

Form 62-103F3
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.

Not applicable.

Item 1 – Security and Reporting Issuer

1.1 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 (“**Shares**”) of Parkit Enterprise Inc. (the “**Issuer**”).

100 Canadian Road,
Toronto, Ontario
M1R 4Z5

1.2 Name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

The TSX Venture Exchange (the “**TSXV**”).

Item 2 – Identity of the Eligible Institutional Investor

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

Waratah Capital Advisors Ltd. (“**Waratah**”)
1133 Yonge Street, 5th Floor
Toronto, Ontario
M4T 2Y7

Waratah is a registered investment adviser under the *Investment Advisers Act of 1940* of the United States that provides investment management services to, among other entities, Waratah Income Limited Partnership (“**Waratah Income**”) and Waratah Alternative Equity Income Fund (“**Waratah Income Alt**”).

Bradley Dunkley owns and controls Dunkley Capital Corporation (“**Dunkley Capital**”), a corporation existing under the laws of the Province of Ontario. Dunkley Capital’s principal business is investment activities. Mr. Dunkley is also the Co-Founder, Chief Investment Officer, and Chief Risk Officer of Waratah.

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 October 1, 2024, Mr. Dunkley purchased 1,000,000 Shares of the Issuer on the TSXV at a price of 0.69976 per Share for total consideration \$699,760 (the “Transaction”).

2.3 State the name of any joint actors.

Mr. Dunkley, Dunkley Capital, Waratah Income, and Waratah Income Alt may be considered joint actors of Waratah for the purposes of the transactions described herein.

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

Waratah is eligible to file reports under Part 4 of National Instrument 62-103 *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues* 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.

Prior to the Transaction, (i) Waratah Income had beneficial ownership of 7,505,935 Shares and Waratah Income Alt had beneficial ownership of 1,606,936 Shares, all of which were under the control and direction of Waratah, representing, in aggregate 4.08% of the Shares on a non-diluted basis,¹ and (ii) Mr. Dunkley and Dunkley Capital beneficially owned and had control or direction over 12,266,568 Shares and 443,000 Shares, respectively, representing in aggregate 5.69% of the issued and outstanding Shares on a non-diluted basis. Accordingly, prior to the Transaction, Mr. Dunkley, Dunkley Capital, Waratah, Waratah Income and Waratah Income Alt beneficially owned, or had control and direction over, an aggregate of 9.77% of the issued and outstanding Shares on a non-diluted basis.

Pursuant to the Transaction, Mr. Dunkley acquired beneficial ownership and control or direction over an additional 1,000,000 Shares. Immediately following the Transaction, Mr. Dunkley and Dunkley Capital beneficially owned and had control

¹ All calculations herein assume that the Issuer has 223,416,732 issued and outstanding Shares, based on their Interim MD&A for the three and nine months ended September 30, 2024.

and direction over 13,266,568 Shares and 443,000 Shares, respectively, representing an aggregate of 6.14% of the issued and outstanding Shares on a non-diluted basis. Waratah Income's beneficial ownership was unchanged at 7,505,935 Shares and Waratah Income Alt's beneficial ownership was unchanged at 1,606,936 Shares, all of which were under the control and direction of Waratah, representing an aggregate of 4.08% of the issued and outstanding Shares. Following the Transaction, Mr. Dunkley, Dunkley Capital, Waratah, Waratah Income and Waratah Income Alt beneficially own, or have control and direction over, an aggregate of 10.22% of the issued and outstanding Shares on a non-diluted basis.

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.

See items 2.2 and 3.1.

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,

See Item 3.1.

(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.

Not applicable.

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.**

Not applicable.

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 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 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;**
- (k) an action similar to any of those enumerated above.**

The Shares were acquired for general investment purposes. Depending on various factors, including, without limitation, market conditions, general economic and industry conditions, the Issuer's business and financial condition and/or any other factors that Mr. Dunkley and his joint actors may deem relevant, Mr. Dunkley and his joint actors may take such actions with respect to their investment in the Issuer as they deem appropriate including, without limitation, acquiring, selling or otherwise disposing of securities of the Issuer or securities exercisable for, or convertible or exchangeable into, securities of the Issuer and/or developing plans or intentions or taking actions which relate to or would result in one or more of the transactions or matters referred to in paragraphs (a) through (k) above.

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.

Not applicable.

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

I, as the eligible institutional investor, certify, or I, as the agent filing this report on behalf of 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 this 11th day of November, 2024.

WARATAH CAPITAL ADVISORS LTD.

By: (signed) *Dimitri Michalopoulos*
Name: Dimitri Michalopoulos
Title: Chief Compliance Officer and
Chief Operating Officer