

Form 45-106F6
British Columbia Report of Exempt Distribution

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution in British Columbia.

Issuer/underwriter information

Item 1: Issuer/underwriter name and contact information

Cadan Resources Corporation, www.cadanresources.com, Suite 600-666 Burrard Street,
Vancouver, BC, V6C3P6. Telephone: 604-687-0760. Email: mfaris@cadanresources.com

Item 2: Reporting issuer status

The issuer is a reporting issuer in British Columbia and Alberta.

Item 3: Issuer's industry

Indicate the industry of the issuer by checking the appropriate box below.

- | | |
|---|---|
| <input type="checkbox"/> Bio-tech | Mining |
| Financial Services | <input checked="" type="checkbox"/> exploration/development |
| <input type="checkbox"/> investment companies and funds | <input type="checkbox"/> production |
| <input type="checkbox"/> mortgage investment companies | <input type="checkbox"/> Oil and gas |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Industrial | <input type="checkbox"/> Other (describe) |
-

Item 4: Insiders and promoters of non-reporting issuers

| Information about insiders and promoters | | | |
|--|--|---|---|
| Full name, municipality and country of principal residence | All positions held (e.g., director, officer, promoter and/or holder of more than 10% of voting securities) | Number and type of securities of the issuer beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution | Total price paid for all securities beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution (Canadian \$) |
| N/A | | | |
| | | | |

Details of distribution

Item 5: Distribution date

State the distribution date. If this report is being filed for securities distributed on more than one distribution date, state all distribution dates.

September 5, 2014

Item 6: Number and type of securities

For each security distributed:

8,784,500 Shares to be issued at a deemed price of \$0.05 pursuant to a Debt Settlement agreement for outstanding debt.

Item 7: Geographical information about purchasers

| Each Canadian and foreign jurisdiction where purchasers reside | Number of purchasers | Price per security (Canadian \$) ¹ | Total dollar value raised from purchasers in the jurisdiction (Canadian \$) DEEMED VALUE |
|--|----------------------|---|--|
| British Columbia | 6 | 0.05 | \$158,800 |
| Australia | 5 | 0.05 | \$195,925 |
| Hong Kong | 1 | 0.05 | \$77,500 |
| Switzerland | 1 | 0.05 | \$7,000 |
| | | | |
| Total number of Purchasers | 13 | | |
| Total dollar value of distribution in all jurisdictions (Canadian \$) | | | \$439,225.00 |

Note 1: If securities are issued at different prices, list the highest and lowest price for which the securities were sold.

Item 8: Information about purchasers

| Information about non-individual purchasers | | | | | |
|--|---|---|------------------------------------|----------------------|-----------------------------------|
| Full name and address of purchaser and name and telephone number of a contact person | Indicate if the purchaser is an insider (I) of the issuer or a registrant (R) | Number and type of securities purchased | Total purchase price (Canadian \$) | Exemption relied on | Date of distribution (yyyy-mm-dd) |
| Allbeach Nominees Pty Ltd. 29A Bobbin Head Road Pymble NSW 2073 Australia Peter Cunningham 0419189372 | | 700,000 shares | \$35,000 | ("NI 45-106") 2.3(2) | September 5, 2014 |
| DR Corporate Services 1550 Ostler Crt North Vancouver, BC, V7G 2P1 Derick Sinclair 604-924-8000 | I | 550,000 shares | \$27,500 | ("NI 45-106") 2.5(2) | September 5, 2014 |
| Mandalay Capital Group Limited Suite 2903 – 2905 Pacific Link Tower Southmark, 11 Yip Hing Street Aberdeen, Hong Kong Philip Gregory T: +852 2122 9008 | | 1,550,000 shares | \$77,500 | ("NI 45-106") 2.3(2) | September 5, 2014 |
| Treston & Co. PO Box 245, Albany Creek QLD 4035, Australia Peter Treston 40512060761 | | 26,500 shares | \$1,325 | ("NI 45-106") 2.5(2) | September 5, 2014 |
| Purple Crown Communications #300 – 1055 West Hastings Street | | 400,000 shares | \$20,000 | ("NI 45-106") 2.5(2) | September 5, 2014 |

| Information about non-individual purchasers | | | | | |
|---|---|---|------------------------------------|----------------------|-----------------------------------|
| Full name and address of purchaser and name and telephone number of a contact person | Indicate if the purchaser is an insider (I) of the issuer or a registrant (R) | Number and type of securities purchased | Total purchase price (Canadian \$) | Exemption relied on | Date of distribution (yyyy-mm-dd) |
| Vancouver, BC V6E 2E9 Julie Hajduk 604-568-2486 | | | | | |
| Purplefish Capital Ltd. 3253 West 24th Avenue Vancouver, BC V6L 1R8 John Anderson 604-218-7400 | | 1,926,000 shares | \$96,300 | ("NI 45-106") 2.3(2) | September 5, 2014 |
| First Apollo Capital Ltd Level 20, 10 Eagle Street Brisbane QLD 4000, Australia Alan Philips 07-32211796 | | 240,000 shares | \$12,000 | ("NI 45-106") 2.3(2) | September 5, 2014 |
| VBCE Vancouver Currency Exchange Suite 120 – 800 West Pender Street Vancouver, BC V6C 2V6 Gavin Chong 604-685-1016 | | 80,000 shares | \$4,000 | ("NI 45-106") 2.3(2) | September 5, 2014 |
| TOTAL | | 5,472,500 | \$273,625.00 | | |

Commissions and finder's fees

Item 9: Commissions and finder's fees

| Full name and address of the person being compensated | Indicate if the person being compensated is an insider (I) of the issuer or a registrant (R) | Compensation paid or to be paid (cash and/or securities) | | | | |
|---|--|--|--------------------------------------|----------------------------------|---|--|
| | | Cash (Canadian \$) | Securities | | | Total dollar value of compensation (Canadian \$) |
| | | | Number and type of securities issued | Price per security (Canadian \$) | Exemption relied on and date of distribution (yyyy-mm-dd) | |
| | | | | | | |

Certificate

On behalf of the issuer, I certify that the statements made in this report are true.

Date: Sept 10, 2014

Cadan Resources Corporation

Name of issuer (please print)

Derick Sinclair, CFO 778-370-1372

Print name, title and telephone number of person signing

Cs/"Derick Sinclair"

Signature

Item 10: Contact information

State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

Monita Faris – Corporate Secretary 778-370-1372

mfaris@cadanresources.com

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.