

**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:

Intigold Mines Ltd.

Name of Issuer

Intigold.com

Issuer's Website Address

Suite 304 – 700 West Pender Street, Vancouver, BC, V6C 1G8

Address

604-669-4677, tina.whyte1@gmail.com

Telephone Number & e-mail address

N/A

Former name of Issuer, if name has changed since last report

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

N/A

Name of underwriter, website address, address, telephone number and e-mail address

**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 the provinces of British Columbia and Alberta.

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.

N/A

**Item 3: Issuer's industry**

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

☐ Bio-tech

Financial Services

☐ investment companies and funds

☐ mortgage investment companies

☐ Forestry

☐ Hi-tech

☐ Industrial

Mining

☒ exploration/development

☐ production

☐ Oil and gas

☐ Real estate

☐ Utilities

☐ Other (describe)

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**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.

n/a

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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 \$)
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.

April 26, 2012

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**Item 6: Number and type of securities**

For each security distributed:

- (a) describe the type of security,

Units

- (b) 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

4,016,636 Units at \$0.165 per unit. Each Unit comprises one common share and one share purchase warrant. Each warrant entitles the holder to purchase one common share for a period of two years from April 26, 2012.

- (c) 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.

n/a

**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 \$) <sup>1</sup>	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia	16	\$0.165	\$280,320
Quebec	4	\$0.165	\$110,250
Alberta	4	\$0.165	\$27,000
Bahamas	2	\$0.165	\$139,125
Belize	1	\$0.165	\$53,550
Ukraine	1	\$0.165	\$5,250
USA	4	\$0.165	\$47,250
<b>Total number of Purchasers</b>	<b>32</b>		
<b>Total dollar value of distribution in all jurisdictions (Canadian \$)</b>			<b>\$662,745.00</b>

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 and Registration 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 (units)	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
630578 BC Ltd 304-700 W. Pender St. Vancouver, BC V3B5X6	N/A	284,276	\$46,905	2.5 of NI 45-106	2012-04-26
Anini Investments Ltd 2320 Trafalgar Street Vancouver, BC V6K 4N1	N/A	455,000	\$75,075.00	2.5 of NI 45-106	2012-04-26
Manat Social Web Inc. 1425 Lameys Mill Road, Suite 78 Vancouver, BC V6H 3W2	N/A	455,000	\$75,075.00	2.5 of NI 45-106	2012-04-12
Elco Bank & Trust Limited Loyalist Plaza Den Mackay Blvd Marsh Harbour Abaco , Bahamas	N/A	779,545	\$128,625.00	2.3 of NI 45-106	2012-04-12

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 (units)	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Millington Capital Corp 60 Market Square Belize City, Belize		324,545	\$53,550.00	2.3 of NI 45-106	2012-04-26
Mann Electric Alberta Inc. 52322 Rang Rd 273 Spruce Grove, AB T7X 3S2, Canada		39,394	\$6,500	2.5 of NI 45-106	2012-04-26
Northway Ventures 14 Boulder Blvd. Stony Plain, AB, T7Z 1V7		30,303	\$5,000	2.5 of NI 45-106	2012-04-26

## 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)	
Luis Duprat 383 18 <sup>th</sup> Street Brandon, MB, R7A 5A8		\$4,016	Nil	n/a	n/a	\$4,016

Millington Capital Corp. 60 Market Square Belize	N/A	\$10,623	Nil	n/a	n/a	\$10,623
Canaccord Genuity Corp. 2200 – 609 Granville St Vancouver, BC, V7Y 1H2	N/A	\$236.25	Nil	n/a	n/a	\$236.25
Euro Pacific Canada Inc. 130 King Street West The Exchange Tower, Suite 2820 Toronto, ON, M5X 1A9	N/A	\$787.50	Nil	n/a	n/a	\$787.50
Greg Stewart 3357 West Broadway Vancouver, BC	N/A	Nil	41,284 shares	\$0.165	2.3 of NI 45-106 2012-04-26	\$6,812
Brian Gillstrom 4260 River Road Richmond, BC, V7C 1A2	N/A	Nil	58,466 shares	\$0.165	2.3 of NI 45-106 2012-04-26	\$9,646.89
Katherine Moore 405 – 1072 Hamilton Street Vancouver, BC, V6B 2R9	N/A	Nil	35,455 shares	\$0.165	BCI 45-529 2012-04-26	\$5,850
Charles Bowman 205 Alton Drive Beaconsfield, QC, H9W 2Z5	N/A	Nil	35,795 shares	\$0.165	2.3 of NI 45-106 April 26/12	\$5,906

## Certificate

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

Date: May 12, 2012

INTIGOLD MINES LTD.

Name of [issuer/underwriter] (please print)

Tina Whyte, Director & Secretary, 604-669-4677

Print name, title and telephone number of person signing

“Tina Whyte”

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