

PLEASE READ THIS MATERIAL CAREFULLY AS YOU ARE REQUIRED TO MAKE A DECISION PRIOR TO 4:00 P.M. (CALGARY TIME) ON DECEMBER 17, 2018

*This rights offering circular (this “**Circular**”) has been prepared by management. No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this Circular. Any representation to the contrary is an offence.*

*This is the Circular we referred to in the November 15, 2018 rights offering notice (the “**Rights Offering Notice**”), which you should have already received. Your Rights Certificate (defined herein) and relevant forms were enclosed with the Rights Offering Notice. This Circular should be read in conjunction with the Rights Offering Notice and our continuous disclosure prior to making an investment decision.*

*The securities offered hereby have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or the securities laws of any state of the United States. This Circular does not constitute an offer to sell or a solicitation of an offer to buy any of the securities offered hereby within the United States, and the securities offered herein may not be offered or sold in or into the United States or to U.S. persons unless registered under the U.S. Securities Act and applicable state securities laws, or pursuant to an exemption from such registration requirements as described herein. “United States” and “U.S. persons” are as defined in Regulation S under the U.S. Securities Act.*

RIGHTS OFFERING CIRCULAR November 15, 2018

ALDRESHOT RESOURCES LTD.

References in this Circular to “we”, “our”, “us” and similar terms are to Aldershot Resources Ltd. d.b.a. Solo Growth Corp. (the “**Company**”). References in this Circular to “you”, “your” and similar terms are to holders of the Company’s common shares (“**Common Shares**”). Unless otherwise indicated, references herein to “\$” or “dollars” are to Canadian dollars.

SUMMARY OF THE OFFERING

Why are you reading this Circular?	We are issuing to the holders of our outstanding Common Shares of record at the close of business on November 15, 2018 (the “ Record Date ”), including Common Shares issued pursuant to the non-brokered private placement that closed on June 28, 2018, and who are resident in any province or territory of Canada (“ Eligible Jurisdictions ”), rights (“ Rights ”) to subscribe for Common Shares on the terms set forth in this Circular (the “ Offering ”). This Circular should be read in conjunction with the Rights Offering Notice.
What is being offered?	Each holder of Common Shares who resides in an Eligible Jurisdiction will receive one Right for each Common Share held on the Record Date.

<p>Who is eligible to receive Rights?</p>	<p>The Rights are offered only to holders of Common Shares who reside in Eligible Jurisdictions (the “Eligible Holders”). Shareholders will be presumed to reside in the place shown on their registered address, unless the contrary is shown to our satisfaction. Neither the Rights Offering Notice nor this Circular is to be construed as an offering of the Rights, nor are the securities issuable upon exercise of the Rights, offered for sale in any jurisdiction outside of Eligible Jurisdictions or to shareholders who reside in any jurisdiction other than the Eligible Jurisdictions (the “Ineligible Holders”). Instead, Ineligible Holders will be sent a letter advising them that their Rights will be held by Computershare Investor Services Inc. (the “Depository”), located at 8th Floor, 100 University Ave. Toronto, Ontario M5J 2Y1 (the “Subscription Office”), who will hold such Rights as agent for the benefit of all such Ineligible Holders.</p>
<p>What do four (4) Rights entitle you to receive?</p>	<p>Four (4) Rights entitle Eligible Holders to subscribe for one Common Share upon payment of the Subscription Price (the “Subscription Privilege”).</p>
<p>What is the Subscription Price?</p>	<p>\$0.05 per Common Share (the “Subscription Price”).</p>
<p>When does the offer expire?</p>	<p>On December 17, 2018 (the “Expiry Date”) at 4:00 p.m. (Calgary time) (the “Expiry Time”).</p>
<p>What are the significant attributes of the Rights issued under the Offering and the securities to be issued upon the exercise of the Rights?</p>	<p>Four (4) Rights entitle you to subscribe for one Common Share upon payment of the Subscription Price.</p> <p>We are authorized to issue an unlimited number of Common Shares, of which, as the date of this Circular, 569,047,133 are issued and outstanding. Holders of Common Shares are entitled to receive, if, as and when declared by Company’s board of directors (the “Board”), such dividends as may be declared by the Board, subject to the rights of holders of Series “A” Preferred Shares of the Company (“Preferred Shares”) and any other class of shares of the Company entitled to receive dividends in priority to or concurrently with the holders of the Common Shares. In the event of liquidation, dissolution or winding-up of the Company, holders of Common Shares are entitled to share equally in the remaining property of the Company, subject to the rights of holders of Preferred Shares or shares of any other class ranking in priority to the Common Shares.</p>
<p>Who is entitled to warrants upon exercise of Rights?</p>	<p>In the case of Eligible Shareholders who are directors or officers of the Company or are identified by such persons (collectively referred to as “Management”), upon exercise of every four (4) Right by such Eligible Holders, each will be granted one performance-based Common Share purchase</p>

	<p>warrant (a “Performance Warrant”) in accordance with the prior arrangement for the issuance of such Performance Warrants. Each Performance Warrant entitles the holder to purchase one Common Share at a price of \$0.05 for a period of five years. In the event the 20-day volume weighted average trading price of the Common Shares equals or exceeds \$0.175, each Performance Warrant shall be exercisable for 1.5 Common Shares, provided that, at the time of exercise in respect of the additional 0.5 of a Common Share per Performance Warrant (the “Performance Incentive”), either: (i) the Common Shares are listed on the facilities of a recognized stock exchange (other than the TSX Venture Exchange (the “TSXV”)); or (ii) the Common Shares are acquired for cash or for the securities of a company listed on a recognized stock exchange (other than the TSXV).</p>
<p>What are the minimum and maximum number of Common Shares that may be issued under the Offering?</p>	<p>The Offering is not subject to any minimum subscription level.</p> <p>Up to a maximum of approximately 142,261,783 Common Shares are issuable upon the exercise of Rights (subject to adjustment for rounding), and up to an additional maximum of approximately 44,130,000 Common Shares (including the Performance Incentive) are issuable pursuant to the exercise of Performance Warrants by Management (subject to adjustment for rounding).</p>
<p>Where will the Rights and the securities issuable upon the exercise of the Rights be listed for trading?</p>	<p>The Common Shares are listed on the TSXV under the name Aldershot Resources Ltd. and the trading symbol “ALZ”.</p> <p>The Rights will trade on the TSXV under the name Aldershot Resources Ltd. and the trading symbol “ALZ.RT” until 10:00 a.m. (Calgary time) on the Expiry Date.</p> <p>The Common Shares will trade on the TSXV under the name Aldershot Resources Ltd. and the trading symbol “ALZ” after the Expiry Date. Upon final acceptance of the Company’s change of business filing by the TSXV (the “Change of Business”), the Common Shares will trade on the TSXV under the name “Solo Growth Corp.™” and the trading symbol “SOLO”.</p> <p>The Performance Warrants will not trade on the TSXV. McCarthy Tétrault LLP, the Company’s legal counsel, will issue certificates representing the Performance Warrants to eligible recipients.</p>

FORWARD-LOOKING STATEMENTS

This Circular contains forward-looking statements. All statements, other than statements of historical fact that address activities, events or developments that we believe, expect or anticipate will or may occur in the future are forward-looking statements. These forward-looking statements reflect our current expectations or beliefs based on information currently available to us. Readers are cautioned that assumptions used in the preparation of such information may prove to be incorrect. The use of any of the words “anticipate”, “continue”, “estimate”, “expect”, “may”, “will”, “project”, “plan”, “should”, “believe” and similar expressions are intended to identify forward looking statements and forward looking information.

In particular, this Circular contains forward looking statements which include, but are not limited to, statements and information pertaining to the following:

- the completion of the Offering and receipt of all regulatory approvals in connection therewith;
- the estimated costs of the Offering;
- the net proceeds to be available upon completion of the Offering;
- the use of the net proceeds from the Offering;
- the Company’s proposed retail-focused cannabis business strategy; and
- the completion of the Change of Business and receipt of regulatory approvals in connection therewith.

The forward-looking statements contained in this Circular are based on certain assumptions which include, but are not limited to, the following:

- government regulations, including future legislative and regulatory developments involving recreational cannabis and the timing thereto;
- the size of the recreational cannabis market;
- the anticipated changes to laws regarding the recreational use of cannabis and the impact on the Company’s proposed business strategy;
- the execution of the Company’s proposed retail-focused cannabis business;
- the granting of any development permits, cannabis retail licenses and regulatory approvals to conduct cannabis-related activities; and
- timing of obtaining final TSXV approval of the Change of Business.

The Company’s actual results could differ materially from those anticipated in these forward-looking statements and information as a result of both known and unknown risks, including the risk factors set forth under “*Risk Factors*” in this Circular and those set forth below:

- delays in obtaining or failure to obtain required approvals to complete the Offering;
- ability of the Company to execute its business strategy;
- risks relating to the Company’s business strategy;
- risks relating to recreational cannabis;
- competition for, among other things, capital, cannabis retail licenses, leases and skilled personnel;
- regulatory risks;
- changes to cannabis laws; and
- completion of the Change of Business and the timing thereof.

The information contained herein and any forward-looking statement speaks only as of the date on which it is made and is subject to change. We disclaim any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise, except as may be required by applicable securities laws. Although we believe that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and accordingly, undue reliance should not be put on such statements due to their inherent uncertainty.

NOTICE TO SHAREHOLDERS IN THE UNITED STATES

NEITHER THIS OFFERING NOR SECURITIES ISSUABLE IN CONNECTION WITH THE OFFERING HAVE BEEN APPROVED OR DISAPPROVED BY THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION (THE “**SEC**”) OR THE SECURITIES REGULATORY AUTHORITIES IN ANY STATE OF THE UNITED STATES, NOR HAS THE SEC OR THE SECURITIES REGULATORY AUTHORITIES IN ANY STATE OF THE UNITED STATES PASSED UPON THE FAIRNESS OR MERITS OF THIS OFFERING OR UPON THE ADEQUACY OF THE INFORMATION CONTAINED IN THIS CIRCULAR. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The Rights and the securities issuable upon exercise of the Rights have not been and will not be registered under the U.S. Securities Act or applicable state securities laws, shareholders of the Company who are U.S. residents cannot participate in the Offering unless such shareholder can provide evidence satisfactory to the Company, that such shareholder is an “accredited shareholder” within the meaning of Rule 501(a) of Regulation D promulgated under the U.S. Securities Act (“**Regulation D**”) in a manner that satisfies the requirements of Rule 506(c) of Regulation D. See “*How to exercise the Rights – Who is eligible to receive Rights and Are there restrictions on the resale of securities?*” in this Circular.

BUSINESS OF THE COMPANY

Recent Developments

On June 28, 2018, the Company: (i) completed a non-brokered private placement (the “**Private Placement**”); (ii) appointed a new management team and new board of directors (the “**Change in Management and Board**”); and (iii) entered into an administrative services agreement (the “**Administrative Services Agreement**”) with Solo Liquor Stores Ltd. (“**Solo Liquor**”), one of Canada’s largest private liquor retailers. Since June 28, 2018, the Company has been executing on a retail-focused cannabis business strategy under the name “Solo Growth Corp.™”

Pursuant to the Private Placement, a total of 511,999,400 Common Shares and 116,980,000 Performance Warrants were issued for gross proceeds of \$25.6 million. Management subscribed for a total of 116,980,000 units at a price of \$0.05 per unit, each unit consisting of one Common Share and one Performance Warrant. The remaining subscribers subscribed for a total of 395,019,400 Common Shares at a price of \$0.05 per Common Share. Each Performance Warrant issued pursuant to the Private Placement entitles the holder to purchase one Common Share at a price of \$0.05 for a period of five years. The Performance Warrants issued under the Private Placement have fully vested and become exercisable. Each Performance Warrant shall be exercisable for 1.5 Common Shares, provided that, at the time of exercise in respect of the additional 0.5 of a Common Share per Performance Warrant, either (i) the Common Shares are listed on the facilities of a recognized stock exchange (other than the TSXV); or (ii) the Common Shares are acquired for cash or for the securities of a company listed on a recognized stock exchange (other than the TSXV).

On August 1, 2018, Theodore Zurich joined the new management team as Vice President, Corporate Development.

On September 5, 2018, at the meeting of shareholders of the Company, shareholders approved the name change of the Company to “Solo Growth Corp.™” (the “**Name Change**”), among other matters, and elected all six of the nominated directors.

Pursuant to the policies of the TSXV, the Private Placement, the Change in Management and Board, the Administrative Services Agreement and the Name Change will result in a “Change of Business” from that of a mining company to that of a cannabis company. Upon completion of the Change of Business, the Company intends to be listed on the TSXV as a Tier 2 Life Sciences Issuer. Closing will occur as soon as possible upon all of the conditions of the Change of Business being satisfied, including the approval by the TSXV.

On October 18, 2018, the TSXV granted conditional approval in respect of the Change of Business. Final TSXV approval of the Change of Business is subject to the satisfaction of all of the requirements of the TSXV, including the Company receiving one or more cannabis retail licenses in respect of its retail locations from the Alberta Gaming, Liquor and Cannabis Commission.

On October 22, 2018, in connection with the Change of Business, the Company filed a filing statement under the Company’s profile on SEDAR.

Upon completion of the Change of Business, the Company will continue as an emerging Alberta-based publicly traded retail cannabis business.

Corporate Strategy

The Company is executing on a new retail cannabis business strategy with retail store fronts operating as “YSS by Solo”. With its proven operational and real estate expertise and knowledge of the controlled substance retail market, the Company intends to become a premiere retailer and the trusted destination for recreational use of cannabis by adults in Canada and deliver returns through proven operating strategies. The Company’s plan to open over 60 retail cannabis locations in the next three years, across Alberta and expanding into Ontario in 2019.

In Alberta, the Company has secured more than 60 retail locations in 38 communities while concurrently applying for development permits in each of those communities. To date, 17 development permits have been granted in 14 communities (Calgary, Edmonton (x2), Fairview, Grande Prairie (x2), Lethbridge, Lloydminster, Nisku, Spruce Grove, Stettler, Stony Plain (x2), Sundre, Vegreville, Vermillion and Wainwright) and the first three retail stores are in the final phase of construction.

USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the Offering?

The Company estimates that after giving effect to the Offering, it will have the following funds available:

		Assuming 15% of the Offering	Assuming 50% of the Offering	Assuming 75% of the Offering	Assuming 100% of the Offering
A.	Amount to be raised by this Offering	\$1,066,963	\$3,556,545	\$5,334,817	\$7,113,089
B.	Selling Commissions and Fees	Nil	Nil	Nil	Nil
C.	Estimated Offering Costs (e.g. legal, accounting, audit)	\$65,000	\$65,000	\$65,000	\$65,000
D.	Available Funds: $D = A - (B + C)$	\$1,001,963	\$3,491,545	\$5,269,817	\$7,048,089
E.	Additional Sources of Funding Required	n/a	n/a	n/a	n/a
F.	Working Capital Deficiency	n/a	n/a	n/a	n/a
G.	Total: $G = (D + E) - F$	\$1,001,963	\$3,491,545	\$5,269,817	\$7,048,089

The Company will raise up to an additional \$1.5 million pursuant to the exercise of Performance Warrants (including the Performance Incentive).

As at July 31, 2018, the Company did not have a working capital deficiency.

How will we use the available funds?

The following table provides a detailed breakdown of how the Company will use our available funds, including those received pursuant to the Offering:

Description of intended use of available funds listed in order of priority	Assuming 15% of the Offering	Assuming 50% of the Offering	Assuming 75% of the Offering	Assuming 100% of the Offering
Development of retail cannabis stores and working capital purposes	\$1,001,963	\$3,491,545	\$5,269,817	\$7,048,089
Total:	\$1,001,963	\$3,491,545	\$5,269,817	\$7,048,089

The Company will raise up to an additional \$1.5 million pursuant to the exercise of Performance Warrants (including the Performance Incentive).

The Company intends to spend the available funds to develop retail cannabis stores in Alberta and Ontario. Please see the Company's corporate presentation at www.aldershotresources.com for details regarding the retail-focused cannabis business strategy. See "*Business of the Company – Corporate Strategy*".

The Company intends to spend the available funds as stated. The Company will reallocate funds only for sound business reasons.

Proceeds from the Rights Offering will be held in trust until such time as the Company receives final approval from the TSXV in respect of the Change of Business.

How long will the available funds last?

The Company expects that it will have sufficient available funds to satisfy all of its anticipated expenses for more than 12 months.

INSIDER PARTICIPATION

Will insiders be participating?

The Company has been advised that the directors and senior officers of the Company, as the date hereof, intend to exercise the Rights they are issued in connection with the Offering.

This is not a legally binding commitment from the directors or senior officers and their intentions could change at their absolute and unfettered discretion. The foregoing disclosure reflects the intentions of the Company's insiders as of the date hereof to the extent such intentions are known to the Company after reasonable inquiry, however, such insiders may alter their intentions before the Expiry Time on the Expiry Date. No assurance can be given that the respective insiders will exercise their Rights to subscribe for Common Shares and acquire the Performance Warrants.

Who are the holders of 10% or more of our Common Shares before and after the Offering?

To the best of the knowledge of the directors and senior officers of the Company, as at the date hereof, no person or company, currently or will upon completion of the Offering, beneficially own, directly or indirectly, or exercise control or direction over, voting securities of the Company carrying more than 10% of the voting rights attached to any class of voting securities of the Company.

DILUTION

If you do not exercise your Rights, by how much will your security holdings be diluted?

Assuming that we issue the maximum number of Common Shares pursuant to the Offering and you do not subscribe for any Common Shares, your shareholdings will be diluted by approximately 25% or by approximately 33% assuming all Performance Warrants issued under the Offering are exercised by Management (including the Performance Incentive).

STAND-BY COMMITMENT

Who is the stand-by guarantor and what are the fees?

There is no standby commitment under the Offering.

MANAGING DEALER, SOLICITING DEALER AND UNDERWRITING CONFLICTS

Who is the soliciting dealer and what are its fees?

The Company has not retained any party to solicit subscriptions for Common Shares to the Offering.

HOW TO EXERCISE THE RIGHTS

How does a security holder that is a registered holder participate in the Offering?

If you are a registered holder of Common Shares in an Eligible Jurisdiction, a certificate (the “**Rights Certificate**”) representing the total number of transferable Rights to which you are entitled as of the Record Date will be mailed to you with a copy of the Rights Offering Notice. To exercise the Rights represented by the Rights Certificate, you must complete and deliver the Rights Certificate in accordance with the instructions set out below. Rights not exercised at or prior to 4:00 p.m. (Calgary time) on the Expiry Date will be void and of no value. The method of delivery is at the discretion and risk of the holder of the Rights Certificate and delivery to the Depositary (as defined herein) will only be effective when actually received by the Depositary at its office. See “*Appointment of Depositary – Who is the Depositary?*” Rights Certificates and payments received after the Expiry Time will not be accepted.

In order to exercise your Rights you must:

- 1. Complete and sign Form 1 on the Rights Certificate.** The maximum number of Rights that you may exercise under the Subscription Privilege is shown in the box on the upper right hand corner of the face of the Rights Certificate. If you complete Form 1 so as to exercise some but not all of the Rights evidenced by the Rights Certificate, you will be deemed to have waived the unexercised balance of such Rights, unless you otherwise specifically advise the Depositary at the time the Rights Certificate is surrendered to the Depositary.
- 2. Enclose payment in Canadian funds by certified cheque, bank draft or money order payable to the order of Computershare Investor Services Inc.** In order to purchase one Common Share or one Unit, as applicable, you must own 4 Rights and pay a price of \$0.05 per Common Share or Unit, as applicable.
- 3. Delivery.** Deliver or mail the completed Rights Certificate and payment in the enclosed return envelope addressed to the Depositary at the address below so that it is received before the Expiry Time. If you are mailing your documents, registered mail is recommended. Please allow sufficient time to avoid late delivery.

By Hand or Courier to:

8th Floor, 100 University Ave.
Toronto, Ontario M5J 2Y1
Attention: Corporate Actions

By Mail to:

P.O. Box 7021
31 Adelaide St. E.
Toronto, Ontario M5C 3H2
Attention: Corporate Actions

The signature of the Rights Certificate holder must correspond in every particular with the name that appears on the face of the Rights Certificate.

Signatures by a trustee, executor, administrator, guardian, attorney, officer of a company or any person acting in a fiduciary or representative capacity should be accompanied by evidence of authority satisfactory to the Depository. We will determine all questions as to the validity, form, eligibility (including time of receipt) and acceptance of any subscription in our sole discretion. Subscriptions are irrevocable. We reserve the right to reject any subscription if it is not in proper form or if the acceptance thereof or the issuance of the securities pursuant thereto could be unlawful. We also reserve the right to waive any defect in respect of any particular subscription. Neither we nor the Depository is under any duty to give any notice of any defect or irregularity in any subscription, nor will we or the Depository be liable for the failure to give any such notice.

How does a security holder that is not a registered holder participate in the Offering?

You are a beneficial Eligible Holder if you hold your Common Shares through a securities broker or dealer, bank or trust company or other participant (each, a “**Participant**”) in the book-based system administered by CDS Clearing and Depository Services Inc. (“**CDS**”). The total number of Rights to which all beneficial Eligible Holders as of the Record Date are entitled will be issued to CDS and will be deposited with CDS following the Record Date. We expect that each beneficial Eligible Holder will receive a confirmation of the number of Rights issued to it from the applicable Participant in accordance with the practices and procedures of that Participant. CDS will be responsible for establishing and maintaining book-entry accounts for Participants holding Rights.

Neither we nor the Depository will have any liability for (i) the records maintained by CDS or Participants relating to the Rights or the book-entry accounts maintained by them, (ii) maintaining, supervising or reviewing any records relating to such Rights, or (iii) any advice or representations made or given by CDS or Participants with respect to the rules and regulations of CDS or any action to be taken by CDS or Participants.

If you are a beneficial Eligible Holder, to exercise your Rights held through a Participant, you must instruct such Participant to exercise all or a specified number of such Rights, and forward to such Participant, the Subscription Price for each Common Share or Unit, as applicable, that you wish to subscribe for.

Any excess funds will be returned to the relevant Participant for the account of the beneficial holder, without interest or deduction.

Who is eligible to receive Rights?

No offering outside of Eligible Jurisdictions

The Rights are being offered to Eligible Holders in each of the provinces and territories of Canada. Shareholders will be presumed to be resident in the place of their registered address, unless the contrary is shown to the satisfaction of the Company. This Circular is not to be construed as an offering of the Rights, nor are the securities issuable upon exercise of the Rights offered for sale,

in any jurisdiction outside the Eligible Jurisdictions or to holders of Common Shares who are residents of any jurisdiction other than the Eligible Jurisdictions.

Ineligible Holders may not acquire Rights or the securities issuable upon exercise of the Rights.

We will not issue or forward Rights Certificates to Ineligible Holders unless they are Approved Ineligible Holders (as defined below). Ineligible Holders will be presumed to be resident in the place of their registered address.

Ineligible Holders will be sent the Rights Offering Notice, for information purposes only, together with a letter advising them that their Rights Certificates will be held by the Depositary. An Ineligible Holder, either registered or beneficial, may apply to the Company to claim their Rights Certificate by providing documentation confirming that the delivery of their Rights Certificate, and the exercise of their Rights, is lawful and complies with all applicable securities laws, and other laws, in the jurisdiction where the Ineligible Holder resides. If such documentation is acceptable to the Company, in its sole discretion, the Company may provide notice to the Depositary that such Ineligible Holder is an approved ineligible holder (an “**Approved Ineligible Holder**”) and instruct the Depositary to deliver the Rights Certificate to the Approved Ineligible Holder. The Rights Certificate, and the securities that are issued upon the exercise of the Rights, may be endorsed with restrictive legends according to applicable securities laws.

An Ineligible Holder that: (1)(A) is a direct or indirect holder with an address of record in the United States and who is an “accredited investor” that satisfies one or more of the criteria set forth in Rule 501(a) of Regulation D promulgated under the U.S. Securities Act (each a “**U.S. Accredited Investor**”), and who provides evidence to such effect, in a form which satisfies, in the sole discretion of the Company, the requirements of Rule 506(c) of Regulation D, which may require the Ineligible Holder to provide to us all or any combination of (i) an Internal Revenue Service Form that reports such Ineligible Holder’s income for the most recent two years, (ii) bank statements and other statements of securities holdings, certificates of deposit or tax assessments, (iii) a consumer report from a United States nationwide consumer reporting agency, (iv) written confirmation from a United States registered broker-dealer, an investment adviser registered with the SEC, a licensed United States attorney or an accountant as to whether such Ineligible Holder is a U.S. Accredited Investor, or (v) any other information we deem necessary to confirm the Ineligible Holder’s status as an U.S. Accredited Investor in order to comply with Rule 506(c) of Regulation D; or (1)(B) is outside the Eligible Jurisdictions and the United States; and (2) satisfies us that such offering to and subscription by such Approved Ineligible Holder or transferee is lawful and in compliance with all applicable securities and other laws may have its Rights Certificates issued and forwarded by the Depositary upon direction from us.

A holder of Rights not resident in an Eligible Jurisdiction holding on behalf of a person resident in an Eligible Jurisdiction may be able to exercise the Rights provided the holder provides an investor letter, satisfactory to us, on or before December 3, 2018 representing to us that the beneficial purchaser is resident in an Eligible Jurisdiction and satisfying us that such subscription is lawful and in compliance with all securities and other applicable laws. Participants receiving Rights on behalf of beneficial Ineligible Holders will be instructed by CDS not to permit the exercise of such Rights unless the holder is an approved Eligible Holder. The Depositary will hold the Rights of Ineligible Holders until December 3, 2018. If you do not satisfy the Company as to your eligibility to participate in the Offering on or before December 3, 2018, the Depositary will, prior to the Expiry Time, attempt to sell such Rights on the TSXV, on a best efforts basis. The Depositary’s ability to sell the Rights, and the prices obtained for the Rights, are dependent on market conditions. The Depositary will not be subject to any liability for failure to sell any Rights held for the benefit of

Ineligible Holders at any particular price or prices, or at all. The proceeds received by the Depositary, if any, from the sale of the Rights delivered to it, net of any applicable costs, expenses and taxes will be divided among the Ineligible Holders on a pro rata basis according to the total number of Common Shares held by them on the Record Date. The Depositary will mail cheques to the Ineligible Holders at their addresses appearing in the records of the Depositary for their respective proportions of those net proceeds, subject to any applicable taxes which must be withheld for particular Ineligible Holders, provided that the Depositary will not be required to make any such payment to any Ineligible Holder if the amount owing to such holder is less than \$10.00. Such amount will be used by the Company to offset a portion of the remuneration of the Depositary for its services.

Holders of Rights who are not resident in Canada should be aware that the purchase and sale of Rights or the securities offered herein may have tax consequences in the jurisdiction where they reside, which are not described in this Circular. Accordingly, such holders should consult their own tax advisors about the specific tax consequences in the jurisdiction where they reside of acquiring, holding and disposing of Rights or the securities issuable upon exercise of the Rights.

What is the additional subscription privilege and how can you exercise this privilege?

There is no additional subscription privilege under the Offering.

Can I combine, exchange or divide my Rights Certificate?

Rights Certificates may be combined, divided or exchanged by delivering such Rights Certificates, accompanied by appropriate instructions or a completed Form 3 on the Rights Certificate, to the Subscription Office listed under the heading "*How to exercise the Rights - Appointment of Depositary - How does a security holder that is a registered holder participate in the Offering?*"

Rights Certificates must be surrendered for division, combination or exchange by such date as will permit new Rights Certificates to be issued and used by the holder of the Rights Certificates before the Expiry Time.

How does a Rights holder sell or transfer rights?

Registered holders of Rights

The Rights will trade on the TSXV under the trading symbol "ALZ.RT" until 10:00 a.m. (Calgary time) on the Expiry Date. If you do not wish to exercise your Rights, you may sell or transfer them directly or through your stockbroker or investment dealer at your expense, subject to any applicable resale restrictions. See "*How to exercise the Rights – Are there restrictions on the resale of securities?*" You may elect to only exercise a part of your Rights and dispose of the remainder, or dispose of all of your Rights. Any commission or other fee payable in connection with the exercise or any trade of Rights (other than the fee for services to be performed by the Depositary as described in this Circular) is the responsibility of the holder of such Rights. Depending on the number of Rights a holder may wish to sell, the commission payable in connection with a sale of Rights could exceed the proceeds received from such sale.

Eligible Holders of Rights in Canada with Rights Certificates in registered form may, instead of exercising their Rights to subscribe for Common Shares, sell or transfer their Rights to any transferee by completing Form 2 on the Rights Certificate and delivering the Rights Certificate to the transferee.

If you wish to transfer your Rights, other than through the facilities of the TSXV, complete Form 2 (the “**Transfer Form**”) on the Rights Certificate, have the signature guaranteed by an “eligible institution” to the satisfaction of the Depositary and deliver the Rights Certificate to the transferee. For this purpose, eligible institution means a Canadian Schedule 1 chartered bank, a major trust company in Canada, a member of the Securities Transfer Agents Medallion Program (STAMP), or a member of the Stock Exchange Medallion Program (SEMP). Members of these programs are usually members of a recognized stock exchange in Canada or members of the Investment Industry Regulatory Organization of Canada.

It is not necessary for a transferee to obtain a new Rights Certificate to exercise the Rights, but the signature of the transferee on Forms 1 and 2 must correspond in every particular with the name of the transferee shown on the Transfer Form. If the Transfer Form is properly completed, the Company and the Depositary will treat the transferee as the absolute owner of the Rights Certificate for all purposes and will not be affected by notice to the contrary. A Rights Certificate so completed should be delivered to the transferee in ample time for the transferee to use it before the Expiry Time.

Beneficial holders of Rights

If you hold Common Shares through a Participant, you must arrange for the exercise, transfer or purchase of Rights through that Participant.

When can you trade the securities issuable upon the exercise of your Rights?

Upon the exercise of your Rights, the Common Shares issued under the Offering will be listed on the TSXV under the symbol “ALZ” and will be available for trading following the Expiry Date. Upon acceptance of the Change of Business, the Common Shares will trade on the TSXV under the name “Solo Growth Corp.™” and the trading symbol “SOLO”.

The Performance Warrants issued under the Offering will not be available for trading on the TSXV.

Are there restrictions on the resale of securities?

Rights, and the securities issuable upon the exercise of such Rights, distributed to shareholders in the Eligible Jurisdictions may be resold without hold period restrictions under the applicable securities laws of the Eligible Jurisdictions provided that: (i) the sale is not by a “control person” of the Company; (ii) no unusual effort is made to prepare the market or create a demand for the securities being resold; (iii) no extraordinary commission or consideration is paid to a person or company in respect of the resale; and (iv) if the selling security holder is an insider or officer of the Company, the selling security holder has no reasonable grounds to believe that the Company is in default of securities legislation.

The Rights, Common Shares and, if applicable, Performance Warrants, issuable on exercise of the Rights and, if applicable, Common Shares issuable on exercise of the Performance Warrants have not been and will not be registered under the U.S. Securities Act or the securities laws of any state of the United States. Accordingly, unless the holder is an Approved Ineligible Holder, the Rights, Common Shares and, if applicable, Performance Warrants, issuable on exercise of the Rights may not be offered, sold, pledged or transferred, directly or indirectly, in the United States or to, or for the account or benefit of, any U.S. person. “United States” and “U.S. person” are as defined in Regulation S under the U.S. Securities Act. See “Notice to shareholders in the United States”.

Each holder is urged to consult their professional advisor to determine the exact conditions and restrictions applicable to the right to trade in securities.

Will we issue fractional underlying securities upon exercise of the Rights?

No fractional securities will be issued upon the exercise of the Rights. Any fractional entitlements to subscribe for securities described herein of 0.5 or greater will be rounded up to the next whole number and fractional entitlements of less than 0.5 will be rounded down to the next whole number such that no fractional securities will be issued under the Offering.

APPOINTMENT OF DEPOSITARY

Who is the Depositary?

The Depositary, Computershare Investor Services Inc., has been appointed to receive the exercise of and payments from holders of Rights and to perform the services relating to the exercise and transfer of the Rights.

Computershare Investor Services Inc., through its office in Calgary, Alberta, is the transfer agent and registrar for the Common Shares. Computershare Investor Services Inc. will issue and deliver, at the subscriber's request, a certificate representing the Common Shares issued under the Offering.

What happens if we do not proceed with the Offering?

If the Company terminates the Offering, the Depositary will return all funds held by it to holders of rights that have subscribed for securities under the Offering.

ADDITIONAL INFORMATION

Where can you find more information about us?

You can find more information about the Company on SEDAR at www.sedar.com in the Company's continuous disclosure documents. You can also find additional information about us at www.aldershotresources.com.

RISK FACTORS

An investment in the Rights offered hereunder or the securities issuable upon exercise of the Rights should be considered speculative due to various factors, including the nature of the industry in which the Company operates and its financial position. Risk factors relating to the Company are discussed in certain public disclosures of the Company which are available for review on the Company's SEDAR profile at www.sedar.com. These risk factors should be carefully reviewed and considered by an investor before a decision is made to invest in the Rights offered hereunder or the securities issuable upon exercise of the Rights. Such risks may not be the only risks facing the Company. Additional risks not currently known may also negatively impact the Company's business operations and results of operations. In addition to such risk factors, investors should consider the following additional risks related to the Offering:

Subscription Price is not an indication of value.

The Subscription Price of \$0.05 does not necessarily bear any relationship to the book value of the Company's investments, past operations, cash flows, losses, financial condition or any other established criteria for value regarding the Company. Holders of Rights should not consider the Subscription Price as an indication of the Company's value.

Decline in the trading price may occur.

The trading price of the Common Shares in the future may decline below the Subscription Price for the Common Shares. The Company can make no assurance that the Subscription Price will remain below any future trading price for the Common Shares. Future prices of the Common Shares may adjust positively or negatively depending on various factors including the Company's future revenues, speculation in the trade or business press about the Company's operations and overall conditions affecting the businesses, economic trends and the securities markets regarding the Company.

Further, in recent years, the securities markets in Canada and the United States have experienced a high level of price and volume volatility, and the market price of securities of many companies, including those considered to be in the cannabis industry, have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in price will not occur. It is likely that the market price for the Common Shares will be subject to market trends generally, notwithstanding the financial and operational performance of the Company.

No revocation of Right.

Even if the price of the Common Shares declines below the Subscription Price for Common Shares, resulting in a loss on investment upon the exercise of Rights, a holder of Rights may not revoke or change the exercise of Rights after they send in their exercise forms and payment.

No interest on subscription funds.

If the Company cancels the Offering, neither the Company nor the Depositary will have any obligation with respect to the Rights, except to return, without interest, any exercise payments to holders that elected to exercise Rights.

Participation in the Offering is not assured.

If a holder of Common Shares exercises its Rights, it may not revoke the exercise for any reason unless the Company amends the Offering. If the Company decides to terminate the Offering, the Company will not have any obligation with respect to the Rights except to return any exercise payments, without interest.

Holders of Common Shares need to act promptly and follow subscription instructions.

Holders of Common Shares who desire to purchase Common Shares in this Offering must act promptly to ensure that all required forms and payments are actually received by the Depositary or Participants prior to the Expiry Time on the Expiry Date. If the holder of Rights fails to complete and sign the required exercise forms, sends an incorrect payment amount, or otherwise fails to follow the exercise procedures that apply to the exercise of Rights by the holder, the Depositary may, depending on the circumstances, reject the exercise or accept it to the extent of the payment

received. None the Company, the Depository nor the Participants undertakes to attempt to correct an incomplete or incorrect exercise form or payment. The Company has the sole discretion to determine whether an exercise of Rights properly follows the exercise procedures.

Dilution of shareholdings.

If a holder of Rights elects not to exercise Rights, such holder's holdings in the Company may be diluted as a result of the exercise of Rights by other holders of Rights. Investment in the Common Shares should be regarded as speculative due to the nature of the Company's business.

Change in cannabis laws, regulations and guidelines.

Activities in the retail cannabis industry will be subject to a variety of laws, regulations and guidelines relating to the distribution, possession, sale, advertisement, packaging, health, safety, purchasing and consumption of cannabis products under a retail license and the operation, physical structure and security of licensed retail stores. These laws and regulations are broad in scope, subject to evolving interpretations and may change in ways currently unforeseen by the Company. If any changes to such laws, regulations and guidelines occur, which are matters beyond the control of the Company. The Company's future activities in the industry may incur significant costs in complying with such changes or it may be unable to comply therewith, which in turn may result in a material adverse effect on the Company's business, financial condition and results of operation. In addition, violations of these laws, or allegations of such violations, could disrupt certain aspects of the Company's business strategy and result in a material adverse effect on certain aspects of its planned operations. The *Cannabis Act* (Canada) and its regulations came into force on October 17, 2018 and prohibit testimonials, lifestyle branding and packaging that is appealing to youth. The restrictions on advertising, marketing and the use of logos and brand names could have a material adverse impact on the Company's proposed business, financial condition and results of operation. The legislative framework pertaining to the Canadian recreational cannabis market is uncertain. In addition, the governments of every Canadian province and territory have, to varying degrees, announced proposed regulatory regimes for the distribution and sale of cannabis for recreational use within those jurisdictions. There is no guarantee that provincial legislation regulating the distribution and sale of cannabis for recreational use will be enacted according to all the terms announced by such provinces and territories, or at all, or that any such legislation, if enacted, will create the growth opportunities that the Company currently anticipates. While the impact of any new legislative framework for the regulation of the Canadian recreational cannabis market is uncertain, any of the foregoing could result in a material adverse effect on the Company's business, financial condition and results of operations.

Operation permits and authorizations.

The recreational cannabis industry is in its early development stage and restrictions on sales and marketing activities imposed by Health Canada, various medical associations, other governmental or quasi-governmental bodies or voluntary industry associations may adversely affect the Company's ability to conduct sales and marketing activities and could have a material adverse effect on the Company's business, operating results or financial condition. The Government of Canada implemented legalization, regulation and restriction with respect to accessing cannabis for recreational use on October 17, 2018. The Company may not be able to obtain or maintain the necessary licenses, permits, authorizations or accreditations, or may only be able to do so at great cost, to operate its retail business. In addition, the Company's activities may not be able to comply fully with the wide variety of laws and regulations applicable to the cannabis industry. Failure to comply with or to obtain the necessary licenses, permits,

authorizations or accreditations could result in restrictions on the Company's ability to operate in the cannabis industry, which could have a material adverse effect on the Company's business.

Competition.

The Company intends to develop a retail cannabis business across Canada through the establishment of licensed retail stores. The Company expects that the cannabis retail industry will be highly competitive, with a large number of potential entrants who will be competing for available real estate locations and retail licenses. The Company will face intense competition from other companies, some of which can be expected to have more financial resources and manufacturing and marketing experience than the Company. Increased competition by larger and better financed competitors could materially and adversely affect the business, financial condition and results of operations of the Company. To remain competitive, the Company will require a continued high level of investment in hiring, training and retention of marketing, sales and customer service staff. The Company may not have sufficient resources to retain and training of marketing, sales and customer service staff on a competitive basis which could materially and adversely affect the business, financial condition and operating results of the Company.

The Company undertakes its best efforts to mitigate the above risks using the resources at its disposal but believes that uncertainties and risks do exist in its business operations.

MATERIAL FACTS AND MATERIAL CHANGES

There are no material facts or material changes about the Company that have not been generally disclosed.