

EARLY WARNING REPORT
Pursuant to Part 3 of National Instrument 62-103

1. Security and Reporting Issuer

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

This report relates to common shares in the capital of Novateqni Corporation (the "Corporation")

Novateqni Corporation
Bay 6, Suite 200, 4500 – 5th Street NE
Calgary, Alberta, T2E 7C3

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

The transaction that triggered the requirement to file this report was the disposition by the Acquiror (as defined below) of 7,979,699 common shares (the "Shares") of the Corporation. The acquisition occurred through a private transaction and did not take place on a stock exchange or other market that represents a published market for securities.

2. Name and Address of Acquiror:

- 2.1 **State the name and address of the acquiror**

Jean Pomerleau and 1379197 Alberta Ltd., a company owned and controlled by Jean Pomerleau, each having an address at 856 Coach Side Cres SW, Calgary, Alberta, T3H 1A4

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

On May 30, 2019, the Acquiror disposed of ownership and control over a total of 7,979,699 Shares of the Corporation for total proceeds of \$50,000 in a private transaction. Jean Pomerleau directly disposed of 7,969,699 shares.

- 2.3 **State the names of any joint actors.**

Riaz Sumar and I acted jointly and in concert disposed of a total of 15,959,398 shares of Novateqni Corporation. Riaz Sumar and I are unrelated.

3. Interest in Securities of the Reporting Issuer

- 3.1 **State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror's security holding percentage in the class of securities.**

The 7,979,699 Shares disposed of by the Acquiror represent approximately 21.03% of the total issued and outstanding Shares of the Corporation. Based on the 37,947,456 Shares outstanding in the capital of the Corporation, the

percentage of Shares owned by the Acquiror decreased from approximately 21.03% of the issued and outstanding shares of the Corporation to approximately 0.58%. After the disposition Jean Pomerleau owns 213,000 Shares and 1379197 Alberta Ltd., a company controlled by Jean Pomerleau, owns 10,000 shares.

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

Jean Pomerleau disposed of the common shares.

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

N/A.

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

Prior to the completion of the private transaction, the Acquiror previously held 8,202,699 Shares of the Corporation representing approximately 21.6% of the outstanding Shares of the Corporation. 8,192,699 Shares were held by Jean Pomerleau directly and 10,000 Shares were held by Jean Pomerleau indirectly through 1379197 Alberta Ltd.

After completion of the private transaction, the Acquiror holds 223,000 Shares of the Corporation, representing approximately 0.58% of the outstanding Shares of the Corporation. Jean Pomerleau directly owns 213,000 shares and 1379197 Alberta Ltd owns 10,000 shares.

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

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

See item 3.1 above

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

N/A

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

N/A

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

N/A.

3.7 **If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement. State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.**

N/A.

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

N/A.

4. Consideration Paid

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

The common shares were disposed of in consideration of \$50,000.

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

Please see paragraph 4.1 above

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

N/A.

5. Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. The common shares were disposed of by Jean Pomerleau and Riaz Sumar for economic reasons

Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

(a) **the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**

N/A

(b) **a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries; N/A**

(c) **a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries; N/A**

- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board; N/A
- (e) a material change in the present capitalization or dividend policy of the reporting issuer; N/A
- (f) a material change in the reporting issuer's business or corporate structure; N/A
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company; N/A
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace; N/A
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada; N/A
- (j) a solicitation of proxies from securityholders; N/A
- (k) an action similar to any of those enumerated above. N/A

6. Agreements, Arrangements, Commitments or Understanding with Respect to Securities of the Reporting Issuer

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

N/A

7. Change in material fact

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

N/A.

8. Exemption

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

The acquiror relies on the private agreement exemption within National Instrument 62-104, section 4.2.

9. Certification

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

May 30, 2019

Date

Signed "*Jean Pomerleau*"

Signature

Jean Pomerleau and 1379197 Alberta Ltd.