Form 62-103F1

Required Disclosure under the Early Warning Requirements

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 in the capital of NSR Resources Inc. ("**NSR**") - 82 Richmond St. E., Toronto, Ontario, M5C 1P1.

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.

See answer to 2.2 below.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Tintina Mines Limited ("**Tintina**") - 82 Richmond St. E., Toronto, Ontario, M5C 1P1.

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.

Effective November 28, 2019, NSR, Tintina and Tintina's wholly-owned subsidiary, 2716207 Ontario Inc., ("**Subco**") completed a three-cornered amalgamation under the *Business Corporations Act* (Ontario) (the "**Amalgamation**") pursuant to which Tintina indirectly acquired ownership of all of the issued and outstanding common shares of NSR ("**NSR Shares**"), not already owned by Tintina.

Under the terms of the Amalgamation, Tintina acquired ownership of 100% of the issued and outstanding NSR shares, which, as of November 29, 2019, consisted of 27,408,131 NSR Shares. 300,625 NSR Shares were already owned by Tintina prior to the transaction, representing 1.1% of the issued and outstanding common shares in the capital of NSR.

The consideration for the Amalgamation was the exchange of shares on the basis of 0.729756389 Tintina Shares for each NSR Share (the "**Exchange Ratio**"). A total of 20,000,371 Tintina Shares were issued to the shareholders of NSR representing approximately 43.4% of Tintina.

Tintina will cause NSR to submit an application to cease to be a reporting issuer in Quebec, Alberta, British Columbia and Ontario.

2.3 State the names of any joint actors.

There were no joint actors involved.

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.

The amount of securities acquired by Tintina is 27,107,506 NSR Shares. Tintina's securityholding percentage changed from 1.1% to 100%.

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.

Tintina acquired ownership of the securities that triggered the requirement to file this report.

3.3 If the transaction involved a securities lending arrangement, state that fact.

The transaction did not involve a securities lending arrangement.

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.

See item 2.2 above.

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,

(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

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

See item 2.2 above. All securities noted in Section 3.4 are owned by the acquiror.

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.

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

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.

See item 2.2 above.

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 item 2.2 above. Consideration was the exchange of shares on the basis of the Exchange Ratio.

4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

See item 2.2 above.

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;

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

See item 2.2 above.

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.

The Amalgamation was completed pursuant to the terms of a business combination agreement among NSR, Tintina and Subco, dated October 15, 2019 (the "**Combination Agreement**"). A copy of the combination Agreement can be found on SEDAR at www.sedar.com under the profile of the Target.

The Amalgamation was subject to, among other things, the approval at an annual general and special meeting of the Shareholders (the "**Meeting**") by not less than two-thirds (66⅔%) of the votes validly cast by Shareholders at the Meeting and also by a simple majority of the votes validly cast by Shareholders at the Meeting (other than those required to be excluded in determining such approval pursuant to Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions*). Juan Enrique Rassmuss R, President and Chairman of each of Tintina and NSR entered into a voting support agreement ("**Voting Support Agreement**") with the Offeror pursuant to which he agreed to vote in favour of the Amalgamation at the Meeting. Such locked-up NSR Shares represented approximately 34.9% of the NSR Shares outstanding on a non-diluted basis. The form of Voting Support Agreement is attached as Schedule "C" to the Business Combination Agreement.

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.

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.

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 to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

Date: November 29, 2019

"Carmelo Marrelli"
Name: Carmelo Marrelli
Title: Director