FORM 58-101F2
CORPORATE GOVERNANCE DISCLOSURE
(Venture Issuers)

1. BOARD OF DIRECTORS

The Board currently is composed of three Directors: Thomas Braun; Jake Thiessen; and Emmeline Braun. Two of the Directors, Thomas Braun, CEO, and Emmeline Braun, CFO, are "inside" or management directors and accordingly such persons are not considered to be "independent" within the meaning of MI 52-110. One director, Jake Thiessen, is considered by the Board to be "independent" within the meaning of MI 52-110. The Board does not currently have a Chair and does not consider that, at this stage of the Company's development, it is necessary to have one.

2. DIRECTORSHIPS

None of the directors of the Company are directors of other reporting issuers.

3. ORIENTATION AND CONTINUING EDUCATION

The Board does not have any formal policies with respect to the orientation of new directors nor does it take any measures to provide continuing education for the directors. At this stage of the Company's development the Board does not feel it necessary to have such policies or programs in place.

4. ETHICAL BUSINESS CONDUCT

The Board adopted a formal written Code of Business Conduct and Ethics on February 16, 2010.

5. NOMINATION OF DIRECTORS

The Board does not have a formal process in place with respect to the appointment of new directors. The Board expects that when the time comes to appoint new directors to the Board that the nominees would be recruited by the current Board members, and the recruitment process would involve both formal and informal discussions among Board members and the CEO.

6. COMPENSATION

Compensation of Directors

The quantity and quality of the Board compensation is reviewed on an annual basis by the Company's Board. The Company has been inactive since 2018 and has not paid any compensation to its Board members from 2017 up to December 31, 2021. The Board will review the Compensation issue from time to time. The compensation paid or the number of options to be granted is determined by the Board as a whole, which allows the independent directors to have input into compensation decisions.

Compensation Committee

As of the year ending December 31, 2021, the Compensation Committee of the Company was composed of Thomas Braun and Jake Thiessen, one of whom are independent directors of the

Company. The Compensation Committee provides, on behalf of the Board, detailed review, oversight and approval of the Company's policies, practices and procedures relating to human resources to ensure ongoing, long-term development and deployment of high caliber senior management resources.

The Compensation Committee:

• reviews the performance of the CEO and succession planning for the CEO;

• reviews the Company's compensation program to ensure the relationship between senior management performance and compensation is appropriate and set with reference to competitive benchmarks and broader market data;

• reviews human resource matters with emphasis on overall strategy and programs relating to the recruitment, development and retention of personnel; and

• reviews overall compensation programs Compensation Discussion and Analysis. The Company's compensation objective is set to attract and retain the best available talent while efficiently utilizing available resources. The Committee has the authority to provide executive management with a compensation package designed to be competitive with comparable employers and to align management's compensation with the long-term interests of the Company's shareholders. In considering executive management's compensation, the Committee also takes into consideration the financial condition of the Company.

7. OTHER BOARD COMMITTEES

At the present time, the only other standing committee in addition to the Compensation Committee is the Audit Committee. As the Company grows, and its operations and management structure became more complex, the Board expects it will constitute formal standing committees, such as a Corporate Governance Committee, and will ensure that such committees are governed by written charters and are composed of at least a majority of independent directors.

8. ASSESSMENTS

The Board monitors, but does not formally assess, the performance of individual Board members and their contributions. The Board does not, at present, have a formal process in place for assessing the effectiveness of the Board as a whole, its committees or individual directors, but will consider implementing one in the future should circumstances warrant. Based on the Company's size, its stage of development and the limited number of individuals on the Board, the Board considers a formal assessment process to be inappropriate at this time.