

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

BEE VECTORING TECHNOLOGIES INTERNATIONAL INC. (the "Issuer")

Formerly Unique Resources Corp.
Suite 800 – 789 West Pender Street
Vancouver, British Columbia
V6C 1H2
Tel. 604 638-8063

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 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.

- | | |
|---|--|
| <input type="checkbox"/> Bio-tech | <u>Mining</u> |
| <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 |

- ☐ Securitized products issuers
☐ Forestry
☐ Hi-tech
☒ Industrial

- ☐ 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.

June 30, 2015

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.

12,426,200 subscription receipts of Issuer (the "**Subscription Receipts**") at a price of \$0.25 per Subscription Receipt. Each Subscription Receipt will automatically convert, without the payment of additional consideration, into one common share of the Issuer (a "**Receipt Share**") upon certain conditions being met.

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	59	\$0.25	\$2,094,550
Alberta	5	\$0.25	\$117,500
Manitoba	2	\$0.25	\$50,000
Saskatchewan	1	\$0.25	\$10,000
Ontario	15	\$0.25	\$542,000
Nova Scotia	1	\$0.25	\$5,000
U.S.A.	3	\$0.25	\$130,000
Switzerland	3	\$0.25	\$132,500
Panama	1	\$0.25	\$25,000
Total number of Purchasers	90		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$3,106,550.00

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*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	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
BC0606390 Ltd. 954 Mt. Bulman Drive Vernon, BC V1B 2Z1 Brian Monaghan Tel. 250-503-1023	N/A	50,000 Subscription Receipts	\$12,500	Section 2.3(1) of NI 45-106	2015-06-30
Gentle Dwarf Enterprises 426 Glenmary Road RR#3 Enderby, BC V0E 1V3 Imre Kovacs Tel. 250-309-4304	N/A	50,000 Subscription Receipts	\$12,500	Section 2.3(1) of NI 45-106	2015-06-30
COG Research Investments Inc. 1800, 510 Georgia St. W Vancouver, BC V6B 0M3 Thomas Wharton Tel. 604-641-4963	N/A	400,000 Subscription Receipts	\$100,000	Section 2.3(1) of NI 45-106	2015-06-30
Real Earth 2 (Holdings) Limited 1800, 510 Georgia St. W Vancouver, BC V6B 0M3 Michael Schaefer Tel. 604-641-4963	N/A	800,000 Subscription Receipts	\$200,000	Section 2.3(1) of NI 45-106	2015-06-30
Mud Holdings Ltd. 1800, 510 Georgia St. W Vancouver, BC V6B 0M3 David Hunter Tel. 604-641-4963	N/A	400,000 Subscription Receipts	\$100,000	Section 2.3(1) of NI 45-106	2015-06-30
Sacs Investment Ltd. 6410 Charing Crt. Burnaby, BC V5E 3Y3 Carlo Rahal Tel. 604-697-6087	R	100,000 Subscription Receipts	\$25,000	Section 2.3(1) of NI 45-106	2015-06-30

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)
Glasswaters Foundation 181 McLean St. Campbell River, BC V9W 2M2 Katherine Smail Tel. 250-850-201	N/A	400,000 Subscription Receipts	\$100,000	Section 2.3(1) of NI 45-106	2015-06-30
Emerson Holdings Ltd. 410-625 Howe St. Vancouver, BC V6C 2T6 Lyle Braaten Tel. 604-873-4664	N/A	180,000 Subscription Receipts	\$45,000	Section 2.3(1) of NI 45-106	2015-06-30
Chelmer Investments Corp. 2717 West 29th Ave. W. Vancouver, BC V6L 1X8 Shannon Hamilton Tel. 604-731-9617	N/A	40,000 Subscription Receipts	\$10,000	Section 2.3(1) of NI 45-106	2015-06-30
663400 B.C. Ltd. 1794 Sperling Ave. Burnaby, BC V5B 4K3 Karim Rehmat Tel. 604-787-8890	N/A	80,000 Subscription Receipts	\$20,000	Section 2.3(1) of NI 45-106	2015-06-30
393393 B.C. Ltd. 1200-609 Granville St. Vancouver, BC V7Y 1G6 William Davidson Tel. 604-687-0947	N/A	100,000 Subscription Receipts	\$25,000	Section 2.3(1) of NI 45-106	2015-06-30
Laidar Holdings Ltd. 204-805 W. Broadway Vancouver, BC V5Z 1K1 Sheryl Wittenberg Tel. 604-873-0016	N/A	300,000 Subscription Receipts	\$75,000	Section 2.3(1) of NI 45-106	2015-06-30
Ladasa Investments Inc. 6857 Churchill St. Vancouver, BC V6P 5B4 Gerald Wittenberg Tel. 604-657-6857	N/A	300,000 Subscription Receipts	\$75,000	Section 2.3(1) of NI 45-106	2015-06-30
SJB Holdings Inc. 1524 Ottawa Ave. West Vancouver, BC V7V 2S1 Tel. not provided	N/A	40,000 Subscription Receipts	\$10,000	Section 2.3(1) of NI 45-106	2015-06-30
Spartan Holdings Ltd. 609-1540 West 2 nd Ave. Vancouver, BC V6J 1H2 Cale Moodie Tel. 604-488-9557	I	60,000 Subscription Receipts	\$15,000	Section 2.3(1) of NI 45-106	2015-06-30

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)
Equities Media Inc. 415 Hornby St. Vancouver, BC V6G 2Y2 Matthew Fleming Tel. 604-801-9906	N/A	160,000 Subscription Receipts	\$40,000	Section 2.3(1) of NI 45-106	2015-06-30
622738 B.C. LTD. #1100-888 Dunsmuir Vancouver, BC V6C 3K4 Mark Tommasi Tel. 604-318-1448	N/A	100,000 Subscription Receipts	\$25,000	Section 2.3(1) of NI 45-106	2015-06-30
0915034 B.C. Ltd. 3290 Mathers West Vancouver, BC V7V 2K5 John Welsh Tel. 778-998-5814	N/A	800,000 Subscription Receipts	\$200,000	Section 2.3(1) of NI 45-106	2015-06-30
GRF Consulting Corp. 1763 West 62 nd Ave. Vancouver, BC V6P 2G2 Gary Freeman Tel. 604-889-9295	I	240,000 Subscription Receipts	\$60,000	Section 2.3(1) of NI 45-106	2015-06-30
CDM Capital Partners Inc. 800 – 789 West Pender Street Vancouver, BC V6C 1H2 Darren Devine Tel. 604-569-2963	N/A	240,000 Subscription Receipts	\$60,000	Section 2.3(1) of NI 45-106	2015-06-30
Chelmer Consulting Corp. 2717 West 29 th Avenue Vancouver, BC V6L 1X8 Darren Devine Tel. 604-764-7026	N/A	111,200 Subscription Receipts	\$27,800	Section 2.3(1) of NI 45-106	2015-06-30
Farquhar Holdings Ltd. 2401 Parliament Ave. Regina, SK S4S 4G5 Brad Farquhar Tel. 306-539-7440	N/A	40,000 Subscription Receipts	\$10,000	Section 2.3(1) of NI 45-106	2015-06-30
Josh Arbuckle Professional Corporation 320 Bay Street Suite 1600 Toronto, ON M5H 4A6 Josh Arbuckle Tel. 416-644-9960	N/A	300,000 Subscription Receipts	\$75,000	Section 2.3(1) of NI 45-106	2015-06-30

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)
2378083 Ontario Inc 73 Yorkminster Road Toronto, ON M2P 1M4 Fred Leigh Tel. 647-999-6520	N/A	80,000 Subscription Receipts	\$20,000	Section 2.3(1) of NI 45-106	2015-06-30
Calhoun First Financial Inc. 4 Edenvale Crescent Toronto, ON M9A 4A4 Wally Rudensky Tel. 416-626-6000	N/A	100,000 Subscription Receipts	\$25,000	Section 2.3(1) of NI 45-106	2015-06-30
Fortius Research and Trading Corp. 3006-2045 Lakeshore Blvd. West Toronto, ON M8V 2Z6 Anthony Durkacz Tel. 416-720-4360	R	100,000 Subscription Receipts	\$25,000	Section 2.3(1) of NI 45-106	2015-06-30
Oldcourt Investments Fund Inc. 53 rd Street Obarrio, Swiss Bank Tower Panama 5 Panama Werner Ulrich Tel. 0041-61-312-7017	N/A	100,000 Subscription Receipts	\$25,000	BCI 72-503	2015-06-30
Highchart Investments Limited 3 Rue Du General-Dufour PO BOX 5611 CH-1211 Geneva 11 Switzerland Solly Alain Lawi Tel. 011-417-9434-9438	N/A	400,000 Subscription Receipts	\$100,000	BCI 72-503	2015-06-30
Robert George Hunter Estate R. Scott Hunter Testamentary Trust 2719 35 th Avenue W. Vancouver, BC V6N 2M1 Tel. 604-697-7116	R	40,000 Subscription Receipts	\$10,000	Section 2.3(1) of NI 45-106	2015-06-30
R. Scott Hunter Non-Testamentary Trust 2719 35 th Avenue W. Vancouver, BC V6N 2M1 Tel. 604-697-7116	R	40,000 Subscription Receipts	\$10,000	Section 2.3(1) of NI 45-106	2015-06-30

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)	
Canaccord Genuity Corp. 2200-609 Granville Street Vancouver, BC V7Y 1H2	R	\$277,040	320,000 common shares 708,160 Agent's Warrants ⁽¹⁾	\$0.25 (deemed) Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$357,040 (including deemed compensation of common shares)
First Republic Capital Corporation 55 University Ave Suite 1003 Toronto, ON	N/A	\$3,200	12,800 Finder's Warrants ⁽²⁾	Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$3,200
Chelmer Consulting Corp. 2717 West 29th Ave. Vancouver, BC V6C 1H2	N/A	\$28,200	112,800 Finder's Warrants ⁽²⁾	Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$28,200
Fenny Bridge Management Corp. 149 Milross Avenue Vancouver, BC V6A 0A2	N/A	\$3,600	14,400 Finder's Warrants ⁽²⁾	Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$3,600
Dave Bajwa, 9700 Desmond Rd. Richmond, BC V7E 1R2	N/A	\$300	1,200 Finder's Warrants ⁽²⁾	Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$300

0941504 B.C. Ltd. 350 - 1111 Melville St. Vancouver, BC V6E 3V6	N/A	\$12,000	48,000 Finder's Warrants ⁽²⁾	Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$12,000
0915034 B.C. Ltd. 3290 Mathers Ave. West Vancouver, BC V7B 2K5	N/A	\$9,000	36,000 Finder's Warrants ⁽²⁾	Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$9,000
Kassel Enterprises Inc. 5233 Cliffridge Ave. North Vancouver, BC V7R 3V2	N/A	\$1,500	6,000 Finder's Warrants ⁽²⁾	Nil until exercised	S. 2.3 of NI 45-106 June 30, 2015	\$1,500

¹ Each Agent's Warrant will be exercisable until June 30, 2018 and will entitle the holder thereof to purchase one additional common share of the Issuer at an exercise price of \$0.25 per share.

² Each Finder's Warrant will be exercisable until June 30, 2018 and will entitle the holder thereof to purchase one additional common share of the Issuer at an exercise price of \$0.25 per share.

Certificate

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

Date: July 14, 2015

Bee Vectoring Technologies International Inc.

Name of Issuer

Michael Collinson, President and CEO, 416-318-3484

Print name, title and telephone number of person signing

"Michael Collinson"

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