

PART 5: 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.

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.

The designation of securities to which this report relates is common shares of Sego Resources Inc. (the “Issuer”).

The Issuer's address is:

Sego Resources Inc.
PO Box 30013
North Vancouver, BC, V7H 2YB

- 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.

Purchase was transacted by way of private placement in which a wholly owned corporation of the the Acquiror, Strashin Developments limited, was a placee.

Item 2 – Identity of the Acquiror

- 2.1 State the name and address of the Acquiror.

Elliot Strashin
501 Alliance Ave., Suite 401
Toronto, ON
M6N 2J1

- 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.

Acquiror, through a wholly owned corporation, purchased shares by way of private placement, through the TSX Venture Exchange, April 25, 2024 wherein the Acquiror purchased 5,000,000 units of the Issuer at a price of \$0.02 per unit, which unit consisted of a common share and a share purchase warrant exercisable for a period of two years at a price of \$0.05 per warrant. After this transaction the Acquiror was then holding more than 14% of the Issuer’s undiluted share capital.

2.3 State the names of any joint actors.

Strashin Developments Limited (wholly owned corporation)
501 Alliance Ave., Suite 401
Toronto, ON M6N 2J1

Julian Jaffary (spouse of Elliot Strashin)
501 Alliance Ave., Suite 401
Toronto, ON M6N 2J1

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.

Acquiror, through a wholly owned corporation, acquired shares through the TSX Venture Exchange April 25, 2024 wherein the Acquiror purchased 5,000,000 units of the Issuer at a price of \$0.02 per unit, which unit consisted of a common share and a share purchase warrant exercisable for a period of two years at a price of \$0.05 per warrant. After this transaction the Acquiror was then holding 23,850,000 common shares, being more than 14% of the Issuer's undiluted share capital.

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.

Acquiror acquired ownership and control over the securities that triggered the requirement to file this report.

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.

Immediately prior to the transaction that triggered the requirement to file this report, Acquiror had beneficial ownership and control of an aggregate of 18,850,000 common shares outstanding, representing approximately 12.34% of the issued and outstanding common shares on a non-diluted basis. Prior to the transaction, Dr Elliot Strashin held 520,000 share purchase warrants for the purchase of an additional 520,000 common shares. Assuming the exercise of the

share purchase warrants in full, Acquiror would have held 19,370,000 common shares or approximately 12.64 % of the Issuer's common shares.

Immediately after the transaction giving rise to the requirement to file this report, Acquiror had beneficial ownership and control of an aggregate of 23,850,000 Shares, representing approximately 14.66% of the issued and outstanding Shares on a non-diluted basis. Acquiror held or controlled 5,520,000 share purchase warrants for the purchase of an additional 5,520,000 common shares. These warrants were directly held by two different persons, who are being treated as joint actors. Dr. Elliot Strashin directly owned warrants to purchase 520,000 common shares. Dr. Elliot Strashin's corporation, Strashin Developments Limited, directly owned warrants to purchase 5,000,000 common shares. Assuming the exercise of the share purchase warrants in full, Acquiror and joint actors would own a total of 29,370,000 Shares, representing approximately 17.46 % of the issued and outstanding common shares, assuming no other common shares are issued.

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,

After the acquisition, the Acquiror has ownership and control over 23,850,000 Shares representing approximately 14.66% of the issued and outstanding Shares. See item 3.4 above.

(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.

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 5,000,000 units were acquired at a price of \$.002 per unit, for total consideration of \$100,000.00.

- 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 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.

The Units were purchased by Acquiror pursuant to a private placement transaction

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:

Acquiror acquired the Units for investment purposes. Acquiror may acquire additional securities or dispose of existing securities on the basis of Acquiror's

assessment of market conditions and in compliance with applicable securities regulatory requirements.

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.

Not applicable.

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.

Not applicable.

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

The acquiror 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 acquiror 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.

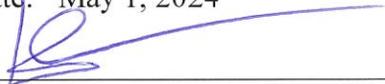
It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

The certificate must state the following:

I, as the acquiror, certify, or I, as the agent filing this 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.

Date: May 1, 2024



Signature

Elliot Strashin,

Name/Title