

## AMENDING AGREEMENT

**THIS AMENDING AGREEMENT** is dated effective October 20, 2020

BETWEEN:

**ALTIUS RESOURCES INC.**, a company incorporated under the laws of Alberta

(“**Altius**”)

AND:

**TETON OPPORTUNITIES INC.**, a company incorporated under the laws of the Province of British Columbia

(the “**Purchaser**”)

WHEREAS:

(A) Altius and the Purchaser (collectively, the “**Parties**”) entered into a property purchase agreement (the “**Purchase Agreement**”) dated August 27, 2020; and

(B) The Parties have agreed to amend the Purchase Agreement on the terms and conditions contained herein.

**NOW THEREFORE THIS AGREEMENT WITNESSES** that for good and valuable consideration, the receipt and sufficiency of which are acknowledged by each of the Parties, the Parties agree as follows:

### Property Description

1. The following shall be inserted into Schedule “A” of the Purchase Agreement:

<b>Project Name</b>	<b>Licence Number</b>	<b>Number of Claims</b>	<b>Number of Hectares</b>	<b>Recorded Date</b>	<b>Tenure Year</b>	<b>Owner</b>
<b>CRYSTAL LAKE</b>	031460M	23	990	2020/Oct/20	1	Altius Resources Inc.
<b>NOEL PAUL</b>	031474M	89	2,200	2020/Oct/20	1	Altius Resources Inc.
<b>NOEL PAUL</b>	031478M	72	1,800	2020/Oct/20	1	Altius Resources Inc.
<b>CRYSTAL Lake</b>	031482M	Pending	Pending	Pending	1	Altius Resources Inc.
<b>CRYSTAL LAKE</b>	031484M	159	3,975	2020/Oct/20	1	Altius Resources Inc.
<b>NOEL PAUL</b>	031486M	67	1,675	2020/Oct/20	1	Altius Resources Inc.
<b>NOEL PAUL</b>	031492M	26	650	2020/Oct/20	1	Altius Resources Inc.
<b>CRYSTAL LAKE</b>	031493M	32	800	2020/Oct/20	1	Altius Resources Inc.
<b>TOTALS</b>		<b>468</b>	<b>12,090</b>			

**General**

2. All capitalized terms not otherwise defined in this Agreement shall have the meaning ascribed to such terms in the Purchase Agreement.
3. The Purchase Agreement and this Agreement shall together constitute and be read as one and the same written instrument.
4. Except as otherwise amended by the foregoing, the provisions of the Purchase Agreement shall be and continue in full force and effect and are hereby confirmed.
5. This Agreement enures to the benefit of and binds the Parties hereto and their respective successors and permitted assigns.
6. This Agreement is governed by, and is to be construed and interpreted in accordance with, the laws of the Province of British Columbia and the laws of Canada applicable therein.
7. This Agreement may be executed and delivered in any number of original or facsimile counterparts, each of which when executed and delivered shall be considered an original and all of which taken together shall constitute one and the same instrument.
8. Time shall be and continue of the essence in the Purchase Agreement and this Agreement.

**IN WITNESS WHEREOF** the Parties have duly executed this Agreement as of the day and year first above written.

**ALTIUS RESOURCES INC.**

Per: *“Signed”*

\_\_\_\_\_  
Authorized Signatory

**TETON OPPORTUNITIES INC.**

Per: *“Signed”*

\_\_\_\_\_  
John Wenger, CEO