

FORM 9**NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES**
(or securities convertible or exchangeable into listed securities¹)

Please complete the following:

Name of Listed Issuer: **Fundamental Applications Corp. (the "Issuer")**Trading Symbol: **FUN**Date: **November 25, 2016**Is this an updating or amending Notice: ☒ Yes ☐ No ☐If yes, provide date(s) of prior Notices: **October 20, 2016**Issued and Outstanding Securities of Issuer Prior to Issuance: **31,039,527**Date of News Release Announcing Private Placement: **Not applicable – issuer relying on confidential price reservation request dated September 8, 2016, and extensions thereto**Closing Market Price on Day Preceding the Issuance of the News Release: **Not applicable – issuer relying on confidential price reservation request dated September 8, 2016, and extensions thereto****1. Private Placement – First Tranche**

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase Price per Security (CDN\$)	Conversion Price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer(2)
Shaun Chin Richmond, BC	91,000 shares & 45,500 warrants	\$0.11	\$0.30	NI 45-106 s.2.3	52,000 shares & 22,750 warrants	November 25, 2016	Unrelated Party
McFadden Investments Ltd. Surrey, BC	272,727 shares & 136,363 warrants	\$0.11	\$0.30	NI 45-106 s.2.3	Nil	October 25, 2016	Unrelated Party
Curtis Roy Edmonton, AB	200,000 shares & 100,000 warrants	\$0.11	\$0.30	NI 45-106 s.2.3	160,000 shares	November 15, 2016	Unrelated Party
David Ceber Dollard Des Ormeaux, QC	60,000 shares & 30,000 warrants	\$0.11	\$0.30	NI 45-106 s.2.5	60,000 shares	November 25, 2016	Unrelated Party

TOTAL PRIVATE PLACEMENT	623,727 shares & 311,863 warrants	\$68,609.97 purchase price					
Redonda Management Ltd. Vancouver, BC	454,545 shares	\$0.11 Deemed	n/a	NI-45-106 s.2.14	n/a	shares for debt	Related Party
Bradley Moore Vancouver, BC	454,545 shares	\$0.11 Deemed	n/a	NI-45-106 s.2.14	n/a	shares for debt	Related Party
TOTAL SHARES FOR DEBT	909,090 shares	\$99,999.90 in debt settlement					

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

- Total amount of funds to be raised: **The second and final tranche of the private placement has raised \$68,609.97 in private placement proceeds and has settled an additional \$99,999.90 in debt.**
- Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. **The proceeds from the second and final tranche of the private placement will be used for general working capital and corporate purposes.**
- Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: **Please refer to table above for debt settlement details with Related Persons of the Issuer.**
- If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities. **Please refer to table above. With this second and final tranche of the private placement, the Issuer intends to issue an aggregate 909,090 Common Shares in order to settle bona fide debts in an aggregate amount of \$99,999.90, pursuant to executed Debt Settlement and Subscription Agreements with creditors, both of which are related parties.**
- Description of securities to be issued:
 - Class: **Units, each Unit comprised of 1 Common Share and ½ Warrant (for debt settlements, Common Shares only shall be issued)**
 - Number: **623,727 Units (623,727 Common Shares and 311,863 Warrants), plus an additional 909,090 Common Shares to settle debt are being issued pursuant to this first tranche of the private placement**
 - Price per security: **\$0.11 per Unit and deemed per common share**

- (d) Voting rights: **Yes, but only as to the Common Shares comprising the Units, the Common Shares issuable upon exercise of the Warrants, and the Common Shares issued to settle debt - each common share entitles the holder to one vote**
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number: **311,863 Warrants shall be issued pursuant to the second tranche of the private placement**
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options): **311,863 Common Shares shall be reserved for issuance pursuant to the first tranche of the private placement**
- (c) Exercise price: **\$0.30 per Common Share**
- (d) Expiry date: **24 months from date of issuance of the Warrants**
7. Provide the following information if debt securities are to be issued: **Not applicable**
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): **PI Financial Corp., Suite 1900, 666 Burrard Street, Vancouver, BC V6C 3N1**
- (b) Cash **8% Cash**
- (c) Securities **8% Common Share Purchase Warrants**
- (d) Other **Not applicable**
- (e) Expiry date of any options, warrants etc. **November 28, 2018**
- (f) Exercise price of any options, warrants etc. **\$0.30**
- With respect to the second and final tranche of the private placement, \$800.80 as a cash finder's fee will be paid and 7,280 common share purchase warrants, exercisable at \$0.30 per Common Share for a period of 24 months from the date of issuance, shall be issued to PI Financial Corp.**
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship: **The finder, PI Financial Corp., is an unrelated party to the Issuer.**
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).

Not applicable

11. State whether the private placement will result in a change of control.

No

12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders.

Not applicable

13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102.

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material:

Not applicable

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material:

Not applicable

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:

Not applicable

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation, etc.).

Not applicable

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer:

Not applicable

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

Not applicable

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired:

Not applicable

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):

Not applicable

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship.

Not applicable

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months.

Not applicable

Certificate of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated November 25, 2016

Bradley Moore
Name of Director or Senior Officer

/s/ Bradley Moore
Signature

Chief Executive Officer/Director
Official Capacity