

ARRANGEMENT AGREEMENT AMENDMENTS

WHEREAS Wabi Exploration Inc. (“Wabi”) and Buena Vista Gold Inc. (“BVG”) entered into an Arrangement Agreement on November 14, 2017 contemplating a corporate re-organization between them (the “Agreement”);

AND WHEREAS Wabi’s due diligence review of BVG was delayed due to external factors despite the best efforts of both BVG and Wabi;

AND WHEREAS Wabi and BVG both consider the Agreement and the completion of the transactions it contemplates to continue to be in both of their best interests, requiring them to enter into this Amendment to amend certain terms in the Agreement;

NOW THEREFORE, in consideration of the mutual benefits to be derived and the representations and warranties, conditions and promises herein contained and other good and valuable consideration (the receipt and sufficiency of which is hereby acknowledged) and intending to be legally bound hereby, Wabi and BVG agree as follows:

1. Unless other indicated or required by context, all capitalized terms used in this Amendment shall have the same meaning as given in the Agreement;
2. “Termination Date” shall now mean May 30, 2018;
3. Section 3.16(a) of the Agreement is deleted in its entirety and the following substituted therefor:

As at the date hereof, to the knowledge of Buena Vista, the authorized capital of Buena Vista consists of an unlimited number of Class A Shares, of which 90,803,762 Buena Vista Shares are outstanding, there are 18,405,000 warrants, there are 4,912,600 Class A common shares issuable upon the exercise of Buena Vista Options and 1,625,500 Compensation Options of which no more than 23,000,000 Buena Vista Shares shall be issued and outstanding as at the Effective Time.

4. Section 4.7(a) of the Agreement is deleted in its entirety and the following substituted therefor:

As at the date hereof, the authorized capital of Wabi consists of an unlimited number of Wabi Shares, of which no more than 4,500,000 Wabi Shares shall be issued and outstanding as at the Effective Time, excluding any Wabi Shares which may be issued pursuant to any private placement by Wabi which terms and conditions shall be mutually agreed upon by Wabi and BVG. There are currently up to 400,000 Wabi Shares issuable upon the exercise of Wabi Options. Debt owed to current Wabi management of roughly CDN\$25,000 (twenty-

five thousand dollars) shall be converted into Wabi common shares as a post-Closing agenda item on the Closing Day, at an effective price of CDN\$0.40 (forty cents) per share;

IN WITNESS WHEREOF, the undersigned have executed and delivered this Amendment as of the day and year first above written.

WABI EXPLORATION INC.



Per: _____

Name: Peter Clausi

Title: President

BUENA VISTA GOLD INC.

Per:  _____

Name: William S. Wagener

Title: President