

**EARLY WARNING REPORT PURSUANT TO  
NATIONAL INSTRUMENT 62-103  
AND UNDER THE EARLY WARNING REQUIREMENTS OF THE APPLICABLE  
SECURITIES LEGISLATION OF CANADA**

**1. Name and Address of Offeror:**

David Patterson (the “Offeror”)  
Suite 1200, 888 Dunsmuir Street  
Vancouver, BC V6C 3K4

**2. Designation and number or principal amount of securities and the Offeror’s security holdings percentage in the class of securities of which the Offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances:**

The Offeror has acquired ownership of 11,800,000 common shares (the “Shares”) of Auracle Resources Ltd. (the “Company”), representing 29.53% of the Company’s current issued and outstanding common shares.

**3. Designation and number or principal amount of securities and the Offeror’s security holding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file the new release:**

The Offeror beneficially owns a total of 11,800,000 Shares of the Company, representing approximately 29.53% of the Company’s current issued and outstanding share capital (39,958,006 common shares).

**4. Designation and number or principal amount of securities and percentage of outstanding securities of the class of securities referred to in paragraph #2 over which:**

**(i) The Offeror, either alone or together with any joint actors, has ownership and control:**

The Offeror is not acting jointly with any other parties. The Offeror owns a total of 11,800,000 Shares of the Company.

**(ii) The offeror, either alone or together with any joint actors, has ownership but control is held by other person or companies other than the offeror or any joint actor:**

Not applicable.

**(iii) The offeror, either alone or together with any joint actors, has exclusive or shares control but does not have ownership:**

Not applicable.

**5. Market where that transaction or occurrence took place:**

The shares acquired by the Offeror which gave rise to the obligation to file this report were not acquired by the Offeror on any market.

**6. The value, in Canadian dollars, of any consideration offered per security if the Offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a news release:**

The Shares were acquired by the Offeror for the aggregate purchase price of \$41,300.

**7. Purpose of the Offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:**

The Offeror acquired the Shares and Warrants for investment purposes only. The Offeror may acquire additional securities of the Company, or may sell some or all of the Shares and Warrants now held by it from time to time in the future.

**8. General nature and the material terms of any agreement, other than lending arrangement, with respect to securities of the reporting issuer entered into by the Offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:**

See disclosure above.

**9. Names of any joint actors in connection with the disclosure in this report of acquisition:**

Not applicable.

**10. In the case of the transaction or 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, the nature and value of the consideration paid by the Offeror:**

See disclosure above.

**11. If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 of National Instrument 62-103 in respect of the reporting issuer's securities:**

Not applicable.

**12. Description of the exemption from securities legislation being relied on by the Offeror and the facts supporting that reliance:**

Not applicable.

DATED the \_\_\_\_ day of May, 2015.

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DAVID PATTERSON