

AMENDED 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

A. State the following:

- the full name of the issuer of the security distributed. Include the former name of the issuer if its name has changed since this report was last filed;

MARITIME RESOURCES CORP.

- the address, telephone number and email address of the issuer's head office.

615 – 800 West Pender Street

Vancouver, BC V6C 2V6

Tel. 604 336-7322

Email: info@maritimeresourcescorp.com

B. If an underwriter is completing this report, state the following:

- the full name of the underwriter;
- the underwriter's website address; and
- the address, telephone number and email address of the underwriter's head office.

Item 2: Reporting issuer status

A. State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

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

B. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, name the investment fund manager and state the jurisdiction(s) where it is registered.

Item 3: Issuer's industry

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

☐ Bio-tech

Mining

Financial Services☐ investment companies and funds☐ mortgage investment companies☐ securitized products issuers☐ Forestry☐ Hi-tech☐ Industrial☒ exploration/development☐ production☐ Oil and gas☐ Real estate☐ Utilities☐ Other (describe)

Item 4: Insiders and promoters of non-reporting issuers

If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

If the issuer is not a reporting issuer in any jurisdiction of Canada, complete the following table by providing information about each insider and promoter of the issuer. If the insider or promoter is not an individual, complete the table for directors and officers of the insider or promoter.

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 \$)

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.

April 22, 2016

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;
- state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date; and
- if the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, state the exemption(s) relied on. If more than one exemption is relied on, state the amount raised using each exemption.

5,270,000 Common shares

5,270,000 Warrants

382,875 Finder's Warrants

5,270,000 Royalty Units

The warrants and the finder's warrants have the same terms. Each warrant or finder's warrant is exercisable into one common share at \$0.20 until April 21, 2019.

Total royalties payable from the Royalty Units (the "Royalty Payment") will be capped at an amount equal to 100% of the total Offering with the Royalty Payments being made annually, beginning on the first anniversary of the date of commencement of commercial production from the Project. Upon payment of aggregate Royalty Payments totaling 100% of the total investment made pursuant to the Offering, the Royalty will terminate. Royalty Payments will be funded solely from 10% of annual net cash flow from the Green Bay Project. For purposes of the Royalty, "net cash flow" will mean net production revenues realized from the Project after deducting all Project operating and debt servicing costs. Maritime also agrees that it will offer all Royalty Payments to be paid either in cash or in gold, at the option of the Company.

Item 7: Geographical information about purchasers

Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report. The information provided in this table must reconcile with the information provided in item 8 and Schedules I and II.

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 \$)
British Columbia	11	\$0.14 \$0.01	\$497,250
Alberta	3	\$0.14 \$0.01	47,100
Ontario	2	\$0.14 \$0.01	65,100
Japan	4	\$0.14 \$0.01	116,550
Mauritius	1	\$0.14 \$0.01	15,000
United Kingdom	1	\$0.14 \$0.01	49,500
Total number of Purchasers	22		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$790,500

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*Instructions*

A. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

B. Information about the purchasers of securities under the distribution is required to be disclosed in different tables in this report. Complete

- the following table for each purchaser that is not an individual, and
- the tables in Schedules I and II of this report for each purchaser who is an individual.

Do not include in the tables information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report.

C. An issuer or underwriter completing this table in connection with a distribution using the exemption in subparagraph 6.1(1)(j) [*TSX Venture Exchange offering*] of National Instrument 45-106 *Prospectus Exemptions* may choose to replace the information in the first column with the total number of purchasers, whether individuals or not, by jurisdiction. If the issuer or underwriter chooses to do so, then the issuer or underwriter is not required to complete the second column or the tables in Schedules I and II.

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)
1368898 Alberta Ltd. RR 3, Stn Main High River, AB T1V 1N3 Tel 403 710 4863	N/A	130,000 Units 130,000 Royalty Deeds	\$19,500	NI 45-106 S 2.3	2016-04-22
Nu Enterprises Ltd. 4188 Quarry Crt North Vancouver, BC V7K 3C3 604 321-9992	N/A	135,000 Units 135,000 Royalty Deeds	\$20,250	NI 45-106 S 2.3	2016-04-22
Niblick Holdings 158 Holland Ave. Ottawa, ON K1Y 0Y4 Tel 1 613 614 7866	N/A	134,000 Units 134,000 Royalty Deeds	\$20,100	NI 45-106 S 2.3	2016-04-22
Neon Rainbow Holdings Ltd. 21071-43A Ave Langley, BC V3A 8K4 Tel 604 787-5653	I	165,000 Units 165,000 Royalty Deeds	\$24,750	NI 45-106 S 2.5	2016-04-22

Commissions and finder's fees

Item 9: Commissions and finder's fees

Instructions

A. Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include information

about payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

B. If the securities being issued as compensation are or include convertible securities, such as warrants or options, add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

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)	
Leede Jones Gable Inc. 1800 ó 1140 West Pender St. Vancouver, BC V6E 4G1	N/A	\$16,875	112,500 Finder`s Warrants	\$0.20	NI 45-106 S. 2.3 2016-04-22	\$16,875
Canaccord Genuity Corp. 2200, 609 Granville Street Vancouver, BC V7Y 1H2	N/A	\$40,556.25	270,375 Finders Warrants	\$0.20	NI 45-106 S. 2.3 2016-04-22	\$40,556.25

- **Each warrant or finder`s warrant is exercisable into one common share at \$0.20 until April 21, 2019.**

Certificate

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

Date: May 5, 2016

Maritime Resources Corp.

Name of [issuer/underwriter] (please print)

Janice Davies, Corporate Secretary Tel. 604 506-2099

Print name, title and telephone number of person signing

"Janice Davies"

Signature

Instruction

The person certifying this report must complete the information in the square brackets by deleting the inapplicable word. For electronic filings, substitute a typewritten signature for a manual 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.

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

Notice - Collection and use of personal information

The British Columbia Securities Commission collects and uses the personal information required to be included in this report for the administration and enforcement of the *Securities Act*. If you have any questions about the collection and use of this information, contact the British Columbia Securities Commission at the following address:

British Columbia Securities Commission

P.O. Box 10142, Pacific Centre

701 West Georgia Street

Vancouver, British Columbia V7Y 1L2

Telephone: (604) 899-6500

Toll free across Canada: 1-800-373-6393

Facsimile: (604) 899-6581