

**N.I. 43-101 TECHNICAL REPORT
ON THE
PATERSON LAKE PROPERTY**

**Latitude: 50°17'N
Longitude: 94°36'W**

**UTM ZONE 15
385682mE, 5570910mN**

Kenora Mining Division, Ontario



**GoldON Resources Ltd.
Suite 416, 108-800 Kelly Road
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March 29th, 2016

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This report titled "N.I. 43-101 Technical Report on the Paterson Lake Property" and dated March 29, 2016 was prepared and signed by the following authors:

Dated at Thunder Bay, Ontario
March 29, 2016

A handwritten signature in black ink, appearing to read 'J. Garry Clark', written in a cursive style.

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A handwritten signature in black ink, appearing to read 'Steven Siemieniuk', written in a cursive style.

Steven Siemieniuk, P. Geo

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1.0 SUMMARY

This report on the Paterson Lake Property (the "Property") was commissioned by GoldON Resources Ltd. ("GoldON") to comply with the disclosure and reporting requirements set forth in National Instrument 43-101, and Form 43-101F1 and is intended to be used as supporting documentation to be filed with the TSX Venture Exchange and to support recommendations for an exploration program totaling \$322,425.

The report summarizes the previous exploration completed on the area of the Property. The report was written and edited by Steven Siemieniuk and J. Garry Clark. The illustrations were completed and edited by Steven Siemieniuk and J. Garry Clark.

The Property is located in Paterson Lake Area (G-2634), approximately 70 kilometers by road north Kenora, Ontario. It is centered at latitude 50° 17' 00" N, longitude 94° 36' 23" W - -- UTM Zone 15, 385682 mE, 5571267 mN.

The Property is comprised of 7 contiguous mining claims (total of 1,008 hectares) recorded in good standing within the Kenora Mining Division of Ontario. GoldON is the recorded owner of 100% interest in the Property. The Property was acquired by GoldON by means of mineral claim staking in Ontario. There are no underlying vendors or interests on the Property.

The Property lies within the traditional land use area of the Wabaseemoong Independent Nations of Whitedog, Ontario, an aboriginal community located approximately 35 km southwest of the property. The Ontario Mining Act requires Exploration Permits or Plans for exploration on Crown Lands for any activity other than prospecting, channel sampling, mapping and sampling, passive geophysical surveys and airborne geophysical surveys. The permits and plans are obtained from the Ministry of Northern Development and Mines. Processing periods of 50 days for a permit and 30 days for a plan are in place while the documents are reviewed by the Ministry and presented to the Aboriginal communities whose traditional lands are located where the work is to be executed.

The Property is situated approximately 70 kilometers by road north of Kenora, Ontario and is accessible via a newly-constructed private road (Avalon Road) and then following a series of old logging roads. The main line of the Canadian National Railway passes through the village of Redditt, just 50 km by road south of the Property.

The area has had a history of base and precious metals exploration with some work focusing on the uranium and iron potential. The Paterson Lake Greenstone Belt (SLGB) has been the focus of extensive study by the Ontario Geological Survey since the area was examined as part of Operation Kenora-Sydney Lake (Breaks et al. 1975). The Property occurs within the SLGB of the contact zone of the English River sub province and Winnipeg River sub province of the Archean Superior Province. Extensive research and mapping by the Ontario government from 1993 increased interest in the rare-metal pegmatite potential of the area.

The SLGB represents the easterly extension of the Bird River belt of Manitoba (Cerny et. al. 1981). The Bird River – SLGB system is noteworthy in being the locus for one of the highest concentration of rare-metal pegmatite mineralization in the Superior Province coupled with probably the greatest number of complex-type, petalite-subtype pegmatite occurrences in Canada (Cerny et. al. 1981).

Zoned pegmatites are host to many rare elements and metals such as tantalum, niobium, tin, lithium, rubidium and cesium. Tanco's Bernic Lake pegmatite in Manitoba, Bikita in Zimbabwe and the Greenbushes in Australia are some of the better known deposits currently being mined for their lithium and/or tantalum content.

The SLGB is comparable in size and potential to these major producing areas, with Avalon's Big Whopper petalite pegmatite being an example of a potentially economic deposit.

The exploration work to date has identified a series of petalite and rare earth pegmatites on the Property. The most significant of these on the Property are the Glitter, Wolf and Rattler pegmatites.

The Property hosts a number of petalite (lithium) and rare-metal bearing pegmatites that are part of the SLGB including the Glitter Pegmatite. The pegmatite on the adjacent Avalon Ventures property has been determined to have economic potential by previous work completed. All pegmatites on the Property have had no diamond drilling conducted on them.

Further exploration of the Property should comprise prospecting, stripping of known pegmatites and diamond drilling. Specifically, the work should include diamond drilling of the Glitter pegmatite to depth and along strike to prove orientation, continuity and the potential associations to the other pegmatites in the immediate area. Geochemistry of all the pegmatites should be reviewed to help determine genesis and relationships of the pegmatites across the Property.

2.0 INTRODUCTION

This report on Paterson Lake Property (the "Property") was commissioned by GoldON Resources Ltd. ("GoldON") to comply with the disclosure and reporting requirements set forth in National Instrument 43-101, and Form 43-101F1 and is intended to be used as supporting documentation to be filed with the TSX Venture Exchange. The purpose of the filing is to fulfill the minimum listing requirements of the TSX Venture Exchange and to support recommendations for an exploration program totaling \$322,425.

The report summarizes the previous exploration completed on the area of the Property. The report was written and edited by Steven Siemieniuk and J. Garry Clark. The illustrations were completed and edited by Steven Siemieniuk and J. Garry Clark. The report and recommendations are based on:

1. Public data archived at the Ministry of Northern Development and Mines, Kenora District Geologist's Office, Kenora and Sudbury, Ontario.

2. A personal site visit by Steven Siemieniuk to the Property between November 4th, 2016 and November 10th, 2016.

Steven Siemieniuk, one of the Author's, completed a Property visit on between November 4th, 2016 and November 10th, 2016. The access was by logging roads. Channel sampling was conducted on the Glitter Pegmatite and grab samples taken from the Wolf Pegmatite. Details of the exploration program are outlined below in Section 9.0.

3.0 RELIANCE ON OTHER EXPERTS

The author has relied on previous exploration reports as referenced in Section 27.0 References. These reports may or may not have been completed by qualified persons as defined by NI 43-101. After reviewing the reports and associated data the authors are satisfied the data presented is accurate.

4.0 PROPERTY DESCRIPTION AND LOCATION

The Property is 1,008 hectares in size. It is located in Paterson Lake Area (G-2634), approximately 70 kilometres by road north of Kenora, Ontario (Figure 1). It is centered at latitude 50° 17' 00" N, longitude 94° 36' 23" W --- UTM Zone 15, 385682 mE, 5571267 mN.

The Property is comprised of 7 contiguous mining claims recorded in good standing within the Kenora Mining Division of Ontario (Table 2) (Figure 2). The Property is known as the Paterson Lake Property. GoldON is the recorded owner of 100% interest in the Property.

Table 1: Paterson Lake Claim Details.

Township/Area	Claim Number	Recording Date	Claim Due Date	Work Required	Total Applied	Total Reserve	Claim Bank
PATERSON LAKE AREA	4273663	2015-Dec-02	2017-Dec-02	\$4,800	\$0	\$0	\$0
PATERSON LAKE AREA	4273668	2015-Dec-14	2017-Dec-14	\$3,200	\$0	\$0	\$0
PATERSON LAKE AREA	4283553	2015-Oct-14	2017-Oct-14	\$4,800	\$0	\$0	\$0
PATERSON LAKE AREA	4283554	2015-Oct-14	2017-Oct-14	\$4,000	\$0	\$0	\$0
PATERSON LAKE AREA	4283555	2015-Oct-14	2017-Oct-14	\$400	\$0	\$0	\$0
PATERSON LAKE AREA	4283556	2015-Oct-14	2017-Oct-14	\$4,000	\$0	\$0	\$0
PATERSON LAKE AREA	4283557	2015-Oct-14	2017-Oct-14	\$4,000	\$0	\$0	\$0

The Property lies within the traditional land use area of the Wabaseemoong Independent Nations of Whitedog, Ontario, an aboriginal community located approximately 35 km southwest of the property. The Ontario Mining Act requires Exploration Permits or Plans for exploration on Crown Lands for any activity other than prospecting, channel sampling, mapping and sampling, passive geophysical surveys and airborne geophysical surveys. The permits and plans are obtained from the Ministry of Northern Development and Mines. Processing periods are 50 days for a permit and 30 days for a plan while the documents are reviewed by the Ministry and presented to the Aboriginal communities whose traditional lands are located where the work is to be executed.

The government of Ontario requires expenditures of \$400 per year per unit, prior to expiry, to keep the claims in good standing for the following year. The report must be submitted by the expiry date.

There are no known environmental liabilities associated with the property. For the proposed exploration program consisting of prospecting, mapping, geochemical sampling and drilling no permits are required. Permits are required if, during the course of exploration, waterways are affected.

Figure 1: Property Location

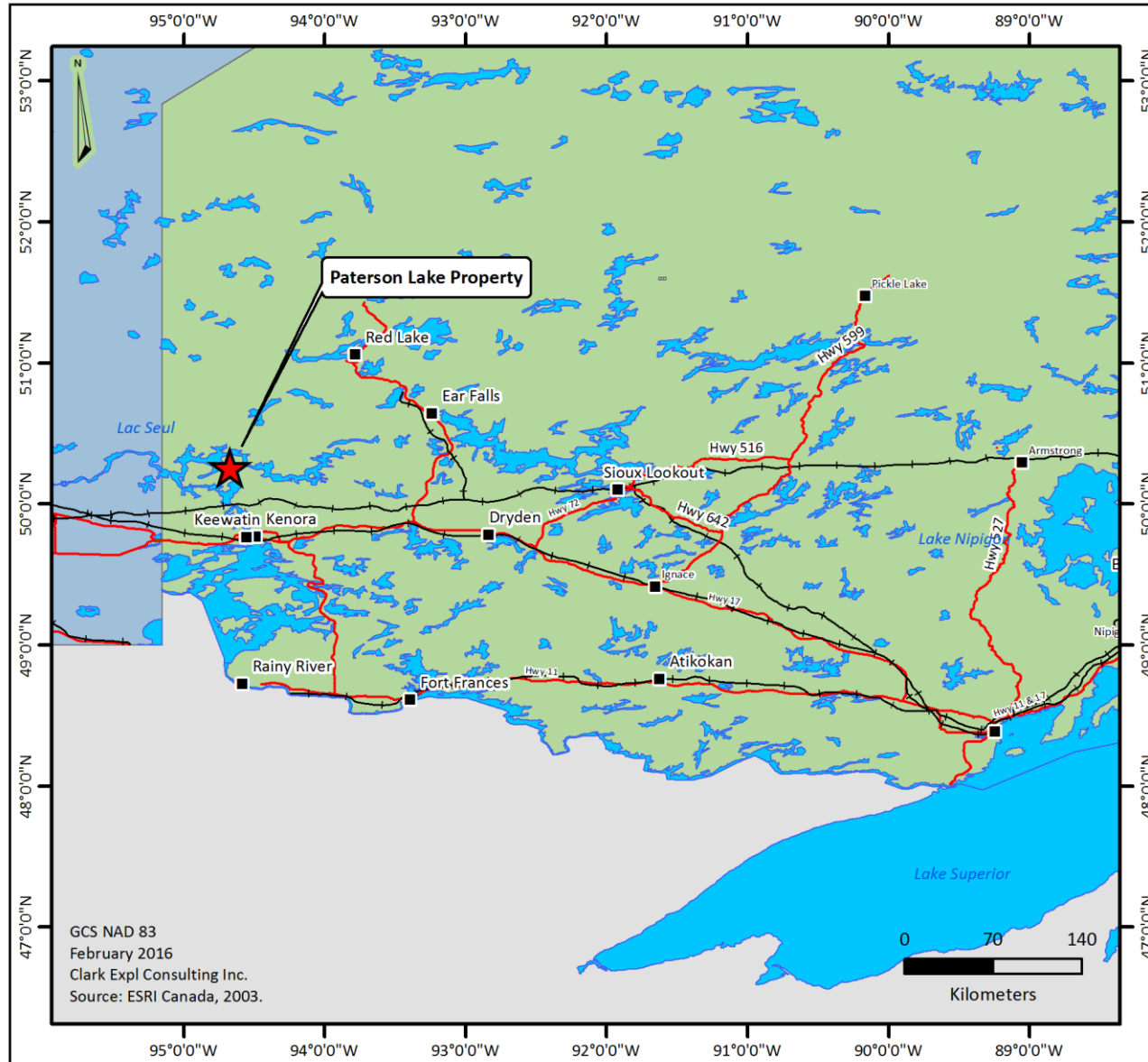
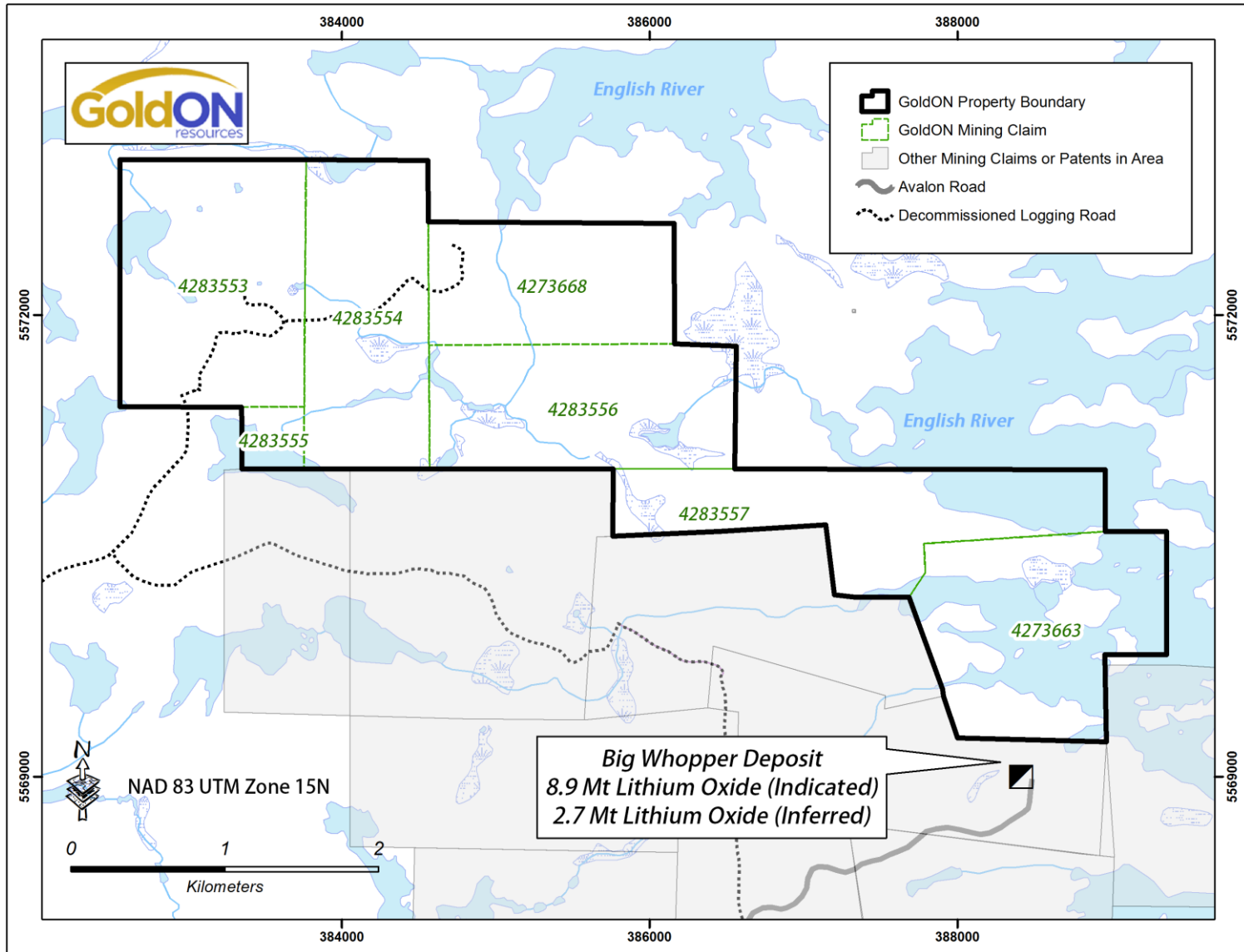


Figure 2: Claim Map



5.0 ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

The Property is situated approximately 70 kilometers by road north of Kenora, Ontario and is accessible via a newly-constructed private road (Avalon Road) and then following a series of old logging roads. The main line of the Canadian National Railway passes through the village of Redditt, just 50 km by road south of the Property.

The climate of the area is typical of northwestern Ontario, and described as continental. The mean daily average temperature is 2.7 degrees Celsius, ranging from a highs of around 30 degrees C in July, to lows of around -30 degrees C in January. Average annual precipitation in the area is 661.8 mm, with approx. 500 mm of rain and 158 cm of snow per year. Winter conditions typically extend from early to mid-November through late March, with freeze-up in mid-November and break-up in early April.

The area has well developed services, with the City of Kenora (population 16,000) located 70 kilometres to the south. Almost all supplies are readily available in Kenora, or the major Canadian city of Winnipeg, another 200 kilometres west. Kenora itself has a local diamond drilling contractor, and helicopter base, as well as several fixed wing bases with both float and ski equipped aircraft.

There is sufficient crown land available in the area for mining operations to take place if the project was found to host an economic deposit. Water for mineral processing is available in abundance in the area. The closest hydroelectric power generating station is located at Whitedog Falls. The transmission line comes within 30 km of the Property.

The Property area is typical of much of northwestern Ontario and the Canadian Shield. The property is relatively flat with an average elevation of approximately 350 m above sea level. Local topographic relief is limited to about 50 m. Outcrop exposure is in general less than 30%.

6.0 HISTORY

The area has had a history of base and precious metals exploration with some work focusing on the uranium and iron potential. Extensive research and mapping by the Ontario government from 1993 increased interest in the rare-metal pegmatite potential of the area.

In the mid 1930's, mineral exploration in the Umfreville-Paterson Lake Greenstone Belt (SLGB) focused around Minaki, where work was conducted on the Minaki Pyrite Prospect on Vermillion Lake. Sporadic work for base metals was conducted near Redditt in 1956, by Stratmatt Limited. Both these areas are south of the Property.

Kamo Energy and Resources Ltd. completed an airborne magnetic and electromagnetic (VLF-EM) survey over part of the present property in 1990.

Champion Bear Resources Ltd. began accumulating claims in the SLGB in 1987 with the acquisition of a block of claims from Shabu Gold Mines Ltd. The focus of the exploration was gold and base metal mineralization centers on geophysics anomalies coincident to the Alcock occurrence and the Helder Lake occurrence to the west. The exploration programs were comprised of:

1988: Optioned the Campbell and Chaytor claim blocks (23 claims) and staked an additional 36 claims by staking that cover the general area of the Alcock occurrence (Figure 3).

1988-1989: Completed ground geophysical surveys (magnetics and electromagnetic) over claims.

1989: Completion of Airborne geophysics, geological mapping, stripping and additional staking.

1990: Completion of line cutting, geological mapping and manual and mechanical stripping.

1990 – 1991: Completion of 40 diamond drill holes (14,186 feet) across the entire property holdings.

1991 – 1992: Completion of 59 holes (21,030 feet) across the entire property holdings.

Champion Bear Resources traced the base metal horizon for over twenty kilometers with anomalous base metal mineralization (assays ranged from below detection limit to 0.66% copper, 0.97% zinc and 9 grams / ton silver). The drilling on the Property is illustrated on Figure 3 and presented in Table 2.

Table 2: Champion Bear Resources Drilling on the Property.

Hole #	Azimuth	Dip	Depth (m)	Year
CB-17	360	-45	126.83	1991
CB-18	180	-45	115.85	1991
CB-19	180	-45	115.85	1991
CB-20	180	-45	78.05	1991
CB-26	360	-45	78.05	1991
CB-101	360	-45	75	1991
CB-102	360	-45	126.83	1991
CB-103	315	-45	96.04	1991
CB-104	315	-45	105.49	1991
CB-105	360	-45	150	1991
CB-106	315	-45	75	1991
CB-107	315	-60	68.9	1991
CB-108	180	-45	96.34	1991
CB-27	360	-45	120.73	1992
CB-28	360	-45	120.73	1992
CB-29	360	-45	135.06	1992
CB-30	360	-45	99.39	1992
CB-33	360	-45	78.05	1992
CB-34	360	-45	75	1992
CB-35	180	-45	93.29	1992
CB-36	180	-45	120.73	1992
CB-37	360	-45	97.87	1992
CB-115	360	-45	69.82	1992
CB-116	360	-45	92.68	1992
CB-117	360	-45	73.78	1992
CB-118	360	-45	59.76	1992
CB-119	360	-45	68.9	1992
CB-120	360	-45	139.02	1992
CB-125	180	-45	71.95	1992
CB-126	180	-45	78.05	1992
CB-140	360	-45	62.8	1992
CB-141	360	-45	178.66	1992
CB-142	180	-45	90.24	1992
Total Drilling meters			3234.74	

Breaks et al. (1999) reports work completed by Champion Bear Resources in 1999 that included detailed mapping and sampling evaluating part of the present Property for rare-

metal pegmatites. There were a reported 94 samples taken and three pegmatites located. The pegmatites were named: Glitter, Wolf and Rattler pegmatites (Figure 3).

The Glitter petalite-bearing pegmatite is exposed along its southeastern strike-length for 75 m and achieves a maximum width of 25 m. Channel samples were selected at 1 m intervals by Champion Bear Resources across part of the main petalite-bearing unit. The results revealed Li₂O contents between 1.03 and 1.64% accompanied by anomalous trace levels of other rare-metals (Breaks et. al.,1999).

The Wolf pegmatite occupies a 40 by 100 m area within a west-striking apophysis from the Skidder pluton. Maximum bulk values of 1000 ppm Cs, 0.016% Ta₂O₅, 0.024% Nb₂O₅, 859 ppm Sn, 0.17 % Rb₂O and 0.39% Li₂O, were obtained in the sampling of Champion Bear Resources (Breaks et. al., 1999).

The Rattler pegmatite is up to 7 by 12 m, hosted in the most westward-striking apophysis of the Skidder pluton. Champion Bear Resources registered maximum bulk values of 831 ppm Cs, 0.021% Ta₂O₅, 0.015% Nb₂O₅, 124 ppm Sn, 0.41% Rb₂O, and 0.20% Li₂O in the zone (Breaks et. al., 1999).

In 1996, Avalon Ventures Limited staked a series of claims immediately south west of the Big Mack pegmatite. When the Property was surveyed it was determined that the claim boundary was actually further south than thought. With the boundary redefined it was realized that Avalon Ventures had drilled four holes on Emerald Fields land (Table 3) (Figure 3).

Table 3: Avalon Diamond Drilling on the Property

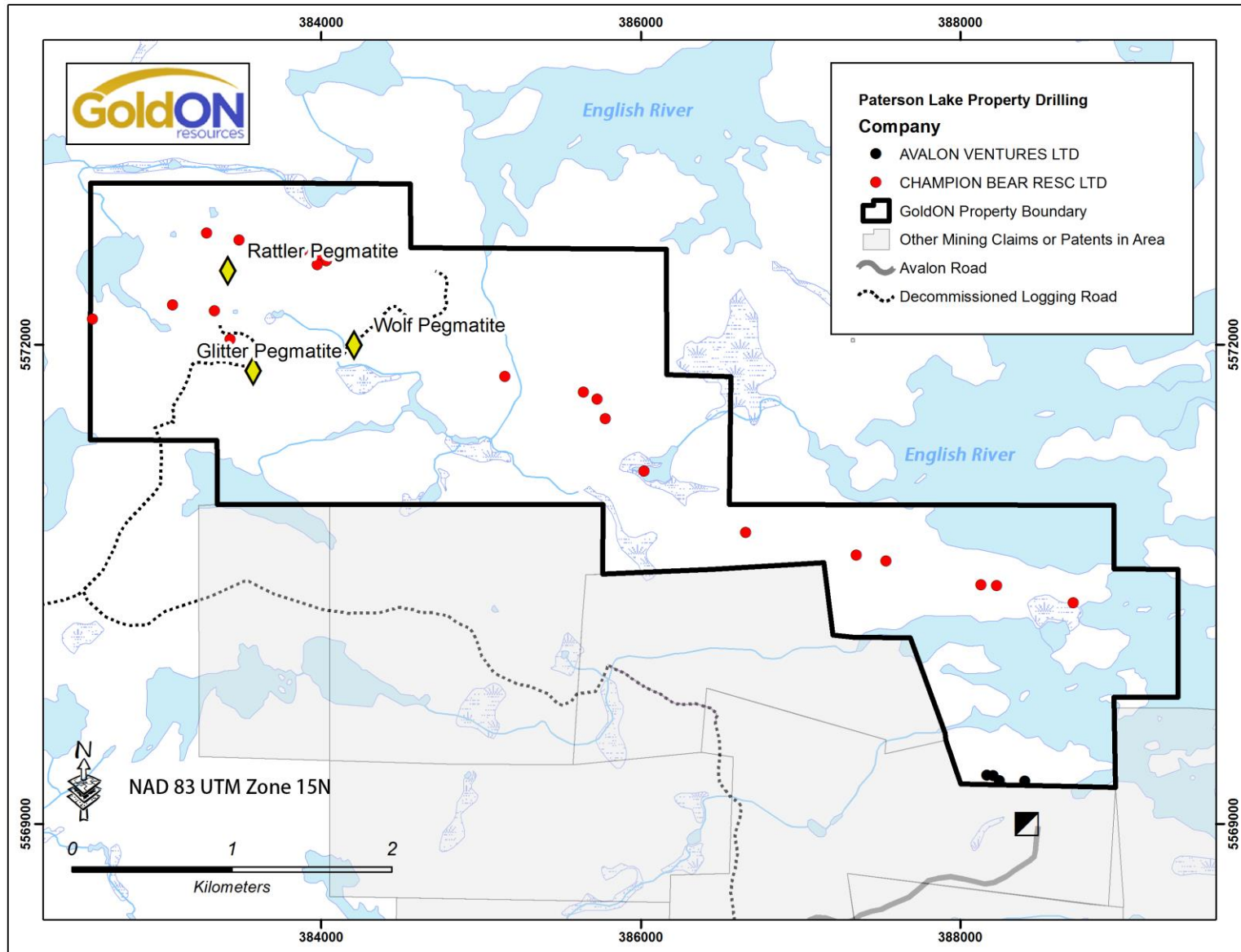
Hole #	Azimuth	Dip	Depth (m)	Year	Range of Li ₂ O Values: % / width (m)
SR98-49	360	-45	110	1998	0.01 / 2.00 to 0.286 / 0.35
SR98-48	360	-45	215	1998	0.02 / 0.46 to 1.025 / 1.40
SR01-59	355	-60	179	2001	0.025 / 2.50 to 0.211 / 0.21
SR01-60	218	-60	158	2001	0.039 / 1.07 to 2.08 / 0.35

Avalon's diamond drilling intersected numerous pegmatites in each hole. Once the claim boundary was established further work was not completed.

The most recent government geological map covering the region is Open File Map 241 (Blackburn, et a~ 1994). The Ontario Geological Survey has recently carried out numerous detailed programs on the pegmatite field in the Paterson Lake - English River area. Most of the work has been carried out by Dr. F.W. Breaks of the Mineral Field Services Section,

Ontario Geological Survey. The most descriptive report for the Property is by Breaks et al. (1999). This work has spawned great interest in the SLGB pegmatite field.

Figure 3: Property Compilation



7.0 GEOLOGICAL SETTING AND MINERALIZATION

The Separation Lake area has been the focus of extensive study by the Ontario Geological Survey since the area was examined as part of Operation Kenora-Sydney Lake (Breaks et al. 1975). The Property occurs within the Separation Lake Greenstone belt of the contact zone of the English River subprovince and Winnipeg River subprovince of the Archean Superior Province.

7.1 Regional Geology

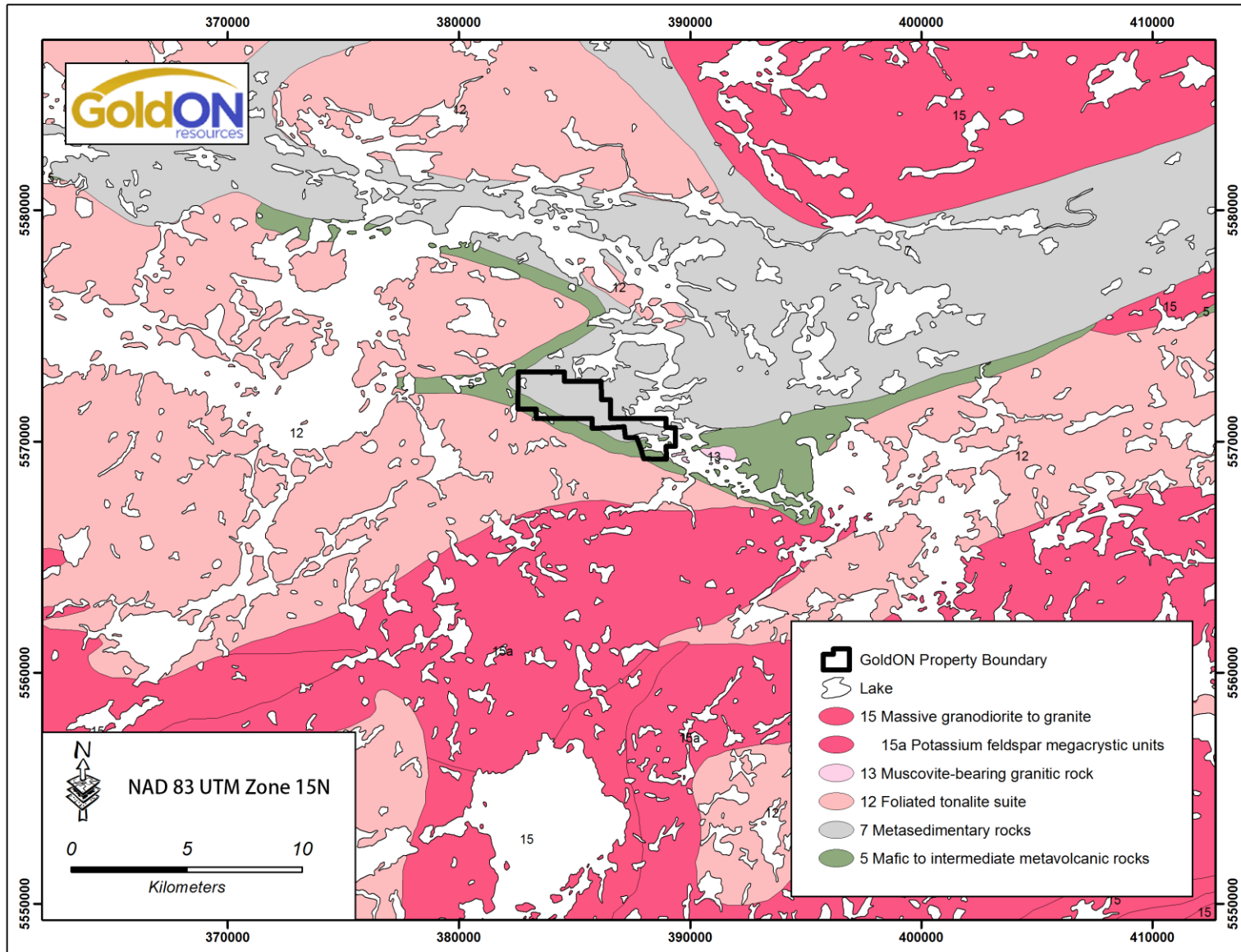
The Property lies within the Separation Lake Greenstone belt within boundary zone of the English River subprovince and the Winnipeg River subprovince boundary. The Separation Lake Greenstone belt is comprised of metasedimentary-metavolcanic sequences intruded by mafic to felsic bodies (Figure 4).

It has been suggested that the Separation Lake belt is the extension of the Bird River belt to the west (Timmins et al. 1985). The Bird River- Separation Lake belt system is noteworthy in being the locus for one of the highest concentration of rare-metal pegmatite mineralization in the Superior Province coupled with probably the greatest number of complex-type, petalite-subtype pegmatite occurrences in Canada (Cerny et al. 1986).

The Bird River Greenstone Belt is host to the Winnipeg River-Cat Lake pegmatite fields that includes TANCO's tantalum and cesium producing mine at Bernic Lake, Manitoba. The Separation Lake Greenstone Belt is host to the Separation Rapids pegmatite fields that includes Pacific Iron Ore's Big Mack petalite pegmatite, Avalon's Big Whopper petalite pegmatite and Champion Bear's Marko's pegmatites as well as GoldON's Glitter petalite pegmatite.

The Bird River greenstone belt has been subdivided into a number of formations, including metamorphosed meta-basalts (amphibolites) and derived volcanoclastic metasediments. In the Separation Lake area, lithologies include predominant amphibolite (meta-basalt), volcanoclastic metasediments, iron formation, rhyolite, granite and related pegmatites, and lesser gabbroic intrusive rocks. The granite intrusion is called the Separation Rapids pluton, a highly-evolved, peraluminous granite exposed over an area of 2x4 kilometres immediately to the north of the Property. Metamorphic grades are lower to middle amphibolite facies. A north-south oriented compressional tectonic event imparted a strong foliation to both the supracrustal and intrusive rocks and produced high strain features such as folding, boudinage and ductile shear zones.

Figure 4: Regional Geology



7.2 Property Geology

The Property is predominantly underlain by meta-basalts and derived rocks of lower to middle amphibolite facies metamorphic grade, referred to collectively as amphibolite. Amphibolite commonly weathers recessively relative to granite and related pegmatites, and also occurs as narrow screens in pegmatite. Granite, pegmatitic granite and pegmatite dykes of the peraluminous Separation Rapids pluton intrude amphibolite over the north half of the property, with primary pegmatitic granite and related dykes of the Winnipeg River batholith intruding amphibolite on the south half of the property (Figure 4).

Pegmatitic granite related to the Separation Rapids pluton outcrops at several locations on the property as irregular dykes and larger elliptical intrusions. It is comprised mainly of white K-feldspar, albite, green muscovite, quartz, with accessory spessartine garnet, cassiterite, apatite, tantalum-oxides, and gahnite. The Separation Rapids pluton, likely the parent granite to the Separation Rapids pegmatite field, is comparable in size and constituent granitic units to the fertile, peraluminous Greer Lake pegmatitic granite pluton, situated 55 kilometres west-northwest in Manitoba (Breaks, 1993).

Pegmatite dykes belong to the complex-type, petalite ($\text{LiAlSi}_4\text{O}_{10}$) sub-type, class of rare metal pegmatites, and are divided into two coeval types (Pedersen 1998):

- a) Albitites with accessory K-feldspar, green muscovite, quartz, cassiterite, spessartine garnet, Ta-oxides, and gahnite.
- b) Petalite-bearing pegmatite with subordinate rubidian K-feldspar and albite, and accessory quartz, green muscovite, lepidolite, spessartine, apatite, cassiterite, Ta-oxides, spodumene, and topaz.

The largest of these and the Property is a petalite-bearing pegmatite, named the Big Mack, which is flanked by a swarm of narrower petalite pegmatites and albitites (Figure 4).

A strong tectonic fabric transgressing amphibolite and pegmatite trends west-northwest and dips vertically. This fabric progresses to proto-mylonite in pegmatite along a re-activated regional fault structure. Pegmatite was emplaced along bedding planes and schistosity and rarely exhibits cross cutting relationships. Isoclinal to tight open folds are abundant in amphibolite on a pervasive, small, centimeter to several meters scale. This folding is also imposed on pegmatites, which exhibit compressional high-strain features in the form of boudinage and small-scale ptygmatic folds. Fold hinges and related linear fabrics consistently plunge steeply eastward to sub-vertical (Pedersen 1998).

7.3 Mineralization

Zoned pegmatites are host to many rare elements and metals such as tantalum, niobium, tin, lithium, rubidium and cesium. Tanco's Bernic Lake pegmatite in Manitoba, Bikita in Zimbabwe and the Greenbushes in Australia are some of the better known deposits currently being mined for their lithium and/or tantalum content.

The SLGB is comparable in size and potential to these major producing areas, with Pacific Iron's Big Mack and Avalon's Big Whopper petalite pegmatites being examples of potentially economic deposits.

The exploration work to date has identified a series of petalite and rare earth pegmatites on the Property. The most significant of these on the Property are Glitter, Wolf and Rattler pegmatites.

7.3.1 Glitter Pegmatite

Description of the Glitter Pegmatite is presented below modified from Breaks et al. (1999). "The Glitter Pegmatite is a highly deformed, petalite-bearing pegmatite exposed along its southeastern strike-length for 75 m and achieves a maximum width of 25 m. It exhibits internal zonation as four distinct units:

- discontinuous wall zone of garnet + muscovite + quartz + plagioclase aplite
- main mass of muscovite + quartz + potassium feldspar + petalite pegmatite
- holmquistite + cordierite + muscovite + biotite granitic pegmatite
- replacement stage garnet + muscovite aplite as irregular patches and anastomosing vein network

Considerable deformation is obvious in the form of ubiquitous tectonic flames of biotite- rich, metasomatized mafic metavolcanic rock along the contact which locally are traceable into tight folds contained within the petalite-rich pegmatite zone. A similar structural history to the Big Mack pegmatite was observed. Notable thickening of petalite-bearing pegmatite within an adjacent apophysis was developed during the isoclinal folding stage.

Channel samples were selected at 1 m intervals by Champion Bear Resources across part of the main petalite-bearing unit. The results revealed Li₂O contents between 1.03 and 1.64% accompanied by anomalous trace levels of other rare-metals.

Petalite in the main unit is light brown on the weathered surface and intensely recrystallized, such that original crystal shapes could not be discerned. Locally up to 80% petalite was noted. Oxide minerals occur sparsely disseminated and were identified by electron microprobe analysis as cassiterite, ferrowodginite, ferrotantalite, ferrocolumbite and ferrotapiolite."

No Diamond drilling has been completed on the Glitter Pegmatite.

7.3.2 Rattler Pegmatite

Description of the Rattler Pegmatite is presented below modified from Breaks et al. (1999). "This zone consists of pink weathering, pegmatite segregations, up to 7 by 12 m,

hosted in the most westward-striking apophysis of the Skidder pluton. The segregations, which grade imperceptibly into its medium- to coarse-grained, garnet-biotite granite host, are composed of tourmaline-muscovite potassic pegmatite.

The pegmatite contains 5 to 10% coarse books of silver to light brown muscovite up to 10 cm thick. Local patches and layers of sodic aplite, up to 0.25 by 1 m, and composed of white cleavelandite, green muscovite, quartz, blocky potassium feldspar, sporadic dark brown and black oxide specks, and faint green apatite. Milky and lime-green euhedral beryl, up to 6 by 10 cm, is the most striking rare-metal mineral present and is most conspicuous in muscovite-quartz- rich pods.

Oxide minerals are quite sparse and identified to date only in the aplite and muscovite-quartz pods, respectively as fine-grained black grains and a single, 1 cm diameter dark brown crystal. Champion Bear Resources registered maximum bulk values of 831 ppm Cs, 0.021% Ta₂O₅, 0.015% Nb₂O₅, 124 ppm Sn, 0.41% Rb₂O, and 0.20% Li₂O in the zone.”

No Diamond drilling has been completed on the Rattler Pegmatite.

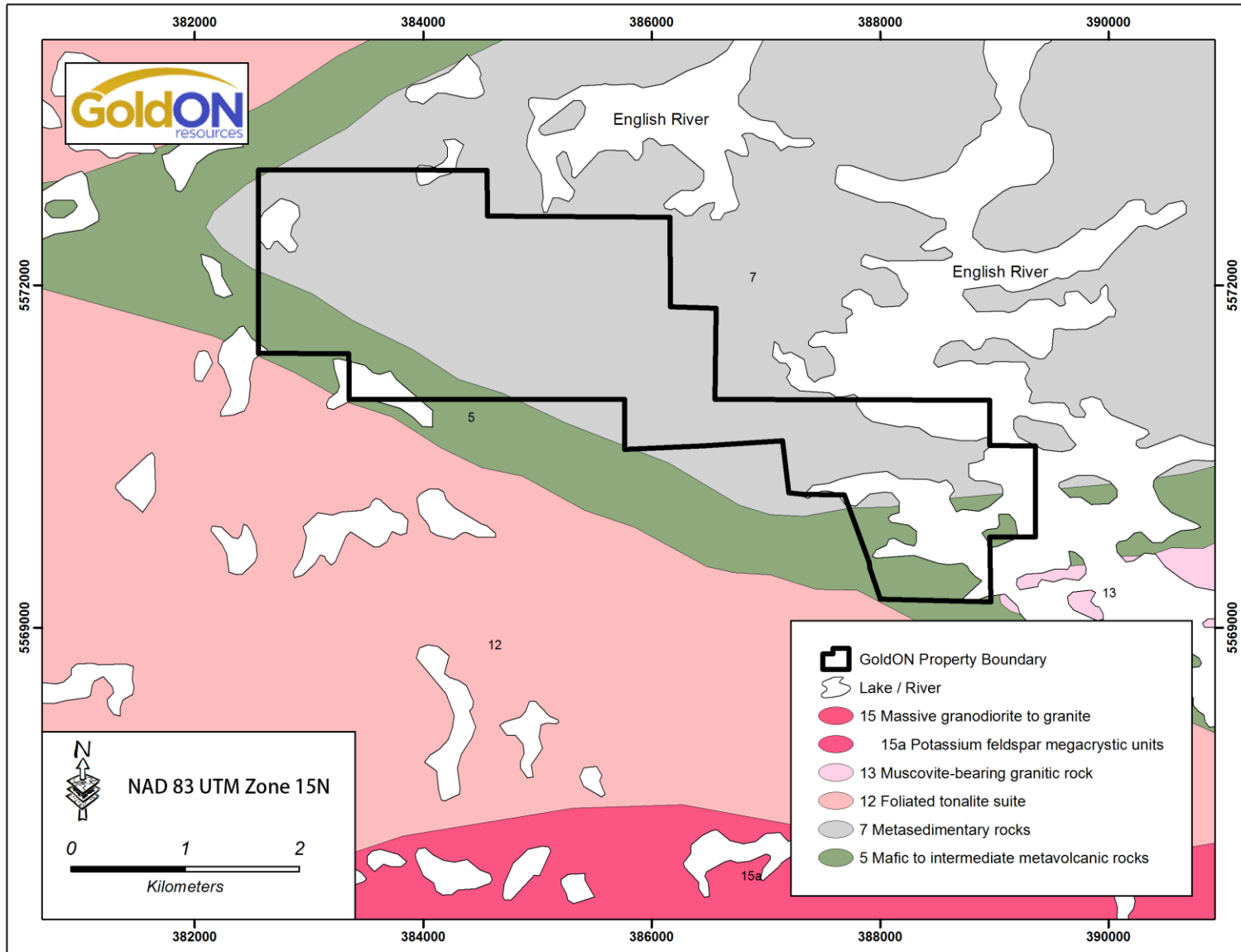
7.3.3 Wolf Pegmatite

Description of the Wolf Pegmatite is presented below modified from Breaks et al. (1999). “This mass of pink-weathering pegmatite occupies a 40 by 100 m area within a west-striking apophysis from the Skidder pluton. The zone consists mostly of tourmaline-garnet-biotite-muscovite potassic pegmatitic leucogranite characterized by graphic intergrowths of quartz-potassium feldspar up to 0.7 by 1 m and abundant coarse books of silver-coloured muscovite up to 5 cm thick. A gradational contact between medium-grained, garnet-biotite-muscovite granite was noted on the north side of the pegmatite mass.

Oxide minerals up to 5 mm diameter, identified by electron microprobe analysis (see Table 25.2) as dark brown cassiterite, manganocolumbite and microlite, are mainly confined to small pods and layers of sodic aplite up to 0.8 by 1 m in size. Green beryl is rare.

Maximum bulk values of 1000 ppm Cs, 0.016% Ta₂O₅, 0.024% Nb₂O₅, 859 ppm Sn, 0.17 % Rb₂O and 0.39% Li₂O, were obtained in the sampling of Champion Bear Resources.” No Diamond drilling has been completed on the Wolf Pegmatite.

Figure 5: Property Geology



8.0 DEPOSIT TYPES

The SLGB represents the easterly extension of the Bird River belt of Manitoba (Cerny et. al. 1981). The Bird River – SLGB system is noteworthy in being the locus for one of the highest concentration of rare-metal pegmatite mineralization in the Superior Province coupled with probably the greatest number of complex-type, petalite-subtype pegmatite occurrences in Canada (Cerny et. al. 1981). The Property pegmatites can be compared to Tanco's Bernic Lake pegmatite in Manitoba and the Bikita pegmatites of Zimbabwe.

The Bird River belt hosts the Tanco's Bernic Lake pegmatite in Manitoba. The zoned petalite-subtype Tanco pegmatite intrudes amphibolite, and is located on the northwestern shore of Bernic Lake, about 180 km east–northeast of Winnipeg, near the Manitoba–Ontario border. It is a member of the Bernic Lake pegmatite group, and is located in the Bird River Greenstone Belt of the Superior Province.

The sub horizontal Tanco pegmatite (1990 X 1060 X 100 m) consists of nine pegmatite zones: border zone, wall zone, aplitic albite zone, lower intermediate zone, upper intermediate zone, central intermediate zone, quartz zone, pollucite zone and lepidolite zone. The border zone is dominantly an assemblage of saccharoidal albite and quartz along the pegmatite–wallrock contact, and is <30 cm thick. The wall zone consists dominantly of giant columnar microcline perthite (≤ 3 m) in a matrix of quartz, medium-grained albite and tabular greenish muscovite (≤ 10 cm). The aplitic albite zone consists mainly of fine-grained undulating layers of saccharoidal albite and quartz with significant Ta–Nb mineralization. The lower intermediate zone consists of two main assemblages: (1) large crystals of microcline perthite and spodumene + quartz pseudomorphs after petalite (≤ 2 m) embedded in medium-grained quartz, albite and micas; (2) quartz pods (0.5–2.0 m) with amblygonite–montebrasite and aggregates of spodumene + quartz. The lower intermediate zone grades gradually into the upper intermediate zone (50), characterized by gigantic crystals (e.g., amblygonite to 2 m, microcline perthite to 10 m, and petalite to 13 m long). The central intermediate zone (60) consists mainly of microcline perthite, quartz (5–40 cm) and fine-grained greenish muscovite with significant amounts of Ta–Nb oxide minerals, beryl and hafnian zircon. The quartz, pollucite and lepidolite zones are monomineralic. The Tanco pegmatite is mined for Ta (wodginite and tantalite), Cs (pollucite), Rb (lepidolite) and ceramic-grade spodumene (Selway et al. 2000).

The pegmatites of the SLGB are similar in composition to the Bikita area of Zimbabwe (Breaks et. al. 1997). Bikita is the world's premier petalite deposit.

Key similarities to Bikita are:

- the dominance of petalite as the principal lithium mineral with spodumene being rare;
- presence of cassiterite, topaz, lepidolite and pollucite and
- lack of tourmaline.

The Al Hayat sector (host of the main petalite production) of Bikita Mine is similar in width to Avalon's Big Whopper pegmatite.

This deposit-type is one of the most difficult to explore for in the Archean. The limited response to geophysics both airborne and ground surveys prevent the detection of the pegmatites especially in area of glacial deposits. The principle method of detection is by studying the geochemistry of the geological environments to determine if fertile granitoid intrusions are present.

9.0 EXPLORATION

GoldON Resources conducted a field program on their Paterson Lake Property from November 4th to November 10th, 2015. Access was cleared along old logging roads to gain access to the Glitter and Wolf Pegmatites with channel sampling being conducted on the Glitter Pegmatite and select grab samples taken from the Wolf Pegmatite. Timing did not allow for sampling of the Rattler Pegmatite.

A total of 22 channel samples were taken at the Glitter Pegmatite for a total sampled length of 23.9 meters. A gap of 1.25 meters containing a raft of country rock was not sampled from 3.0 meters to 4.25 meters making the total width covered by the channel sampling to be 25.15 meters across the Glitter Pegmatite. The channel sampling was conducted in both petalite-bearing pegmatite and muscovite dominant quartz-potassium feldspar pegmatite +/- albite. Assaying began in petalite-bearing pegmatite, with samples 296304 to 296309 being duplicates of 2001 channel samples taken by Champion Bear Resources. As the sampling progressed NE, the pegmatite transitioned to a muscovite dominant quartz-potassium feldspar pegmatite +/- albite. Composite assay results along with highlights are shown below in Table 4.

Table 4: 2015 Glitter Pegmatite Channel Sampling Results.

Showing	Sample Type	From (m)	To (m)	Length (m)	Description	Li ₂ O (%)	Rb ₂ O (%)	Nb ₂ O ₅ (%)	Sn (ppm)	Cs (ppm)	Ta ₂ O ₅ (%)
Glitter	Channel	0.00	3.00	3.00	Petalite Pegmatite	0.370	0.114	0.0054	187	29	0.0027
Glitter	Channel	4.25	18.15	13.90	Petalite Pegmatite	0.600	0.154	0.0036	184	17	0.0033
	<i>which includes</i>	10.25	12.15	1.90		1.020	0.258	0.0029	161	17	0.0029
Glitter	Channel	18.15	25.15	7.0	Qtz-Musc-Kspar Pegmatite +/- Alb	0.042	0.129	0.0031	107	25	0.0030

In addition to the channel sampling performed at the Glitter Pegmatite in the Fall of 2015, the Wolf Pegmatite was briefly visited and a total of 5 grab samples were taken (Table 5).

Table 5: 2015 Wolf Pegmatite Sampling Results.

Showing	Sample Number	Sample Type	Description	Li ₂ O (%)	Rb ₂ O (%)	Nb ₂ O ₅ (%)	Sn (ppm)	Cs (ppm)	Ta ₂ O ₅ (%)
Wolf	296323	Grab	Tour-Gar-Bt-Musc K-Pegmatite with Trace Oxides	0.060	0.0795	0.0163	114	264	0.0096
Wolf	296324	Grab	Tour-Gar-Bt-Musc K-Pegmatite with Trace Oxides	0.024	0.0273	0.0114	20	115	0.0069
Wolf	296325	Grab	Tour-Gar-Bt-Musc K-Pegmatite with Trace Oxides	0.053	0.0645	0.0261	92	245	0.0109
Wolf	296326	Grab	Tour-Gar-Bt-Musc K-Pegmatite with Trace Oxides	0.014	0.0148	0.0010	4	15	0.0004
Wolf	296327	Grab	Tour-Gar-Bt-Musc K-Pegmatite with Trace Oxides	0.033	0.0243	0.0026	13	39.8	0.0010

10.0 DRILLING

GoldON Resources has not completed any drilling on the Property.

11.0 SAMPLE PREPARATION, ANALYSES AND SECURITY

Steven Siemieniuk, one of the Authors, laid out the channel sampling at the Glitter Pegmatite as well as selected the grab samples from the Wolf Pegmatite.

Samples were taken and bagged on site with a numerical assay tag and zip-tied shut under supervision of the Steven Siemieniuk. All samples were dropped off by Steven Siemieniuk to Activation Laboratories Ltd. ("ActLabs) in Thunder Bay. Activation Laboratories holds numerous industry accreditations including ISO 17025.

All analyses were completed using industry standard methods. Analyses completed utilized ActLabs process code Code 8 – Lithium Ore for lithium analysis, and Code 8 – REE Assay for rare earth element analysis.

12.0 DATA VERIFICATION

The Company did not enter into the stream of samples blanks, duplicates or standards in the 2015 program. The authors relied on the internal QA/QC reports from ActLabs to ensure that the results were accurate to within acceptable best practice values.

13.0 MINERAL PROCESSING AND METALLURGICAL TESTING

Not applicable.

14.0 MINERAL RESOURCE ESTIMATES

Not applicable.

15.0 MINERAL RESERVE ESTIMATES

Not applicable.

16.0 MINING METHODS

Not applicable.

17.0 RECOVERY METHODS

Not applicable.

18.0 PROJECT INFRASTRUCTURE

Not applicable.

19.0 MARKET STUDIES AND CONTRACTS

Not applicable.

20.0 ENVIRONMENTAL STUDIES, PERMITTING AND SOCIAL OR COMMUNITY IMPACT

Not applicable.

21.0 CAPITAL AND OPERATING COSTS

Not applicable.

22.0 ECONOMIC ANALYSIS

Not applicable.

23.0 ADJACENT PROPERTIES

The most significant adjacent property is that of Avalon Rare Metals Inc. The Avalon property hosts the Big Whopper Pegmatite (“BWP”) (Figure 2). A summary of the project is presented on the Avalon Rare Metals Inc. website www.avalon.com.

A summary of the description from the website of the BWP is:

“The Separation Rapids property is host to one of the largest rare metal pegmatite deposits in the world. Known as the “Big Whopper” Project (“BWP”), it is only the fourth example in the world of a rare metal pegmatite with the size required to be of major economic importance and only the second to be enriched in the rare lithium mineral called petalite. The deposit is a potential source of lithium minerals for use in the glass and ceramics industry and specialty composite materials and is also a potential source of lithium chemicals for the growing rechargeable battery market. There is also potential for production of tantalum and rubidium minerals and a pure form of sodium feldspar.

Since acquiring the property in October 1996, Avalon has invested approximately \$3.7 million on exploration and development work primarily focused on the lithium minerals potential. This involved geological mapping, trenching, ground magnetic surveys, mineralogical studies and diamond drilling totaling 10,152 m in 69 holes. This work culminated in 1999 with the completion of a comprehensive pre-feasibility study on the viability of producing petalite with by-product feldspars, by independent consultant Micon International Inc. The business model involved production of high purity concentrates of petalite for sale to glass-ceramics manufacturers such as Corning for use in its famous Corningware® cookware. The Company was unsuccessful in advancing the project on this basis following the shutdown of the Corningware manufacturing facility in the U.S. in 2001.

In 2002-2003, Avalon completed a Scoping Study to evaluate an alternative development concept for the project which involved producing a diluted petalite product called “high-lithium feldspar”. The concept was based on application of a simple dry processing technique to remove the iron and tantalum-bearing minerals by magnetic Paterson Lake and aggregating the feldspar and quartz with the petalite into a material to be marketed as a low-cost, lithium-enriched glass sand. Subsequent process test work on a six tonne bulk sample and crucible melt studies demonstrated that an acceptable quality product could be produced which would have the advantage of lowering the melting temperature of the glass batch, thereby reducing the manufacturers’ energy costs and emissions of greenhouse gases. However, development was frustrated by the requirement for large volume test samples and the lack of suitably-equipped custom milling facilities available to produce such a sample.

In 2005, a potential new market for the petalite ore was identified as an ingredient in a new non-combustible composite material with various potential construction applications. The untreated crushed petalite ore could be used directly in the manufacturing process for this material, creating an interesting development opportunity for Avalon. In 2006, a 300 tonne bulk sample of the ore was extracted and crushed for delivery to the customer for its own product development purposes. Deliveries of this material began in early 2007 but have since been discontinued, while the customer, a development stage company, attempted to

raise additional capital. There has been no word as to when shipments might resume to this customer.

With increasing energy prices and concerns about climate change related to greenhouse gas emissions, interest in lithium additions to glass formulations is increasing, creating new opportunities for lithium minerals producers. The Company is continuing to investigate these opportunities through an on-going marketing campaign and periodically produces small test samples for laboratory evaluation by potential customers.

Complex-type pegmatites are found in many areas of the world and are economically important as resources for the rare metals, including lithium, tantalum, cesium and rubidium. Except for the producing Tanco (Manitoba), Bikita (Zimbabwe) and Greenbushes (Western Australia) mines, most complex-type pegmatites are too small to be profitably mined. While comparable in size, the BWP exhibits some significant differences from the norm in its structural setting, preservation of magmatic zonation and overall crystal size. Unlike Tanco and Bikita, which are shallowly dipping, undeformed zoned intrusions, and Greenbushes, which is an approximately 45°-dipping, zoned pegmatite, the BWP is subvertically-dipping, complexly folded, and strongly foliated, with a smaller average grain size.

The 1997-98 drilling program delineated an indicated petalite resource of 8.9 million tonnes and an inferred petalite resource of 2.7 million tonnes grading 1.34% Li₂O, 0.007% Ta₂O₅ and 0.30% Rb₂O. These resources are delineated over a strike length of 600 m, to a maximum vertical depth of 250 m and remain open for expansion both to depth and along strike. The lithium and rubidium grades are consistent with a petalite content averaging 25±5% and an Rb-K-feldspar content averaging 10 to 15%, with the rest of the rock consisting mainly of albite, muscovite, lepidolite, and quartz. Important accessory minerals include spodumene, spessartine, cassiterite, and columbite-tantalite, the principal ore mineral for tantalum.

The mineralized zone is well exposed at surface in a low dome-shaped hill, where it averages 55 m in width over a 400 m strike length. This part of the deposit will be readily amenable to mining by low-cost quarrying methods. A conceptual open pit designed for the pre-feasibility study by Micon International contains a probable reserve of 7.72 million tonnes grading 1.4% Li₂O, (NI 43-101 audited) which is the reserve used for present planning purposes.”

24.0 OTHER RELEVANT DATA AND INFORMATION

There is no other data relevant to the property.

25.0 INTERPRETATION AND CONCLUSIONS

The exploration work to date has identified a series of petalite and rare earth pegmatites on the Property. The most significant of these on the Property are the Glitter, Wolf and Rattler pegmatites.

The Property hosts a number of petalite (Lithium) and rare-metal bearing pegmatites that are part of the SLGB including the Glitter Pegmatite. The pegmatite on the adjacent Avalon Ventures property has been determined to have economic potential by previous work completed. All pegmatites on the Property have had no diamond drilling conducted on them.

Further exploration of the Property should comprise prospecting, stripping of known pegmatites and diamond drilling. Specifically, the work should include diamond drilling of the Glitter pegmatite to depth and along strike to prove orientation, continuity and the potential associations to the other pegmatites in the immediate area. Geochemistry of all the pegmatites should be reviewed to help determine genesis and relationships of the pegmatites across the Property.

26.0 RECOMMENDATIONS

A budget of \$322,425 is recommended to evaluate the potential of the Property (Table 7). The work program is to be comprised of comprise prospecting, additional stripping and sampling and diamond drilling to further define the potential of the lithium and rare-metal pegmatites.

The prospecting should focus on the entire Property. Previously the land base was fragmented and thorough prospecting may not have occurred.

Extensive sampling of the known potentially new pegmatites should be completed. Geochemical analysis of the pegmatites should be undertaken to help determine the genesis and relationships of the pegmatites. Geochemical data can be added to the extensive database the Ontario government has available to help vector into non-outcropping pegmatites.

Stripping and extensive sampling of the known pegmatites should be completed. Geochemical analysis of the pegmatites should be undertaken to help determine the genesis and relationships of the pegmatites. Geochemical data can be added to the extensive database the Ontario government has available to help vector into non-outcropping pegmatites.

A 950-meter diamond drilling program is recommended for the Glitter Pegmatite (Table 6, Figure 6). The diamond drilling and associated sampling will help understand the relationships of the identified pegmatites within the immediate area. The diamond drilling to depth will also assess the structural complexity and potential zonation of the Glitter pegmatite.

Table 6: Proposed diamond drilling of Glitter Pegmatite.

Proposed Hole	Azimuth/Dip	Length (m)	Easting	Northing	Target
Glitter Pegmatite					
GL-1	030° / -45°	100	383551	5571813	Petalite zone on Glitter Pegmatite
GL-2	210° / -45°	100	383586	5571844	Petalite zone on Glitter Pegmatite and scissored hole of GL-1 to determine morphology
GL-3	030° / -45°	150	383544	5571807	Petalite zone on Glitter Pegmatite below GL-1 and GL-2
GL-4	030° / -45°	100	383519	5571845	Glitter Pegmatite along strike (50 meters NW)
GL-5	030° / -45°	200	383502	5571830	Glitter Pegmatite along strike (50 meters NW), below GL-4
GL-6	030° / -45°	100	383597	5571786	Glitter Pegmatite along strike (50 meters SE)
GL-7	030° / -45°	200	383580	5571771	Glitter Pegmatite along strike (50 meters SE), below GL-6
Total		950			

NOTE: All holes are spotted without being in the field and exact locations may change due to topography and drilled morphology of pegmatite unit. UTM Coordinates are in NAD83 Datum, UTM Zone 15.

Figure 6: Proposed Diamond Drilling

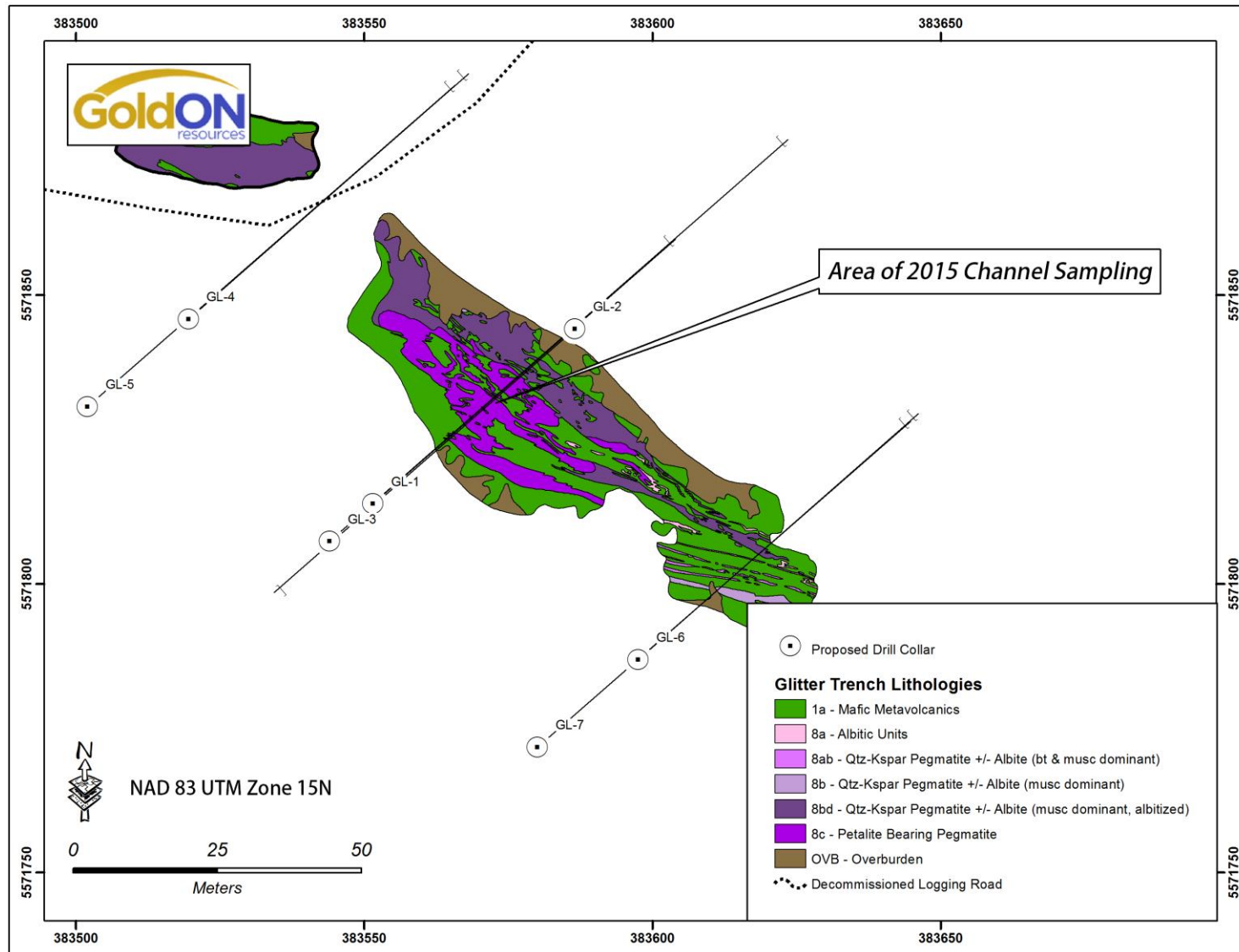


Table 7: Proposed budget for Paterson Lake Property Exploration.

GoldON Resources Ltd					
Proposed Budget: Paterson Lake Property					
PROSPECTING		Rate	Units	Costs	
Prospecting	2 people	800	30 days	\$24,000	
Truck and quad		250	30 days	\$7,500	
Room and Board	Kenora	350	30 days	\$10,800	
Assays	Lithium, REE and 32 element ICP	75	200 samples	\$15,000	
				Total	\$57,300
STRIPPING AND SAMPLING		Rate	Units	Cost	
Backhoe		125	100 hours	\$12,500	
Rock sawing (inclusive manpower, room and board and equipment)	Systematic sampling	1200	20 days	\$24,000	
Geologist (inclusive manpower and room and board	Geological mapping and sample description	1000	20 days	\$20,000	
Assays	Lithium, REE and 32 element ICP	75	250 samples	\$18,750	
				Total	\$75,250
DRILL COSTS		Rate	Meters	Cost	
Meterage	All inclusive of contractor costs	100/Meter	950	\$95,000	
Mob/Demo				\$10,000	
Geologist	(logging, spotting holes and report) muds, polymers, rods, fuel, etc.)	35/meter	950	\$33,250	
Core Cutting	(saw, blades and technician)	12.50/meter	950	\$11,875	
Assays	Lithium, REE and 32 element ICP	75	300 samples	\$22,500	
				Total	\$172,625
				10% Contingency	\$17,250
TOTAL BUDGET					\$322,425

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CERTIFICATE OF QUALIFICATIONS

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CERTIFICATE OF QUALIFIED PERSON

I, J. Garry Clark, P. Geo. (#0245), do hereby certify that:

1. I am a consulting geologist with an office at 1000 Alloy Dr., Thunder Bay, Ontario.
2. I graduated with the degree of Honours Bachelor of Science (Geology) from Lakehead University, Thunder Bay, in 1983.
3. "Technical Report" refers to the report titled "N.I. 43-101 Technical Report on the Paterson Lake Project.", dated March 29, 2016
4. I am a registered Professional Geoscientist with the Association of Professional Geoscientists of Ontario (#0254) and a member Ontario Prospectors Association.
5. I have worked as a Geologist for 30 years since my graduation from university.
6. I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI 43-101") and certify that by reason of my education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, I fulfill the requirements as a Qualified Person for the purposes of NI 43-101 and am independent of the vendor of the property.
7. I am jointly responsible for the preparation of the entire Technical Report.
8. I am independent of the party or parties (the "issuer") involved in the transaction for which the Technical Report is required, other than providing consulting services, and in the application of all of the tests in section 1.5 of NI 43-101.
9. I have had no prior involvement with the mineral Property that forms the subject of this Technical Report.
10. I have read NI-43-101 and Form 43-101F1, and the Technical Report has been prepared in compliance with that Instrument and Form.

11. As of the date of this certificate, and to the best of my knowledge, information and belief, the Technical Report contains all scientific and technical information that is required to be disclosed to make the Technical Report not misleading.

Dated this March 29, 2016.

SIGNED

A handwritten signature in black ink, appearing to read 'J. Garry Clark', written in a cursive style.

J. Garry Clark, P.Geo.

CERTIFICATE OF QUALIFICATIONS

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CERTIFICATE OF QUALIFIED PERSON

I, Steven E. D. Siemieniuk , P. Geo. (#2288), do hereby certify that:

1. I am a consulting geologist working for Clark Expl. Consulting Inc. with an office at 1000 Alloy Dr., Thunder Bay, Ontario.
2. I graduated with the degree of Honours Bachelor of Science (Geology) from Lakehead University, Thunder Bay, in 2009.
3. "Technical Report" refers to the report titled "N.I. 43-101 Technical Report on the Paterson Lake Project.", dated March 29, 2016.
4. I am a registered Professional Geoscientist with the Association of Professional Geoscientists of Ontario (#2288) and a member Ontario Prospectors Association.
5. I have worked as a Geologist for 7 years since my graduation from university.
6. I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI 43-101") and certify that by reason of my education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, I fulfill the requirements as a Qualified Person for the purposes of NI 43-101 and am independent of the vendor of the property.
7. I am jointly responsible for the preparation of the entire Technical Report.
8. I am independent of the party or parties (the "issuer") involved in the transaction for which the Technical Report is required, other than providing consulting services, and in the application of all requirements in Section 1.5 of N.I. 43-101.
9. I have had no prior involvement with the mineral Property that forms the subject of this Technical Report.
10. I have read N.I. 43-101 and Form 43-101F1, and the Technical Report has been prepared in compliance with that Instrument and Form.

11. As of the date of this certificate, and to the best of my knowledge, information and belief, the Technical Report contains all scientific and technical information that is required to be disclosed to make the Technical Report not misleading.

Dated this March 29, 2016.

SIGNED

A handwritten signature in black ink, appearing to read 'S. Siemieniuk', written over a horizontal line.

Steven Siemieniuk, P.Geol.