

*Required Disclosure by an Eligible Institutional Investor under Part 4*

State if this report is filed to amend information disclosed in an earlier report. Indicate the date of the report that is being amended.

**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.

Common shares (“common shares”)

Altius Minerals Corporation  
38 Duffy Place,  
2<sup>nd</sup> Floor  
St. John’s, NL  
A1B 4M5

- 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 took place through the facilities of the Toronto Stock Exchange on August 21, 2019.

**Item 2 – Identity of the Eligible Institutional Investor**

- 2.1 State the name and address of the eligible institutional investor.

EdgePoint Investment Group Inc.  
150 Bloor St. W., Suite 500 Toronto ON M5S 2X9

- 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 August 21, 2019, a total 41,100 common shares of the issuer were acquired at a purchase price of \$11.49 per share.

- 2.3 State the name of any joint actors.

Not applicable

- 2.4 State that the eligible institutional investor is eligible to file reports under Part 4 in respect of the reporting issuer.

EdgePoint Investment Group is eligible to file reports under Part 4 of NI 62-103 in respect of the Issuer.

### Item 3 –Interest in Securities of the Reporting Issuer

- 3.1 State the designation and the net increase or decrease in the number or principal amount of securities, and in the eligible institutional investor's securityholding percentage in the class of securities, since the last report filed by the eligible institutional investor under Part 4 or the early warning requirements.

EdgePoint Investment Group Inc. has acquired 1,072,590 Common Shares of the Issuer, representing approximately 2.56% of the issued and outstanding Shares, assuming 42,783,796 total issued and outstanding shares of the class since the last report filed.

- 3.2 State the designation and number or principal amount of securities and the eligible institutional investor's securityholding percentage in the class of securities at the end of the month for which the report is made.

EdgePoint Investment Group Inc. exercises control over 5,723,763 common shares of the Issuer, representing a security holding percentage of approximately 13.38% as at August 30, 2019 assuming approximately 42,783,796 total issued and outstanding common 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 percentage of outstanding securities of the class of securities to which this report relates and over which

- (a) the eligible institutional investor, either alone or together with any joint actors, has ownership and control,

Not applicable

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

Not Applicable.

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

5,723,763 common shares, representing 13.38% of the issued and outstanding common shares.

- 3.5 If the eligible institutional investor 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 eligible institutional investor's securityholdings.

Not Applicable.

- 3.6 If the eligible institutional investor 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.

As of August 30, 2019, there are 3000 Voting Shares of the Issuer on loan ("Loaned Securities"). The securities lending contracts are administered by the Account's custodians who act as agent and enter into written securities lending agreements on their behalf. These securities lending contracts generally have the following material characteristics: 1. The Investor has an unrestricted right to recall the Loaned Securities or identical securities at any time. This includes the right to recall Loaned Securities or identical securities ahead of a proxy vote in order to exercise its voting power over the shares. 2. The Accounts have the right to receive dividends or interest on Loaned Securities while they are on loan.

The securities lending arrangement described above is a specified securities lending arrangement, as that term is defined in section 5.1 of National Instrument 62-104 TakeOver Bids and Issuer Bids ("NI 62-104") and it is therefore subject to the exception provided in section 5.7 of NI 62-104."

- 3.7 If the eligible institutional investor 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 eligible institutional investor'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 - Purpose of the Transaction**

State the purpose or purposes of the eligible institutional investor and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the eligible institutional investor 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 issuer;

The acquisition of common shares of the Issuer has been made in the ordinary course of business and was made for investment purposes. EdgePoint Investment Group Inc. may in the future acquire additional securities of the Issuer on behalf of mutual funds and other accounts it manages and may sell all or some portion of the common shares of the Issuer it controls, or may enter into derivative or other transactions with respect to such common shares.

- (b) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;

Not Applicable.

- (c) 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.

- (d) a material change in the present capitalization or dividend policy of the reporting issuer;

Not Applicable.

- (e) a material change in the reporting issuer's business or corporate structure;

Not Applicable.

- (f) 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;

Not Applicable.

- (g) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;

Not Applicable.

- (h) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;

Not Applicable.

- (i) a solicitation of proxies from securityholders;

Not Applicable.

- (j) an action similar to any of those enumerated above.

Not Applicable.

#### **Item 5 – 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 eligible institutional investor 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, puts or calls, 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.

See Item 4.

#### **Item 6 – Change in Material Fact**

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

Not Applicable.

#### **Item 7 – Certification**

The eligible institutional investor must certify that the information in this report is true and complete in every respect. In the case of an agent, the certification is based on the agent's best knowledge, information and belief but the eligible institutional investor is still responsible for ensuring that the information filed by the agent is true and complete.

This report must be signed by each person on whose behalf the report is filed or his or her authorized representative.

It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

#### **Certificate**

The certificate must state the following:

I, as the eligible institutional investor, 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 September 10, 2019

By: (signed) "*Sayuri Childs*"

Name: Sayuri Childs

Title: Chief Compliance Officer