

**Notice of Change in Corporate Structure
Pursuant to Section 4.9 of National Instrument 51-102
Continuous Disclosure Obligations**

Item 1. Names of the Parties to the Transaction

1290439 B.C. Ltd. (“**439**”), 1290442 B.C. Ltd. (“**442**”), 1290447 B.C. Ltd. (“**447**”), 1290448 B.C. Ltd. (“**448**”), 1290451 B.C. Ltd. (“**451**”), 1290457 B.C. Ltd. (“**457**”), and Larose Ventures Ltd. (“**Larose**”) (collectively, the “**Parties**”, and each, a “**Party**”).

Item 2. Description of the Transaction

On April 1, 2021, Larose completed its previously announced plan of arrangement (the “**Arrangement**”) involving the spinout of 439, 442, 447, 448, 451 and 457 to become separate unlisted reporting issuers.

The Arrangement was approved by the unanimous written consent of the shareholders of Larose, and the Supreme Court of British Columbia issued its final order approving the Arrangement on March 26, 2021.

Pursuant to the terms of the Arrangement, Larose distributed to each of its shareholders as of March 8, 2021, one half of one common share of each of 439, 442, 447, 448, 451 and 457 for every common share in the capital of Larose held. There was no change in the shareholders’ holdings in Larose as a result of the Arrangement.

Item 3. Effective date of the Transaction

April 1, 2021.

Item 4. Names of Each party that Ceased to Be a Reporting Issuer Subsequent to the transaction and of each Continuing Entity

Not applicable.

Item 5. Date of the Reporting Issuer’s First Financial Year-End subsequent to the Arrangement

The first financial year-end for each Party is December 31, 2021.

Item 6. The periods, including the comparative periods, if any, of the interim financial reports and the annual financial statements required to be filed for the reporting issuer’s first financial year after the Arrangement.

Financial Statements for 439, 442, 447, 448, 451 and 457:

- Interim financial statements for the six month period ended June 30, 2021.
- Interim financial statements for the nine month period ended September 30, 2021
- Audited annual financial statements for the financial year ended December 31, 2021.

Financial Statements for Larose:

- Interim financial statements for the three month period ended March 31, 2021.
- Interim financial statements for the six month period ended June 30, 2021.
- Interim financial statements for the nine month period ended September 30, 2021.
- Audited annual financial statements for the financial year ended December 31, 2021.

Item 7. Documents filed under NI 51-102 that describe the transaction and where they can be found in electronic format

Further details of the Arrangement are described in Larose’s management information circular (the “**Circular**”) dated March 8, 2021. A copy of the Circular is available under Larose’s profile on SEDAR (www.sedar.com).

Dated: April 1, 2021