

Form 62-103F1

REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

Item 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 the sale of 4,000,000 Units by Evrim Resources Corp. (the “**Issuer**”) to Altius Minerals Corporation (the “**Acquiror**”) at a price of \$0.30 per Unit. Each Unit consists of one common share and one-half non-transferable share purchase warrant (a “**Warrant**”). Each whole Warrant is exercisable into one common share at a price of \$0.50 until May 19, 2020. The acquisition has resulted in Altius’ beneficially owning an aggregate of 11,452,875 shares, or 17.45% of Evrim’s outstanding shares.

The Issuer’s address is:

EVIM RESOURCES CORP.
910-850 West Hastings St.
Vancouver, BC V6C 1E1

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 was carried out as a private placement, as outlined in Section 2.2, below.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Altius Minerals Corporation (TSX:ALS) (“**Altius**”)
Suite 202, 66 Kenmount Road
St. John’s, NL, A1B 3V7

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.

The transaction closed May 19, 2017. Altius Minerals Corporation, Evrim’s largest shareholder, acquired 4,000,000 Units of the private placement for an aggregate purchase price of \$1,200,000. The acquisition has resulted in Altius beneficially owning an aggregate of 11,452,875 shares, or 17.45% of Evrim’s outstanding shares, and 2,000,000 Warrants. In the event Altius exercises its Warrants, Altius would own 13,452,875 shares of Evrim, representing 19.89% of the outstanding Evrim shares determined on a partially diluted basis assuming the exercise of Altius’ Warrants but no other convertible securities of Evrim. Altius acquired the Units for investment purposes only and not with a view to materially affecting control of Evrim.

The foregoing is subject to regulatory acceptance of the TSX Venture Exchange.

2.3 State the names of any joint actors.

Not applicable.

Item 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 securityholding percentage in the class of securities.

See paragraph 2.2.

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.

The Acquiror acquired the Shares.

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

Not applicable.

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

See paragraph 2.2.

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

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

The Acquiror owns and exercises control over 11,452,875 common shares of Evrim Resources Corp., representing 17.45% of outstanding common shares on an undiluted basis.

(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

Not applicable.

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

Not applicable.

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 securityholdings.

Not applicable.

- 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.

Not applicable.

- 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.**

Not applicable.

Item 4 – Consideration Paid

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

The Acquiror paid the Issuer \$0.30 per Unit, for an aggregate of \$1,200,000 in respect of the Units acquired through the private placement.

- 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.**

See paragraph 4.1.

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

Not applicable.

Item 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. 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:

The acquiror acquired the Units for investment purposes only and not with a view to materially affecting control of the issuer.

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

Not applicable.
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**

Not applicable.
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**

Not applicable.
- (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;**

Not applicable.
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;**

Not applicable.
- (f) a material change in the reporting issuer's business or corporate structure;**

Not applicable.
- (g) a change in the reporting issuer's charter, bylaws or similar instrument or another action which might impede the acquisition of control of the reporting issuer by any person or company;**

Not applicable.
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;**

Not applicable.
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;**

Not applicable.
- (j) a solicitation of proxies from securityholders;**

Not applicable.
- (k) an action similar to any of those enumerated above.**

Not applicable.

Item 6 – Agreements, Arrangements, Commitments or Understandings 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 the loan agreements need not be included.

Finder’s fees of \$179,400 were paid and 598,000 Finder’s warrants (a “Finder Warrant”) were issued in conjunction with the private placement. Each Finder Warrant is exercisable into one common share at a price of \$0.30 until November 19, 2018.

Item 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.

Prior to the May 19, 2017 transaction, the acquiror held 7,452,875 issuer shares, or 14.57 % of Evrim’s outstanding shares.

Item 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.

Not applicable.

Item 9 – Certification

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.

DATED May 23, 2017

48 Degrees Inc.
Filing Agent for Altius Minerals Corporation

By: *Signed “Chris Flanagan”*

Name: Chris Flanagan
Title: Director