

REPORT UNDER PART 3

NATIONAL INSTRUMENT 62-103

The Early Warning System and Related Take-over Bid and Insider Reporting Issues

North Arrow Minerals Inc.
(the "Company")

1. Name and Address of Offeror:

D. Grenville Thomas ("Thomas")
Suite 1056 409 Granville Street, Vancouver, BC, V6C 1T2

2. The designation and number or principal amount of securities and the Offerors' securityholding percentage in the class of securities of which the Offerors acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the report, and whether it was ownership or control that was acquired in those circumstances:

Thomas acquired ownership of 3,750,000 common shares of the Company representing 4.04% of the issued and outstanding capital of the Company.

Immediately prior to the acquisition, Thomas held, directly and indirectly, a total of 6,714,035 common shares representing approximately 8.82 % of the Company's then issued and outstanding common shares. As a result of this acquisition, Thomas now holds a total of 10,464,035 common shares, or approximately 11.28% of the Company's issued and outstanding share capital

3. The designation and number or principal amount of securities and the Offerors' securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file the report:

See item 2 above.

4. The designation and number or principal amount of securities and the percentage of outstanding securities referred to in paragraph 3 over which:

(a) the Offerors, either alone or together with any joint actors, have ownership and control:

See item 2 above.

(b) the Offerors, either alone or together with any joint actors, have ownership but control is held by other persons or companies other than the Offerors or any joint actors:

Not applicable.

(c) The Offerors, either alone or together with any joint actors, have exclusive or

shared control but do not have ownership:

Not applicable.

5. **The name of the market in which the transaction or occurrence giving rise to the report took place:**

Private Placement.

6. **The value, in Canadian dollars, of any consideration offered per security if the Offerors acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file the report:**

C\$0.20 per common share for a total of C\$750,000.

7. **The purpose of the Offerors and any joint actors in effecting the transaction or occurrence giving rise to the report, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:**

The common shares were acquired for investment purposes only. Thomas may, in the ordinary course of his business, acquire additional securities of the Company for investment purposes.

8. **The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the Offerors, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the report, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:**

None.

9. **The names of any joint actors in connection with the disclosure required by National Instrument 62-103:**

None.

10. **In the case of a transaction or 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, the nature and value of the consideration paid by the Offerors:**

The common shares were issued in connection with a private placement at C\$0.20 per common share for a total consideration of C\$750,000.

11. **If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 in respect of the reporting issuer's securities:**

Not applicable.

12. **If applicable, a description of the exemption from securities legislation being relied on by the Offeror and the facts supporting that reliance:**

Section 2.5 of NI 45-106, Family Friends and Business Associates exemption.

Dated at Vancouver, BC, this 28th day of June, 2018.

"D.G. Thomas"

D. GRENVILLE THOMAS