

EARLY WARNING REPORT
Form 62-103F1

Required Disclosure under the Early Warning Requirements

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

N/A

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 common shares and warrants in the capital of Durango Resources Inc. (the “**Issuer**”).

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 transactions that triggered the requirement to file this report were purchases by the Acquiror (as defined below) pursuant to a private placement of the Issuer that closed on August 17, 2020 (the “**Private Placement**”).

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Robert Jalun Kiesman	Skeena Gold Fishing Ltd.	Debra Gale Wampler
11871 Sixth Avenue	11871 Sixth Avenue	1824 Graham Avenue
Richmond, BC	Richmond, BC	Prince Rupert, BC

Mr. Kiesman, Skeena and Mrs. Wampler are collectively referred to as the “**Acquiror**” in this report.

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 Acquiror filed a previous Early Warning Report in respect of the Issuer on March 16, 2020 (the “**Previous EWR Filing Date**”). Between the Previous EWR Filing Date and the date hereof, the Acquiror has purchased an aggregate of 1,250,000 common shares of the Issuer and 625,000 warrants of the Issuer (each, a “**New Warrant**”). Each New Warrant is exercisable for one common share of the Issuer until August 16, 2023, at an exercise price of \$0.15 per share. The 1,250,000 common shares that have been purchased by the Acquiror

represent 2.70% of the issued and outstanding common shares of the Issuer that were outstanding on the Previous EWR Filing Date (being 46,228,000 common shares).

2.3 State the names of any joint actors.

Robert Kiesman and Skeena are joint actors, as Skeena is controlled by Robert Kiesman, Skeena's president and sole director. Skeena is a privately held company incorporated under the laws of the Province of BC. Its head office is:

11871 Sixth Avenue
Richmond, BC

Skeena's principal business is being a private investment company in a variety of sectors, including commercial fishing, mining and technology.

Robert Kiesman and Debra Wampler are joint actors, as Robert Kiesman has control and direction over Debra Wampler's personal investment decisions.

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 this report and the change in the acquiror's securityholding percentage in the class of securities.

Since the Previous EWR Filing Date, Robert Kiesman acquired: (a) 1,250,000 common shares of the Issuer, representing 1.63% of the issued and outstanding common shares of the Issuer as of the date hereof (being 76,455,500 common shares); and (b) 625,000 New Warrants (the "**Transaction**").

Accordingly, the Acquiror acquired an aggregate of 1,250,000 common shares of the Issuer, representing 1.63% of the issued and outstanding common shares of the Issuer as of the date hereof.

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 this report.

The Acquiror acquired ownership and control over the common shares and New Warrants.

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 securityholding percentage in the class of securities, immediately

before and after the transaction or other occurrence that triggered the requirement to file this report.

As of the Previous EWR Filing Date, the Acquiror held an aggregate of: (a) 3,930,000 common shares of the Issuer, representing 8.50% of the issued and outstanding common shares of the Issuer that were outstanding on the Previous EWR Filing Date¹; and (b) 2,682,818 warrants of the Issuer, each exercisable for one common share at exercise prices of \$0.08 and \$0.10 per share (the “**Previous Warrants**”, and together with the New Warrants, the “**Warrants**”). Therefore, the Acquiror would own 6,612,818 common shares of the Issuer, representing 13.52% of the issued and outstanding shares on the Previous EWR Filing Date, on a partially-diluted basis, assuming the exercise of the 2,682,818 Previous Warrants.

Immediately after the Transaction, the Acquiror holds an aggregate of: (a) 5,180,000 common shares, representing 6.78% of the issued and outstanding common shares of the Issuer as of the date hereof; and (b) 3,307,818 Warrants. Therefore, after the Transaction, the Acquiror would own 8,387,818 common shares of the Issuer, representing 10.5% of the issued and outstanding shares as of the date hereof, on a partially-diluted basis, assuming the exercise of the 3,307,818 Warrants.

3.5 *State the designation and number or principal amount of securities and the acquiror’s securityholding 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,

Robert Kiesman holds 3,250,000 common shares of the Issuer, representing 4.25% of the issued and outstanding common shares of the Issuer and 1,958,344 Warrants, representing 7.66% of the outstanding Warrants.

Skeena holds 1,394,000 common shares of the Issuer, representing 1.82% of the issued and outstanding common shares of the Issuer and 913,474 Warrants, representing 3.57% of the outstanding Warrants.

Debra Wampler holds 536,000 common shares of the Issuer, representing 0.70% of the issued and outstanding common shares of the Issuer and 436,000 Warrants, representing 1.70% of the outstanding Warrants.

¹ In the Previous Early Warning Report, the Acquiror inadvertently stated that Skeena owned 1,564,000 common shares of the Issuer, when in fact it owned 1,394,000 common shares of the Issuer as of the Previous EWR Filing Date.

(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 securityholdings.

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.

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

Item 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 that were acquired by the Acquiror pursuant to Section 3.1 above were purchased on August 17, 2020 for \$0.075 per share, for total consideration paid of \$93,750.00. All of the New Warrants that were acquired by the Acquiror pursuant to Section 3.1 were included as Units (as defined

under Section 4.2(a) below) in the Private Placement for no additional consideration.

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.*

Pursuant to the Private Placement, the Acquiror acquired the following securities of the Issuer, which are included in Section 3.1:

(a) Robert Kiesman acquired 1,250,000 units (each, a “**Unit**”) of the Issuer for an aggregate of \$93,750.00, being \$0.075 per Unit. Each Unit was comprised of one common share and one New Warrant.

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

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:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;*
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;*
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;*
- (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;*
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;*
- (f) a material change in the reporting issuer’s business or corporate structure;*
- (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;*

- (h) *a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;*
- (i) *the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;*
- (j) *a solicitation of proxies from securityholders; or*
- (k) *an action similar to any of those enumerated above.*

The Acquiror acquired the common shares and New Warrants for investment purposes. Depending on the circumstances and subject to applicable securities laws, the Acquiror may, from time to time, acquire additional securities of the Issuer or dispose of all or a portion of the securities of the Issuer previously acquired.

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 loan agreements need not be included.

N/A

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.

N/A

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.

N/A

Item 9 - Certification

I, as the 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.

Date: August 19, 2020

Robert Kiesman
Robert Kiesman