

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: Alternate Health Corp. (the "Issuer").

Trading Symbol: AHG.

- Date: January 19, 2017.

Is this an updating or amending Notice: ☐ Yes ☒ No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance: 37,036,591.

Date of News Release Announcing Private Placement: December 23, 2016.

Closing Market Price on Day Preceding the Issuance of the News Release: N/A.

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

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 relations -hip to Issuer (2)
Adam Desmond PO Box 218 Crawford, CO USA 81415	136,330 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)	Nil	January 17, 2017	Not Related Person
Helen Griffiths 169 Munro Blvd. Toronto, ON Canada M2P1C9	17,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j) section 2.5(b)	Nil	December 29, 2016	Not Related Person
Alice Arthur 1477 TWP 654 Lesser Slave River, AB Canada T0G 0Y0	16,600 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person

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 relations -hip to Issuer (2)
Greg Arthur 1477 TWP 654 Lesser Slave River, AB Canada T0G 0Y0	16,600 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)(l)	Nil	See Note 3	Not Related Person
Suzanne P. Authier #107 - 5126 St. Margarets Bay Road Upper Tantallon, NS Canada B3Z 1E2	6,700 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Larry Bartz #205 - 55066 Range Road Fort Saskatchewan, AB Canada T8L 4B5	5,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person
B.L. Snarby Investments Ltd. 229 Eagle Head Wharf Road Liverpool, NS Canada B0T 1K0	200,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(t)	Nil	See Note 3	Not Related Person
Cindy Bodnar 54517 RR 260 Sturgeon County, AB Canada T8N 1N3	20,800 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person
Marshall Bodnar 54517 RR 260 Sturgeon County, AB Canada T8N 1N3	20,800 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)(l)	Nil	See Note 3	Not Related Person
John Bokenfohr #2 - 25521 Highway 37 Sturgeon County, AB, Canada T8T 0G6	16,700 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(l)	Nil	See Note 3	Not Related Person
John F. Bokenfohr 54511 Range Road 260 Sturgeon County, AB, Canada T8T 0W4	6,600 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Iola Bots 12 Mardale Crescent Sherwood Park, AB Canada T8A 3N5	38,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person
Iola Bots 12 Mardale Crescent Sherwood Park, AB Canada T8A 3N5	10,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person
Joe Bots 12 Mardale Crescent Sherwood Park, AB Canada T8A 3N5	89,300 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person

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Joe Bots 12 Mardale Crescent Sherwood Park, AB Canada T8A 3N5	10,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person
Joe Bots and Lola Bots 12 Mardale Crescent Sherwood Park, AB Canada T8A 3N5	68,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person
E. Michael Boudreau 7520 Hwy 3, Summerville Centre Queens County, NS Canada B0T 1T0	5,030 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Barry Boutin 9704 -102nd Avenue Morinville, AB Canada T8R 0C8	9,300 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Dale and Phyllis Bridge 49561 - 814 Highway Leduc, AB Canada T4X 0V6	11,600 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Bernie Budney 34 Alderwood Boulevard St. Albert, AB Canada T8N 3Z6	7,330 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Denise Budney 34 Alderwood Boulevard St. Albert, AB Canada T8N 3Z6	6,666 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Chris Kendall Professional Corp. 5705 - 61st Avenue Rocky Mountain House, AB Canada T4T 1J2	13,333 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(t)	Nil	See Note 3	Not Related Person
Craig Clark 108 Chelsea Way Sherwood Park, AB Canada T8H 2K4	6,650 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Dan Cooper 80 Bellerose Drive St. Albert, AB Canada T0N 5S3	33,350 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Dennis W. Coulson 60 Granlea Crescent NW Edmonton, AB Canada T6L 1N8	33,330 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(k)(l)	Nil	See Note 3	Not Related Person

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Dan Cooper Professional Corporation 80 Bellerose Drive St. Albert, AB Canada T0N 5S3	33,350 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(t)	Nil	See Note 3	Not Related Person
Kim & Freda Derry 194 Southcrest Drive Seagrave, ON Canada L0C 1G0	7,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Ted Degner 9219 Strathearn Drive NW Edmonton, AB Canada T6C 4E1	100,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)(j.1)(k)(l)	Nil	See Note 3	Not Related Person
Douglas Duval 132 Wolf Willow Crescent, NW Edmonton, AB Canada T5T 1T2	5,630 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Peter Ferguson 5 Lauriston Place St. Albert, AB Canada T8N 3M8	10,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Kathleen Hansma #1210 - 816 Lansdowne Avenue Toronto, ON Canada M5H 4K6	33,330 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Gary Hauk 10630 - 82 Street, NW Edmonton, AB Canada T6A 3N1	20,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Gary Hauk 10630 - 82 Street, NW Edmonton, AB Canada T6A 3N1	19,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Gary Hauk & Chantile Shannon 10630 - 82 Street, NW Edmonton, AB Canada T6A 3N1	33,250 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Brandon C. Hayes & Howard L. Hayes 513 King Street Spruce Grove, AB Canada T7X 1B1	133,330 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person

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Gordon Hollamn & Linda Hollman 5712 - 185th Street, NW Edmonton, AB Canada T6M 1Y3	65,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Sanam Islam 1209 - 76 Street, SW Edmonton, AB Canada T6X 1M8	34,300 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Dave Jewett & Donna Jewett 446 Butchart Drive, NW Edmonton, AB Canada T6R 2N8	100,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(l)	300,000	See Note 3	Not Related Person
Kimbal N. Pusnak Professional Corporation 496 Running Street, NW Edmonton, AB Canada T6R 1B7	100,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(t)	Nil	See Note 3	Not Related Person
Orest Tracy Kotelko & Patricia Ann Kotelko 6707 - 34th Avenue, NE Calgary, AB Canada T1Y 4M1	150,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Derek S. MacMillan 7 Eastbrook Place St. Albert, AB Canada T8N 4C7	26,660 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Meghan L. MacMillan 7 Eastbrook Place St. Albert, AB Canada T8N 4C7	26,660 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
John McDonald 80 Greenbrier Road Alliston, ON Canada L9R 1R4	6,666 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Lewis Nakatsui 582 Buchanan Road, NW Edmonton, AB Canada T6R 1Z7	31,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	300,000	See Note 3	Not Related Person
Lindsay Nakatsui 582 Buchanan Road, NW Edmonton, AB Canada T6R 1Z7	30,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person

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Brian Oleksyn #6 - 11110 - 88th Avenue Fort Saskatchewan, AB Canada T8L 3K8	13,300 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Pandalus Investments Ltd. 229 Eagle Head Wharf Road Liverpool, NS Canada B0T 1K0	300,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(m)	Nil	See Note 3	Not Related Person
Jennifer Ruggerio 6422 Mann Court, NW Edmonton, AB Canada T6R 0J1	18,300 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Harvey Scott 238 Greenoch Crescent, NW Edmonton, AB Canada T6L 1B4	3,333 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Mark Seamone 1285 Conquerall Mills Road Conquerall, NS Canada B4V 6A5	14,950 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Chantile Shannon 10630 - 82nd Street, NW Edmonton, AB Canada T6A 3N1	20,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Chantile Shannon 10630 - 82nd Street, NW Edmonton, AB Canada T6A 3N1	31,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Kris Snarby 10 Waterloo Street Liverpool, NS Canada B0T 1K0	23,330 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Larry Steel #73 - 22430 Township Road 520 Sherwood Park, AB Canada T8C 1E6	25,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
James Kent Stewart 4607 - 107th Avenue, NW Edmonton, AB Canada T6A 1L8	33,333 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Lloyd Stone 129 Cosby Road Port Mouton, NS Canada B0T 1T0	11,630 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person

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Byron Striloff #14 - 2133 - 151A Street Surrey, BC Canada V4A 7C6	20,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Taylor Developments Inc. 55 Lacombe Drive St. Albert, AB Canada T8N 4E8	31,600 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(t)	Nil	See Note 3	Not Related Person
Cathy A. Thompson 9 Newcastle Way St. Albert, AB Canada T8N 4C4	6,650 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
John Thompson 32 Kenilworth Crescent St. Albert, AB Canada T8N 6J4	31,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)(l)	Nil	See Note 3	Not Related Person
John Thompson 32 Kenilworth Crescent St. Albert, AB Canada T8N 6J4	35,660 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)(l)	Nil	See Note 3	Not Related Person
Michael Thompson 9 Newcastle Way St. Albert, AB Canada T8N 4C6	6,650 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Shawn P. Thompson 12 Noble Close St. Albert, AB Canada T8N 4C1	5,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
TSP Financial Corporation 582 Buchanan Road, NW Edmonton, AB Canada T6R 1Z7	200,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(m)	300,000	See Note 3	Not Related Person
Vinay & Poonam Vashisht 4252 - 46th Street, NW Edmonton, AB Canada T6L 6L9	6,600 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)	Nil	See Note 3	Not Related Person
Gerry Wagner #74 - 23333 Wye Road Sherwood Park, AB Canada T8B 1K4	8,300 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	See Note 3	Not Related Person
Carla Windsor #80 - 23333 Wye Road Sherwood Park, AB Canada T8B 1K4	8,300 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(k)(l)	Nil	See Note 3	Not Related Person

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586729 Alberta Ltd. #16 - 24528 Sturgeon Road Sturgeon County, AB Canada T8T 0A1	34,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(t)	Nil	See Note 3	Not Related Person
3256677 Nova Scotia Ltd. 88 Lakewood Road 4 Bridgewater, Nova Scotia Canada B4V 2X6	20,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(t)	Nil	See Note 3	Not Related Person
Curt Thompson 32505 RCR 20 Steamboat Springs, CO USA 80477	89,556 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j.1)	Nil	January 17, 2017	Not Related Person
Tracey Kidd 2901 – 1455 Howe Street Vancouver, BC Canada V6Z 1C2	80,000 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j)	Nil	January 18, 2017	Not Related Person
Robert Sandhu 5942 Ontario Street Vancouver, BC Canada V5W 2M2	66,667 Common Shares	\$1.50	N/A	NI #45-106 section 2.3(j.1)	Nil	January 18, 2017	Not Related Person
TOTAL:	2,914,354 Common Shares						

(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.

(3) These purchasers are clients of Mackie Research Capital Corporation. Funds are confirmed as available for purchase and will close on a DAP basis on January 20, 2017 following deemed listing date and before trading date.

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.

1. Total amount of funds to be raised: **\$4,371,531.00** .

2. 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 will be used for general working capital.**

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3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: N/A .
4. 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.
5. Description of securities to be issued:
- (a) Class Common Shares .
 - (b) Number 2,914,354 shares .
 - (c) Price per security \$1.50 .
 - (d) Voting rights regular .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number N/A .
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) N/A .
 - (c) Exercise price N/A .
 - (d) Expiry date N/A .
7. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount N/A .
 - (b) Maturity date _____ .
 - (c) Interest rate _____ .
 - (d) Conversion terms _____ .
 - (e) Default provisions _____ .
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): _____ .

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Name of Finder	Cash	Broker Warrants
Mackie Research Capital Corporation #1920 – 1075 W. Georgia St. Vancouver, BC V6E 3C9	\$378,720.15	Nil
Total	\$ 378,720.15	Nil

- (b) Cash **\$378,720.15** .
- (c) Securities **Nil** .
- (d) Other **Nil** .
- (e) Expiry date of any options, warrants etc. **Nil** .
- (f) Exercise price of any options, warrants etc. **Nil** .

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 _____

N/A .

10. Describe any unusual particulars of the transaction (i.e. tax “flow through” shares, etc.).

N/A .

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. **N/A**

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. **Yes**

2. Acquisition

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Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾

(1) Indicate if Related Person

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

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.): N/A

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (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): N/A

_____.

(b) Cash _____.

(c) Securities _____.

(d) Other _____.

(e) Expiry date of any options, warrants etc. _____.

(f) Exercise price of any options, warrants etc. _____.

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. N/A

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. N/A

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 January 19, 2017.

Marcelin O'Neill

Name of Director or Senior Officer

/s/ "Marcelin O'Neill"

Signature

Director & Corporate Secretary

Official Capacity