

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;

Health Outcomes Worldwide Incorporated (the “Issuer”)

- the issuer’s website address; and

<http://healthoutcomesww.com/#/>

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

Health Outcomes Worldwide Incorporated
3050 Wilson Avenue
New Waterford, Nova Scotia B1H 5V8
(902) 862-8704
corrine.mcisaac@healthoutcomesww.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.

N/A

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 not a reporting issuer in any jurisdiction in Canada.

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.

The Issuer is not an investment fund.

Item 3: Issuer's industry

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

- | | |
|---|--|
| <input type="checkbox"/> Bio-tech | <input type="checkbox"/> Mining |
| <input type="checkbox"/> Financial Services | <input 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 checked="" 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

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 \$)
Corrine McIsaac New Waterford, Nova Scotia, Canada	Director and Chief Executive Officer; Promoter; Holder of more than 10% of voting securities	12,257,649 Common Shares	\$501.00
Arden Styles Calgary, Alberta, Canada	Director	Nil	N/A
Reza Kazemipour Los Altos Hills, California, USA	Director	Nil	N/A
Matthew Favaro Halifax, Nova Scotia, Canada	Chief Financial Officer	Nil	N/A
Jim Craig Mill Bay, British Columbia, Canada	Chief Technology Officer	1,941,174 Common Shares	\$2.00

<p>Cameron Chell Calgary, Alberta, Canada</p> <p>Erika Racicot Calgary, Alberta, Canada</p> <p>Paul Readwin Calgary, Alberta, Canada</p> <p>Pat Feighan Calgary, Alberta, Canada</p> <p>Arden Styles Calgary, Alberta, Canada</p> <p>Khurram Qureshi Toronto, Ontario, Canada</p>	<p>Business Instincts Group Inc. (“BIG”) holds 11,700,000 Common Shares of the Issuer and is a holder of more than 10% of voting securities of the Issuer. BIG is a promoter of the Issuer.</p> <p>Cameron Chell is a director and Chief Executive Officer of BIG. Erika Racicot is a director and the President of BIG. Paul Readwin is a director and Chief Intelligence Officer of BIG. Pat Feighan is a director of BIG. Arden Styles is the Chief Operating Officer of BIG. Khurram Qureshi is the Chief Financial Officer of BIG.</p>	<p>Business Instincts Group Inc. paid \$1,300.00 for its Common Shares.</p>
<p>Robert Kennedy Toronto, Ontario, Canada</p>	<p>Robert Kennedy holds 5,400,000 Common Shares personally and is a holder of more than 10% of voting securities of the Issuer. Robert Kennedy is a promoter of the Issuer.</p> <p>Robert Kennedy is the trustee of JRPB Family Trust. JRPB Family Trust holds 6,300,000 Common Shares and is a holder of more than 10% of voting securities of the Issuer.</p>	<p>Robert Kennedy paid \$600.00 for his Common Shares. JRPB Family Trust paid \$700.00 for its Common Shares.</p>
<p>Nova Scotia Business Incorporated</p>	<p>Nova Scotia Business Incorporated (“NSBI”) holds 8,589,771 Common Shares and is a holder of more than 10% of voting securities of the Issuer.</p> <p>NSBI is a government owned entity created by the <i>Nova Scotia Business Incorporated Act</i>.</p>	<p>Nova Scotia Business Incorporated converted a debenture in the amount of \$1,660,690.65 for its Common Shares</p>

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.

August 28, 2015

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;

Common Shares

- 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

4,470,000

- 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.

Section 2.3 [Accredited Investor] of NI 45-106.

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 \$)
Alberta	14	0.25	545,000.00
British Columbia	1	0.25	50,000.00
Ontario	13	0.25	447,500.00
Malta	1	0.25	75,000.00
Total number of Purchasers	29		
Total dollar value of distribution in all jurisdictions (Canadian \$)			1,117,500

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)
N/A					

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)	
PI Financial Corp. 1900, 666 Burrard Street Vancouver, BC V6C 3N1	R	\$37,975	151,900 broker warrants ¹	N/A	“Accredited Investor” – Section 2.3 – NI 45-106	\$37,975

¹ Each broker warrant is non-transferable and exercisable into one common share at a price of \$0.25 per common share for a period of two years from the date of grant.

Certificate

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

Date: September 2, 2015

Health Outcomes Worldwide Incorporated

Name of issuer (please print)

Arden Styles, Director - (403) 781-6671

Print name, title and telephone number of person signing

"Arden Styles"

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