

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

Item 1 Name of the Parties to the Transaction

Nobel29 Resources Corp. (formerly Novo19 Capital Corp.) ("**Nobel29**"), 2791419 Ontario Inc. ("**Nobel29 Subco**") and Nobel Resources Corp. ("**Nobel**").

Nobel29 completed a reverse takeover transaction (the "**Transaction**") with Nobel (as further described below).

Item 2 Description of the Transaction

Nobel29 Subco was incorporated as a wholly-owned subsidiary of Nobel29 for the purposes of the amalgamation. Pursuant to an amalgamation agreement dated January 12, 2021 (the "**Amalgamation Agreement**") between Nobel29, Nobel29 Subco and Nobel, the companies agreed to enter into a three-cornered amalgamation (the "**Amalgamation**"). Pursuant to the Amalgamation Agreement: (i) Nobel29 acquired all of the issued and outstanding shares of Nobel; (ii) Nobel29 Subco and Nobel were amalgamated; and (iii) shareholders of Nobel became shareholders of Nobel29.

Prior to the completion of the Transaction, Nobel completed a private placement (the "**Offering**") of subscription receipts ("**Subscription Receipts**") by issuing 22,020,000 Subscription Receipts at a price of \$0.40 each, for gross proceeds to Nobel of approximately \$8.8 million pursuant to an agency agreement dated January 14, 2021 among Clarus Securities Inc., who acted as lead agent, Mackie Research Capital Corporation and Industrial Alliance Securities Inc. (collectively, the "**Agents**"), Nobel and Nobel29. The gross proceeds from the sale of the Subscription Receipts, less the Agents' commission and expenses and an initial advance to Nobel of \$750,000 paid at the closing of the Offering, were held in escrow by Computershare Trust Company of Canada ("**Computershare**") in accordance with a subscription receipt agreement dated January 14, 2021 among Nobel, Computershare and Clarus Securities Inc. and were released to Nobel immediately prior to the Amalgamation upon satisfaction of certain escrow release conditions (the "**Escrow Release Conditions**"), including completion of all conditions precedent to the Amalgamation. Upon satisfaction of the Escrow Release Conditions, each Subscription Receipt was automatically exchanged, without any further action by its holder, and for no additional consideration, for one common share of Nobel (a "**Nobel Share**"). Upon completion of the Amalgamation, each underlying Nobel Share issued pursuant to the exchange of the Subscription Receipts was exchanged for common shares of Nobel29 ("**Nobel29 Shares**") on a one-for-one basis.

Upon completion of the Transaction, (a) former Nobel common shareholders (including subscribers of Subscription Receipts) hold approximately 97% of the outstanding Nobel29 Shares and former Novo19 Capital Corp. common shareholders hold 2,025,705 Nobel29 Shares, representing approximately 3% of the outstanding Nobel29 Shares, each on an undiluted basis, (b) Nobel29 completed a name change from "Novo19 Capital Corp." to "Nobel29 Resources Corp.", (c) all members of the Nobel29 board are designees of Nobel and (d) Nobel29 will continue the business which was previously conducted by Nobel.

Item 3 Effective Date of Transaction

April 14, 2021

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

No entity ceased to be an issuer.

Continuing entities:

Nobel29 Resources Corp. (formerly Novo19 Capital Corp.)

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

December 31, 2021.

Nobel29 has adopted the year-end of Novo19, (being the reverse takeover acquirer in accordance with section 4.10(1)(b) of National Instrument 51-102 – Continuous Disclosure Obligations.

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

Nobel29 is required to file interim financial statements of Nobel for the three months ended March 31, 2021 (prior to the completion of the Transaction) before May 30, 2021.

Nobel29 is required to file interim financial statements of Novo19 for the six months ended March 31, 2021 (prior to the completion of the Transaction) before May 30, 2021.

Nobel29 is required to file the following interim and annual financial statements of Nobel29 for periods after the Transaction:

Period	Comparative Period	Filing Deadline
Six month period ended June 30, 2021 (Interim Financial Statements)	NA (Nobel was incorporated in august 2020)	August 29, 2021
Nine month period ended September 30, 2021 (Interim Financial Statements)	Period from inception of Nobel to September 30, 2020	November 29, 2021
Year ended December 31, 2021 (Audited Annual Financial Statements)	Period from inception of Nobel to December 31, 2020	April 30, 2022
Three month period ended March 31, 2022 (Interim Financial Statements)	Three month period ended March 31, 2021 (Nobel)	May 30, 2022
Six month period ended June 30, 2022 (Interim Financial Statements)	Six month period ended June 30, 2022	August 29, 2022
Nine month period ended September 30, 2022 (Interim Financial Statements)	Nine month period ended September 30, 2022	November 29, 2022
Year ended December 31, 2022 (Audited Annual Financial Statements)	Year ended December 31, 2021	April 30, 2022

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

The terms of the Transaction, the Amalgamation are disclosed in:

- (a) Nobel 29's news release on September 22, 2020 announcing the entering into of the letter of intent in respect of the Transaction;
- (b) Nobel29's news release on January 13, 2021 announcing the entering into of the Amalgamation Agreement;
- (c) the Amalgamation Agreement dated January 12, 2021 and filed on January 14, 2021;
- (d) the agency agreement dated January 14, 2021 and filed on January 15, 2021;
- (e) Nobel29's listing application dated April 14, 2021 and filed on April 14, 2021; and
- (f) Nobel29's news release of April 14, 2021 announcing the closing of the Transaction,

copies of which have been filed on SEDAR and are available under Nobel29's profile at www.sedar.com.

Item 8 Date of Report

June 7, 2021