

**NOTICE OF CHANGE IN CORPORATE STRUCTURE**  
**Pursuant to Section 4.9 of National Instrument 51-102**  
**Continuous Disclosure Obligations**

**Bankers Cobalt Corp.**

**Item 1 Name of the Parties to the Transaction**

Bankers Cobalt Corp. (formerly Nomad Ventures Inc.) (the “**Issuer**”), Bankers Acquisition Corp., a wholly-owned subsidiary of the Issuer (“**Subco**”), and Katanga Cobalt Corp. (“**Katanga**”).

**Item 2 Description of the Transaction**

On October 20, 2017 the Issuer completed the acquisition of all of the outstanding securities of Katanga (the “**Transaction**”). The Transaction was completed pursuant to the terms of an Amalgamation Agreement between the Issuer, Katanga and Subco, under which Subco amalgamated with Katanga. In connection with the Transaction, the Issuer issued to the shareholders of Katanga: (i) a total of 64,637,327 common shares of the Issuer in exchange for 100% of the outstanding shares of Katanga and (ii) 17,624,243 share purchase warrants (the “**Warrants**”) in exchange for 100% of the outstanding share purchase warrants of Katanga. The Issuer also issued 500,000 common shares to each of GR7 Consulting Corp. and Altus Capital Partners as finder’s fees. As at the date of the Transaction, the Issuer has outstanding 73,154,878 common shares, 24,615,268 Warrants and 620,000 stock options. The TSX Venture Exchange has approved the Transaction.

In connection with the Transaction certain directors and officers of the Issuer resigned. The new board of directors of the Issuer is comprised of Stephen Barley, Shu Zhan, Peter Dickie, Geoff Balderson and Lenard Clough. Officers of the Issuer are now Stephen Barley, President and Chief Executive Officer; Murray Flanigan, Chief Financial Officer; and Janet Francis, Corporate Secretary.

The Acquisition was an “Arm’s Length Transaction” within the meaning of the TSX Venture Exchange policies and did not require approval of the Issuer’s shareholders.

On September 20, 2017, prior to the completion of the Transaction, the Issuer changed its name from “Nomad Ventures Inc.” to “Bankers Cobalt Corp.”.

**Item 3 Effective Date of Transaction**

October 20, 2017.

**Item 4 Names of Each Party, if any, that Ceased to be a Issuer Subsequent to the Transaction and of each Continuing Entity**

Not applicable.

**Item 5 Date of the Issuer's First Financial Year-End Subsequent to the Transaction**

December 31, 2017.

**Item 6 Periods, including comparative periods, if any, of the Interim and Annual Financial Statements Required to be Filed for the Issuer's First Financial Year Subsequent to the Transaction**

First Financial Year: December 31, 2017 with comparative statements for year ended December 31, 2016.

First Interim Period: Three months ended March 31, 2018 with comparative statements for three months ended March 31, 2017

**Item 7 Documents filed under NI 51-102 that described the Transaction**

The following documents have been filed on the Issuer's SEDAR profile:

- Press releases dated August 16, 2017, October 16, 2017 and October 23, 2017
- Material change reports dated August 21, 2017, October 13, 2017 and October 23, 2017
- Certificate of Change of Name, Notice of Articles and Articles dated October 11, 2017
- Amalgamation Agreement dated October 10, 2017

Dated: December 12, 2017

**BANKERS COBALT CORP.**

Per: "*Stephen Barley*"

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Stephen Barley  
Chief Executive Officer