



Initiating Coverage

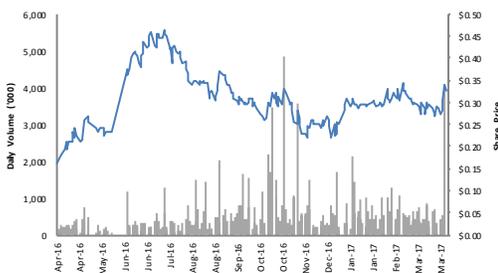
April 5, 2017

Rating: BUY
Price Target: \$0.75
Last Price: \$0.34
Ticker: RPM-V

Market Data

Target return (incl. dist.):	123.9%
Distribution/yield:	\$0 / 0%
Units outstanding (M, FD):	387.3
Market capitalization (\$M):	130
Net Asset Value (NAV) (\$):	0.76
52-week range (\$):	0.15 - 0.47
Last fiscal year ended:	Dec. 31, 2016
Average weekly volume:	2,690,309
Currency (unless otherwise indicated):	CAD

Forecasts	F17E	F18E	F19E
EPS (\$)	(0.01)	0.04	0.04
Previous	n.a	n.a	n.a
CFPS (\$)	(0.01)	0.05	0.06
Previous	n.a	n.a	n.a



Company Profile

Rye Patch Gold Corp. is a junior gold and silver mining and development company in central Nevada, US. Rye Patch's Florida Canyon mine is expected to start commercial production soon, with cash flow from the project funding development of the Lincoln Hill and Wilco projects.

George Topping | george.topping@iagto.ca | 1.647.943.7617

Associate: Alex Macisaac | alex.macisaac@iagto.ca | 1.647.943.7620

Rye Patch Gold – Nevada Producer with Big Growth Plans

Event

We are initiating coverage on Rye Patch Gold Corp. with a Buy recommendation and a target price of \$0.75.

Highlights

- **Near-term Production:** The Florida Canyon South Heap Leach Pad (SHLP) is currently being sprayed and first gold production is expected in April 2017. With US\$22M in cash and US\$27M in loans termed out, the Company will be self-financed to commercial production.
- **Bootstrapping to Larger Scale:** Management's plan entails bootstrapping production up from Florida Canyon's 75Koz p.a. base with additional low capex heap leach projects at Lincoln (30Koz AuEq p.a.) and Wilco (60Koz AuEq p.a.). As the Florida Canyon processing plant capacity is 200Koz p.a., the other heap leach projects would send their loaded carbon there for rinsing and electro winning.
- **Safe Nevada Locale:** Based near Reno, Nevada, the project would make a good "tuck in acquisition" for Newmont (NEM-N, Not Rated), Kinross (K-T, Not Rated), and Barrick (ABX-T, Not Rated), among others. Alternatively, Nevada is host to multiple deposits that would allow Rye Patch to materially grow beyond the currently identified projects.
- **Senior Company Management:** Ex-Placer Dome executives with many years of experience provide the technical and managerial expertise required to build a producing asset.

Valuation

We modelled US\$70M of capex to build out the three known deposits to conservatively produce ~140Koz AuEq p.a., at an all in sustaining cash cost (AISC) of US\$994/oz. Management's goal is to attain 200Koz p.a. AuEq. We use a long-term gold price of US\$1,600/oz, and have accordingly adjusted operating and sustaining costs higher. We use a 7% discount for the already producing Florida Canyon Mine, and a 10% discount for the near-term Lincoln Hill Mine (start production in 2019) and the early stage Wilco Mine (start production in 2022). This gives us our NPV valuation of \$0.75/sh.

Bottom Line

With cash flow from the commencement of operations, we expect management to bootstrap the multiple satellite projects into a low cost, sizeable 140Koz AuEq p.a. producer in the safe, mining friendly Nevada jurisdiction. The area is prospective for additional deposits that should allow further expansion. With cash flow, management will start exploring around its existing deposits, as well as regionally. We initiate with a Buy recommendation and a target price of \$0.75/sh.

Introduction

Rye Patch Gold is a junior gold and silver mining and development company in central Nevada, US. Rye Patch's Florida Canyon Mine has been in uninterrupted production since 1986, from primary operations until 2014, and currently from residual leaching from existing leach pads. Florida Canyon was acquired by Rye Patch in July 2016 for ~US\$15M in cash and 20M common shares. Commercial production from the SHLP facilities on site is expected in mid-2017, once the mine is redeveloped. Cash flow from the Florida Canyon operation will be used to develop the Lincoln Hill and Wilco heap leach mines, which will feed additional gold-rich pregnant carbon to the 200Koz p.a. Florida Canyon processing plant.

Management

Bill Howald (President, CEO & Director): Co-Founder of Rye Patch, with over 25 years of experience in the mining industry, including stints in Nevada, Mexico, Central America, and South America. Former General Manager of Exploration at Placer Dome, where he assisted in discovering 80Moz of gold resources that are now in production.

Tony Wood (CFO): Chartered Accountant with over 15 years of experience in various finance and operations roles in the mining industry, including experience in Brazil and Peru. Former CFO and corporate secretary of Prodigy Gold Corp. (later sold to Argonaut Gold [AR-T, Not Rated]).

John Porterfield (Manager of US Operations): Over 30 years' experience in the mining industry at Placer Dome and Barrick Gold in various exploration, technical services, operations, and management roles. Experienced in several regions, including Nevada, Alaska, Mexico, Peru, Chile, and Papua New Guinea.

Ronaldo Marcio Pinto da Silva (Senior Exploration Geologist): Geologist with over 26 years' experience in Nevada, Brazil, Venezuela, Argentina, Bolivia, Peru, and Mexico. Played an integral role in the discovery of several deposits and the modelling of resources, including the 14.8Moz Getchell Deposit for Placer Dome.

Jonathan Challis (Chairman, Director): Mining engineer with over 30 years' experience in roles including President and Director of Shore Gold Inc., President, COO, and Director of Cornerstone Capital Resources Inc. (CGP-V, Not Rated), and President and Director of Solex Resources Corp.

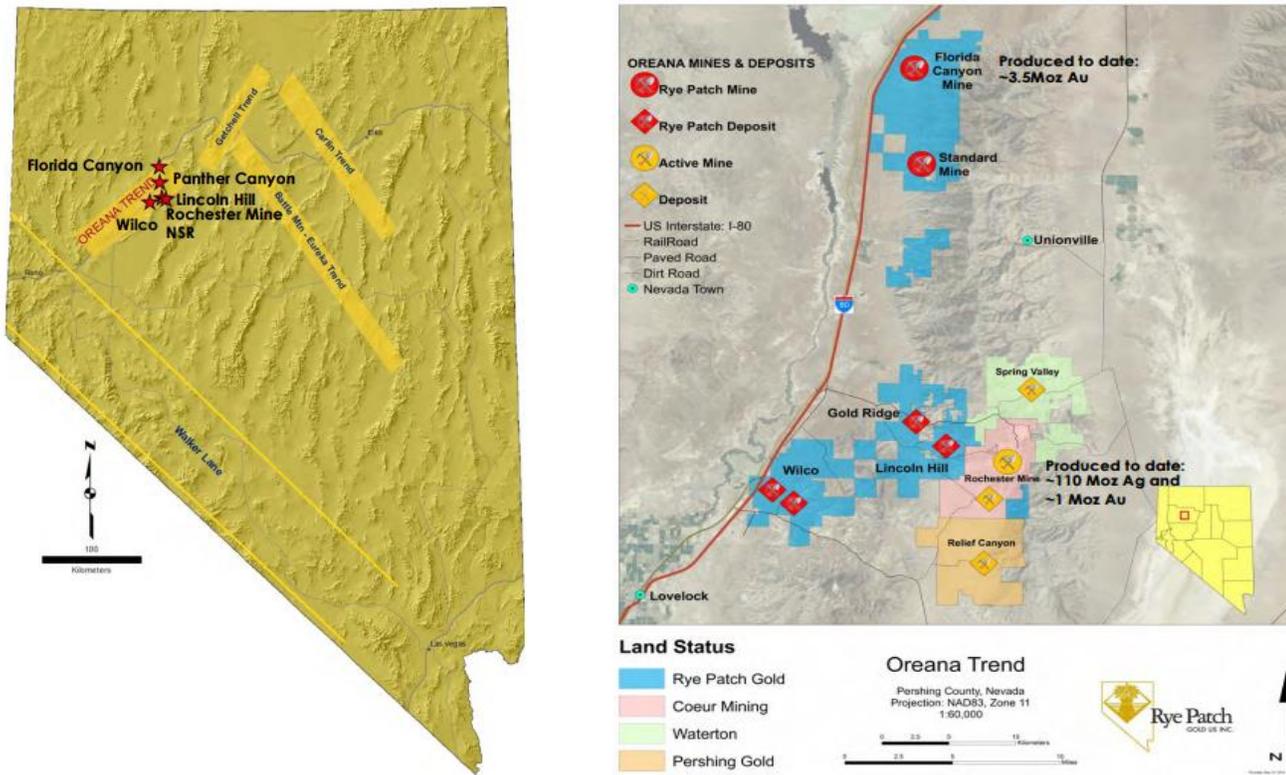
Charles Russell (Director): Over 50 years' experience in roles including VP Mining & Technology at Ivanhoe Capital Corp., GM at Ashanti Gold Fields, GM at National Iron Ore Co., and Director at Golden Reign Resources Ltd. (GRR-V, Not Rated).

Tim Baker (Director): Over 35 years' experience in roles including Chairman at Golden Star Resources Ltd. (GSC-T, Not Rated), Director at Antofagasta PLC (ANTO-L, Not Rated), Director at Sherritt International Corp. (S-T, Not Rated), Executive VP and COO at Kinross Gold Corp., and Executive GM at Placer Dome.

Location

Rye Patch is based in western central Nevada on the Oreana Trend, ~210km northeast of Reno (see Exhibit 1). The Florida Canyon Mine is bordered to the north by Interstate 80, ~30km north of the Wilco and Lincoln Hill properties. Nevada is an established mining friendly state, and several members of Rye Patch's management team and board have experience in the area. The Florida Canyon gold mine, heap leach facilities, and expansion plans are all fully permitted.

Exhibit 1: Project Locations



Source: Rye Patch Gold Corp.

Ore Resources

The current resource, defined by a 2016 PEA for Florida Canyon, a 2014 PEA for Lincoln Hill, and a 2012 Technical Report for Wilco, is replicated in Exhibit 2.

Exhibit 2: Rye Patch Resources

Property	Category	Tonnes (Mt)	Gold Grade (g/t)	Silver Grade (g/t)	Gold Ounces (Koz)	Silver Ounces (Koz)
Florida Canyon	Measured	79.6	0.45	-	1,035	-
	Indicated	4.6	0.69	-	91	-
	Measured & Indicated	84.2	0.46	-	1,126	-
	Inferred	7.5	1.71	-	396	-
Wilco	Measured	25.1	0.41	3.81	328	3,076
	Indicated	89.0	0.33	3.11	950	8,911
	Measured & Indicated	114.1	0.35	3.26	1,278	11,987
	Inferred	52.6	0.32	3.61	541	6,100
Lincoln Hill	Measured	4.2	0.43	11.76	58	1,592
	Indicated	25.1	0.38	10.73	306	8,655
	Measured & Indicated	29.3	0.39	10.88	364	10,247
	Inferred	20.8	0.38	12.19	255	8,163
Total M&I		227.6	0.38	5.31	2,768	22,234
Total Inferred		80.9	0.46	6.65	1,192	14,263

Source: Rye Patch Gold Corp., iA Securities

Florida Canyon Mine

The Florida Canyon project has been redeveloped for commercial production, at a cost of US\$29M, which began spraying in late March 2017. The property includes a 1.1Moz Au M&I oxide resource that is expected to be expanded through additional exploration of the area. All infrastructure needed for the mine is on site, including power, water, transportation, and man power. The 2016 PEA forecasts an 8+ year mine life with LOM production reaching 613Koz from an open pit operation. Ore will be trucked from the pit to a crusher, and reduced to 1.5" fragments. The crushed ore will be placed on a 100-acre leach pad and sprayed with cyanide, producing a gold and silver doré. The mine is subject to an effective 5.75% NSR through various third-party agreements.

A PEA completed in 2016 predicted an NPV_{5%} of US\$56M and an IRR of 34%, with upfront capex of US\$29M and AISC of US\$887/oz. Given our gold price forecast of US\$1,600/oz, the 1.1Moz M+I resource and 0.4Moz in Inferred, and the potential for additional resource expansion, we have modelled a 20-year mine life with total production increased to ~1.4Moz (see Exhibit 3). We have increased the strip ratio to reflect the increased resources.

Exhibit 3: Florida Canyon Parameters

	Florida Canyon PEA	iA Assumptions
Mine Type	Heap Leach	Heap Leach
Mine Life (Years)	8.5	21
M&I Resource (Koz)	1,127	1,127
Ore Grade (g/t)	0.45	0.45
Strip Ratio (Waste:Ore)	1.47:1	2.1:1
Au Recovery Rate (%)	71	70
LOM Gold Production (Koz)	613	1,359
Annual Production (Koz)	77	65
Cash Costs (US\$/oz)	759	1,008
AISC (US\$/oz)	887	1,049
Initial Capex (M US\$)	28.9	28.9
Payback (After Tax) (Years)	3	3
NPV(5%) (After Tax) (M US\$)	56.4	260.7
IRR (%)	34	48
Assumed Long Term Gold Price (US\$/oz)	1,150	1,600

Source: iA Securities, Rye Patch Gold Corp.

Lincoln Hill and Wilco Mines

Also in Rye Patch's portfolio of projects are the Lincoln Hill and Wilco properties, approximately 30km south of Florida Canyon. Lincoln Hill was acquired from Mountain Gold Exploration and Lane Griffin via a renewable 20-year lease in 2007, and has been extensively drilled since then. The property includes a gold and silver bulk-tonnage deposit, with 364Koz of gold and 10.2Moz of silver in measured and indicated resources. The resource is very similar to the neighbouring Rochester Mine (Coeur Mining [CDE-N, Not Rated]), which has produced 110Moz of silver and 1Moz of gold to date via heap leach. A rudimentary 2014 PEA valued Lincoln Hill at an NPV_{5%} of US\$64.2M with an IRR of 76.5% (see Exhibit 4) as a stand-alone producer. The Company is planning an evaluation of Lincoln as a standard heap leach operation but with the gold-rich pregnant carbon trucked to the 200Koz p.a. Florida Canyon processing plant. We expect that this would save US\$5M from the capital cost.

The Wilco deposit lies 10km southwest of Lincoln Hill, bordered to the west by Interstate 80. It is geologically similar to Florida Canyon, with a near surface bulk-tonnage measured and indicated resource of 1.3Moz of gold and 12.0Moz of silver. The property is currently being permitted explored, and a 2018 exploration program is being planned, to further increase the Company's resources and prepare for future production (see Exhibit 5).

Exhibit 4: Lincoln Hill Parameters

	Lincoln Hill PEA	iA Assumptions
Mine Type	Heap Leach	Heap Leach
Mine Life (Years)	5	9
M&I Resource (Koz AuEq)	569	569
Grade (g/t AuEq)	0.61	0.61
Strip Ratio (Waste:Ore)	0.54:1	0.82:1
Au Recovery Rate (%)	64	64
Ag Recovery Rate (%)	59	60
LOM Production (Koz AuEq)	140	210
Annual Production (Koz AuEq)	28	23
Cash Costs (US\$/oz AuEq)	575	651
Total Cash Costs (US\$/oz AuEq)	759	687
Initial Capex (M US\$)	26.2	22.0
Payback (After Tax) (Years)	1.6	1.6
NPV (5%) (M US\$)	40.9	80.4
IRR (%)	53	72
Assumed Gold Price (US\$/oz)	1,350	1,600
Assumed Silver Price (US\$/oz)	22.00	23.50

Source: iA Securities, Rye Patch Gold Corp.

Exhibit 5: Wilco Parameters

	iA Assumptions
Mine Type	Heap Leach
Mine Life (Years)	16
Grade (g/t AuEq)	0.40
Strip Ratio (Waste:Ore)	3.45:1
Au Recovery Rate (%)	70
LOM Production (Koz AuEq)	743
Annual Production (Koz AuEq)	46
Cash Costs (US\$/oz AuEq)	1,208
Total Cash Costs (US\$/oz AuEq)	1,267
Initial Capex (M US\$)	20
Payback (After Tax) (Years)	4
NPV (10%) (M US\$)	40.0
IRR (%)	29
Assumed Gold Price (US\$/oz)	1,600
Assumed Silver Price (US\$/oz)	23.50

Source: iA Securities

Project Timeline

The majority of the tasks needed to restart the Florida Canyon Mine have been completed. The fleet has been refurbished, the first cell of the SHLP pad has been built, the 20K tpd crusher has been moved and upgraded, the pads have been loaded and stacked (see Exhibit 6), and mining and leaching has commenced, with the first blast in November 2016. The redevelopment project is funded by a 3.4% NSR from the nearby Rochester silver and gold mine (US\$5.0M annually), residual leaching (US\$1.0M monthly), and a US\$27.0M credit facility with Macquarie Bank which bears interest at LIBOR plus 8% per annum and includes a hedging facility of 150Koz over five years at US\$1,276/oz. The Company has already delivered 3,400oz to the hedge. The credit facility includes a prepayment option, and is expected to be paid off by the end of 2020.

The SHLP is currently being sprayed with cyanide, additional manpower is being added, and the project is on track to meet the predicted commercial production in Q2/17. The Florida Canyon Mine is expected to start production at a rate of 65-75Koz

annually, with 10-15Koz produced in Q2. Management envisages ramping up to 100Koz in 2018 as the resource is expanded and two additional 100-acre leach pad cells are constructed for a total of 110Mt. Some of the cash flow from the Florida Canyon Mine will then be used to develop the nearby Lincoln Hill Mine, which is expected to begin production in 2019 at a rate of ~30Koz AuEq p.a. Finally, Wilco will be developed and will contribute an additional ~60Koz AuEq p.a., bringing total production to management's expectations of ~190Koz AuEq p.a. We have adopted a conservative production profile as per Exhibits 3, 4, and 5, with production reaching a steady state of 140Koz p.a. by 2023 with all three mines in operation.

Exhibit 6: Leach Pad Loading



Source: Rye Patch Gold Corp.

Geology & Exploration

Rye Patch is currently focused on the Oreana trend, which hosts all of its properties. The trend has been relatively underexplored, as previous generations of exploration were focused on testing eastern Nevada for Carlin-type deposits. The Florida Canyon and Standard Mine deposits are located in the Humboldt Range, which is a major north-trending anticlinal structure.

The mineralised zones are controlled by structure along strike and with a 20 to 30-degree dip to the west. Higher-grade mineralisation tends to follow high angle faults with a north-south orientation as epithermal (low temperature and pressure water) and hydrothermal (high temperature and pressure water) fluids passed through favourable host rocks such as silty argelite (compressed clay) and limestones (organic calcium), which trapped the gold and silver in quartz vein swarms and stockworks.

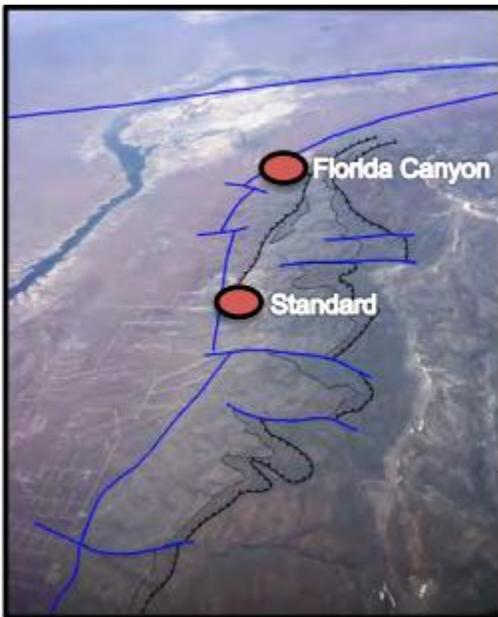
The Florida Canyon property was well drilled with 4,326 RC drill holes, totalling 590,000m. Drilling since 2009 includes 222 holes, which was used to create the updated resource model. Near-term exploration targets include drilling along strike within the pit limits to explore additional oxide deposits. The 2017 amended technical report recommends 55,000m of drilling for this purpose.

Exploration to date has mainly focused on these oxide resources, so much of the exploration upside potential at this property lies in the sulphide targets (see Exhibit 8). As the oxide ore is depleted over the life of the mine, the deeper, higher grade refractory gold/pyrite sulphide material should be available to extend the mine life with additional processing. Drilling of these deeper sulphide targets has intersected mineralization grading as high as 100g/t au along structural zones. Vertical drilling over 250 holes has shown that the sulphide can be up to 200m thick. The target is a shallow dipping structure, and is being explored by 262 drill holes. In the most recent technical report, it is estimated that the sulphide deposit could be approximately 10-15Mt in size at grades of 0.9-2.2g/t immediately beneath the oxide gold cap. Detailed metallurgical testing completed by Pegasus Gold in 1996 showed that the sulphides were amenable to floatation and producing a pyrite concentrate with 94% of the gold reporting to pyrite in a simple rougher concentrate.

Rye Patch and its predecessors have drilled 123 holes over 12,600m to date at Lincoln Hill, identifying a high-grade stockwork vein system using both RC and core sampling. Exploration of the Lincoln Hill target zones contains substantial high-grade gold and silver along structures trending northeast within the broader quartz stockwork. The project is currently being permitted for additional infill drilling and a bulk sample for additional metallurgical testing.

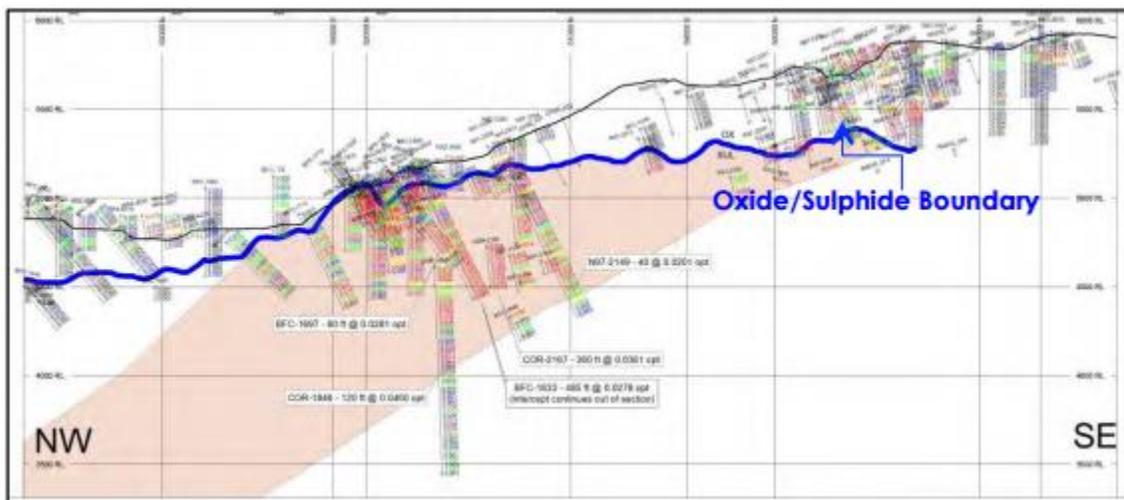
Since its acquisition in 2006, Rye Patch has conducted geological mapping, surface sampling, geophysics, RC drilling, and core drilling on the Wilco property to establish the extent of the gold and silver mineralization. Thus far, 130 holes have been drilled, and more new targets are being actively explored. A US\$3M drilling program for exploration of oxide targets is slated to begin in H2/17. Rye Patch is also planning to collect a 10-12 tonne bulk sample from Lincoln Hill by year end. Columns will be extracted from the shallow deposit and processed at a pilot plant.

Exhibit 7: Exploration Targets along Mine Trend



Source: Rye Patch Gold Corp.

Exhibit 8: Sulphide Exploration



Source: Rye Patch Gold Corp.

Balance Sheet

The Company currently has US\$22.0M in cash and US\$27.0M in debt (credit facility with Macquarie). The market cap stands at \$129.7M, with 387.3M shares outstanding. There are 15.1M options with an average exercise price of \$0.44 and 42.4M warrants with an average exercise price of \$0.22. The nearest exercise date for the warrants is July 28, 2018. The most recent transaction was a private placement for 227.5M shares at a price of \$0.22/sh for gross proceeds of \$50.1M.

Corporate

Several well-known reputable institutional investors are shareholders of Rye Patch. Insider transactions have been positive and executive compensation reasonable.

Insider Ownership

Exhibit 9: Recent Insider Transactions

Name	Position	Holdings	Recent Transactions
Timothy Baker	Director	100,000	03/09/2017, Bought 100K Shares @ \$0.29
Bill Howald	CEO, Director	2,751,000	02/21/2017, Bought 10K Shares @ \$0.35
Jonathan Challis	Chairman, Director	213,000	08/29/2016, Bought 23K Shares @ \$0.31
Bernard Poznaski	Corporate Secretary	211,636	07/28/2016, Bought 114K Shares @ \$0.40

Source: iA Securities, Bloomberg

Valuation

We prepared a financial model to calculate a DCF analysis. For input data, we compared Florida Canyon to the similar Rochester Mine (see Exhibit 10), operated by Coeur d'Alene and in production since 1986, and briefly shutting down operations between 2007 and 2010.

Exhibit 10: Production Cost Comparison

	Florida Canyon	Rochester
Company	Rye Patch Gold Corp.	Coeur Mining
Mining Cost (US\$/t)	1.50	1.79
Processing (US\$/t)	4.20	3.01
G&A (US\$/t)	0.50	0.67
Total (US\$/t)	6.20	5.47
Heap Leach Throughput (tpd)	21,117	50,451
Stripping Ratio (Waste:Ore)	1.47:1	0.47:1
Recovery Au (%)	70	86
Recovery Ag (%)	-	61

Source: iA Securities, Rye Patch Gold Corp., Coeur Mining

NPV Analysis

Exhibit 11 shows the results of our financial model. We calculate an NPV of \$0.76/sh using the discount rates shown in parentheses and a gold price increasing to US\$1,600/oz by 2019.

Exhibit 11: Rye Patch Valuation

Project	NPV
Florida Canyon (7%)	217.3
Lincoln Hill (10%)	55.0
Wilco (10%)	40.0
Corporate Costs (5%)	-64.1
Total	248.1
/Share	\$0.76

Source: iA Securities

Sensitivity

Exhibit 12 illustrates the sensitivity of the valuation in terms of the price of gold.

Exhibit 12: Sensitivity Matrix

Project	Gold Price (US\$/oz)			
	1000	1200	1400	1600
Florida Canyon (7%)	-	57.7	143.0	229.0
Lincoln Hill (10%)	19.7	32.3	44.8	57.4
Wilco (10%)	-	-	-	40.0
Corporate Costs	-64.1	-64.1	-64.1	-64.1
Total	-44.4	25.9	123.7	262.3
/Share	-\$0.14	\$0.08	\$0.38	\$0.80

Source: iA Securities

Resource Multiple

As shown below in Exhibit 13, on a resource multiple basis, Rye Patch's combined resources have a much higher value. Given the low grade of the near surface deposits, and the lower recovery (see 25% discount), this is to be expected.

Exhibit 13: Resource Multiples

	M&I (AuEq)	M&I + Inferred (AuEq)
% In Situ Value*	2.3%	1.6%
US\$/oz In Situ	29	20
Resource (Koz)	3,058	4,436
Value (\$M)*	5,063	7,344
10% of Total (\$M)	506	734
Discounted by 25%	380	551
/ Share	\$0.91	\$1.32

*assuming gold price of \$1,250 and 0.76 US\$/C\$

Source: iA Securities

Conclusion

Rye Patch has a sizeable resource with a solid project pipeline led by experienced management in a mining friendly jurisdiction. Shareholders can find near-term value in the Florida Canyon project starting commercial production this month, and can expect extensive growth further down the line.

Appendix

Exhibit 14: Abridged Model

	2017E	2018E	2019E	2020E	2021E	2022E	2023E
Florida Canyon Production (Koz AuEq)	4.5	74.8	70.6	70.6	80.6	75.6	65.5
AISC Cash Cost (US\$/oz AuEq)	2,007	795	874	1,053	781	800	1,170
Lincoln Production (Koz AuEq)	0.0	0.0	26.0	34.0	26.1	23.0	23.0
AISC Cash Cost (US\$/oz AuEq)	0	0	2,847	246	320	363	363
Wilco Production (Koz AuEq)	0.0	0.0	0.0	0.0	0.0	4.5	52.5
AISC Cash Cost (US\$/oz AuEq)	0	0	0	0	0	2,603	1,140
Consolidated Production (Koz Au Eq)	4.5	74.8	96.5	104.5	106.7	103.1	141.1
Consolidated AISC (US\$/oz Au Eq)	2,007	795	1,405	791	669	780	1,027
CONSOLIDATED FINANCIAL STATEMENTS (M US\$)							
Revenue (including Hedging)	5.7	95.4	131.5	146.4	170.8	164.9	225.7
Operating Costs	8.9	59.4	86.3	89.5	78.2	86.3	147.9
Royalties	0.3	6.4	7.3	6.6	8.3	8.0	10.1
EBITDA	-3.6	29.5	37.8	50.2	84.3	70.7	67.7
Depreciation	0.0	3.7	6.7	7.7	7.0	6.2	6.9
Exploration	0.2	1.2	1.7	1.8	0.5	0.5	0.5
Royalty Received	5.0	5.0	0.0	0.0	0.0	0.0	0.0
Corporate G&A	5.0	5.0	5.0	5.0	5.0	5.0	5.0
EBIT	-3.8	24.6	24.4	35.7	71.9	58.9	55.3
Taxation (34%)	0.0	8.4	8.3	12.1	24.4	20.0	18.8
Net Income	-3.8	16.3	16.1	23.6	47.4	38.9	36.5
- Per Share (US\$/sh)	-0.01	0.04	0.04	0.06	0.12	0.10	0.09
Cash Flow	-3.8	20.0	22.8	31.3	54.4	45.1	43.4
- Per Share (US\$/sh)	-0.01	0.05	0.06	0.08	0.14	0.12	0.11
TOTAL CAPEX (M USD)	1.0	23.8	8.0	10.8	23.6	3.0	6.1
Free Cash Flow	-4.8	-3.8	14.8	20.5	30.8	42.2	37.3
Shares Outstanding (M shs)	387.2						
Cash	22.0	17.2	13.4	28.2	48.7	79.5	121.7

Source: iA Securities

Investment Recommendation Rating System

- Strong Buy:** Expected to provide a substantial return over the next 12 months, with a lower level of risk than comparable investments.
- Buy:** Expected to provide a reasonably positive return over the next 12 months.
- Speculative Buy:** Expected to provide a positive return over the next 12 months, but with a high level of risk, or based on a future uncertain event.
- Hold:** Expected to remain in a trading range near the current share price for the next 12 months.
- Sell:** Expected to deliver a negative return over the next 12 months.
- Under Review:** Currently available information is inadequate to provide an investment rating.
- Tender:** Investors should tender their shares to the current offer.

Company related disclosures:

Issuer Company	Ticker	Applicable Disclosures
Rye Patch Gold Corp.	RPM-V	9

See legend of Disclosures on next page.

General Disclosures

Please note that Industrial Alliance Securities Inc. ('iA Securities') merged with MGI Securities Inc. on April 1, 2014 and continued their operations as Industrial Alliance Securities Inc. As a result, the enclosed disclosures may relate to either Industrial Alliance Securities Inc. or to MGI Securities Inc. for the period prior to April 1, 2014. All appropriate disclosure will be included until no longer needed.

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