date: **May 3, 2017**

Is this an updating or amending Notice: ☒ Yes ☐ No

If yes provide date(s) of prior Notices: **March 13, 2017, April 24, 2017**

Issued and Outstanding Securities of Issuer Prior to Issuance: **37,867,499**.

Date of News Release Announcing Private Placement: **March 13, 2017 and April 11, 2017**.

Closing Market Price on Day Preceding the Issuance of the News Release: **\$0.095**

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

| Full Name & Residential Address of Placee | Number of Securities Purchased or to be Purchased | Purchase price per Security (CDN\$) | Conversion Price (if Applicable) | Prospectus Exemption | No. of Securities, directly or indirectly, Owned, Controlled or Directed | Payment Date(1) | Describe relationship to Issuer (2) |
|--|---|-------------------------------------|----------------------------------|----------------------|--|----------------------|-------------------------------------|
| Stanley Awdisho Glenview, IL 60025 USA | 100,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | Unknown at this time | N |
| Bernard Azrikam Niles, IL 60714 USA | 100,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Brian Stecyk Spruce Grove, AB T7Y 1E7 | 100,000 units | \$0.08 | \$0.10 | NI 45-106 (s. 2.24) | 12,500 common shares | April 10, 2017 | Y |

| Full Name & Residential Address of Placee | Number of Securities Purchased or to be Purchased | Purchase price per Security (CDN\$) | Conversion Price (if Applicable) | Prospectus Exemption | No. of Securities, directly or indirectly, Owned, Controlled or Directed | Payment Date(1) | Describe relationship to Issuer (2) |
|--|---|-------------------------------------|----------------------------------|---------------------------|--|-----------------|-------------------------------------|
| Christine Comi Toronto, ON M8X 1N1 | 50,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | 20,000 common shares | April 10, 2017 | N |
| Douglas Corrigan Surrey, B.C. V3S 9R9 | 1,150,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | 1,533,362 common shares | April 10, 2017 | N |
| John Comi Toronto, ON M8X 1N1 | 50,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | 20,000 common shares | April 10, 2017 | N |
| Longview Investment Limited Providenciales, Turks & Caico Islands, B.W.I. | 1,275,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Paloduro Investments Inc. Vancouver, B.C. V6E 4A6 | 1,250,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Jon Perrett Whistler, B.C. V0N 1B2 | 150,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Platinum Capital Corp. Vancouver, B.C. V7V 2K8 | 1,250,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Professional Trading Services SA La Loma, Panama | 700,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Roche Securities Limited Toronto, ON M4W 2Z7 | 100,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.6.1(1)) | Nil | April 10, 2017 | N |

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| Full Name & Residential Address of Placee | Number of Securities Purchased or to be Purchased | Purchase price per Security (CDN\$) | Conversion Price (if Applicable) | Prospectus Exemption | No. of Securities, directly or indirectly, Owned, Controlled or Directed | Payment Date(1) | Describe relationship to Issuer (2) |
|---|---|-------------------------------------|----------------------------------|----------------------|--|-----------------|-------------------------------------|
| Sandra Maclean Sydney, N.S. B1P 4X1 | 68,750 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | 475,454 common shares | April 10, 2017 | N |
| Jacquelyn Skeffington Edmonton, AB T5M 0E7 | 600,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Rona Gayda Toronto, ON M4M 1H3 | 1,231,250 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | Nil | April 10, 2017 | N |
| Elco Securities Ltd. Abaco, Bahamas | 2,825,000 units | \$0.08 | \$0.10 | NI 45-106F1 (s. 2.3) | 400,000 common shares | April 10, 2017 | N |
| TOTAL | 11,000,000 units | | | | | | |

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

- Total amount of funds to be raised: **\$880,000**
- Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. **The proceeds of financing shall be used for general working capital purposes.**
- Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: **Nil**
- If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities. – **The Issuer intends to**

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settle two bona fide debts for a total of \$126,395 due to the Issuer's directors at a deemed price of \$0.08 per share resulting in the issuance of 1,579,937 common shares. Please see details below.

| Name & Address | Type and Number of Securities |
|---|--------------------------------------|
| Nimrod Investments Ltd. Richmond, B.C. V6X 1Y1 | 606,191 common shares |
| Anamorphic Ventures Inc. White Rock, B.C. | 973,746 common shares |
| TOTAL | 1,579,937 common shares |

5. Description of securities to be issued:

- (a) Class **Units and common shares** .
- (b) Number **11,000,000 units and 1,579,937 common shares**
- (c) Price per security **\$0.08** .
- (d) Voting rights **One vote per common share**

6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:

- (a) Number **11,000,000**
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options) **11,000,000**
- (c) Exercise price **\$0.10**
- (d) Expiry date **Two years from the date of issuance.**

7. Provide the following information if debt securities are to be issued:

- (a) Aggregate principal amount _____ .
- (b) Maturity date _____ .
- (c) Interest rate _____ .
- (d) Conversion terms _____ .
- (e) Default provisions _____ .

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):

- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):

National Bank, Park Place, 3300–666 Burrard Street, Vancouver, B.C. V6C 2X8

Cash: \$480

| | | |
|----------------|----------------------|-------------------|
| Christine Comi | 50,000 units | \$4,000 |
| John Comi | 50,000 units | \$4,000 |
| TOTAL | 100,000 units | \$8,000.00 |

Mackie Research Capital, #1920–1075 W. Georgia St., Vancouver, B.C. V6E 3C9

Cash: \$5,850

| | | |
|------------------|------------------------|--------------------|
| Douglas Corrigan | 1,150,000 units | \$92,000 |
| Sandra Maclean | 68,750 units | \$5,500 |
| TOTAL | 1,218,750 units | \$97,500.00 |

Paradigm Properties Corp., 4925-51st St., Camrose, AB T4V 1S4

Cash: \$8,880

| | | |
|---------------------------|------------------------|---------------------|
| Paloduro Investments Inc. | 1,250,000 units | \$100,000 |
| Jacquelyn Skeffington | 600,000 units | \$48,000 |
| TOTAL | 1,850,000 units | \$148,000.00 |

1844247 Alberta Ltd., 1712-40 St. NE, Calgary, AB T1Y 2L7

Cash: \$6,000

| | | |
|------------------------|-----------------|-----------|
| Platinum Capital Corp. | 1,250,000 units | \$100,000 |
|------------------------|-----------------|-----------|

- (b) Cash _____ Please see above _____ .
- (c) Securities _____ .
- (d) Other _____ .
- (e) Expiry date of any options, warrants etc. _____ .

- (f) Exercise price of any options, warrants etc. _____ .
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship N/A
10. Describe any unusual particulars of the transaction (i.e. tax “flow through” shares, etc.).
N/A .
11. State whether the private placement will result in a change of control.
N/A .
12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. N/A
13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102.

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: N/A
2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material:
N/A

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments: **N/A**

- (a) Total aggregate consideration in Canadian dollars:
- (b) Cash: _____
- (c) Securities (including options, warrants etc.) and dollar value: _____
- (d) Other: _____ .
- (e) Expiry date of options, warrants, etc. if any: _____ .
- (f) Exercise price of options, warrants, etc. if any: _____ .
- (g) Work commitments: _____ .

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).

N/A

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: **N/A**

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

| Name of Party (If not an individual, name all insiders of the Party) | Number and Type of Securities to be Issued | Dollar value per Security (CDN\$) | Conversion price (if applicable) | Prospectus Exemption | No. of Securities, directly or indirectly, Owned, Controlled or Directed by (prior to issuance) | Describe relationship to Issuer ⁽¹⁾ |
|--|--|-----------------------------------|----------------------------------|----------------------|---|--|
| N/A | | | | | | |
| TOTAL | | | | | | |

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: N/A
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.): N/A
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): _____.
- (b) Cash _____.
- (c) Securities _____.
- (d) Other _____.
- (e) Expiry date of any options, warrants etc. _____.
- (f) Exercise price of any options, warrants etc. _____.
9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship.
- N/A
10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated May 3, 2017.

Jim Wall

**Name of Director of Senior
Officer**

"Jim Wall"

Signature

CEO and Director

Official Capacity