

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:

Alexander Nubia International Inc.
Suite 500 - 666 Burrard Street
Vancouver, British Columbia
V6C 3P6
(778) 806-5151

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

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 reporting in the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland & Labrador.

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

Mining

Financial Services

☒ exploration/development

☐ investment companies and funds

☐ production

☐ mortgage investment companies

☐ Oil and gas

- ☐ 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 \$)
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.

June 2, 2015

Item 6: Number and type of securities

For each security distributed:

4,019,426 common shares (the “**Common Shares**”), each Common Share issued at a deemed price of \$0.125 per Common Share.

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, Canada	8	\$0.125	\$284,180.36
Ontario, Canada	1	\$0.125	\$60,000.00
Majuro, Marshall Islands	1	\$0.125	\$25,000.00
Grand Cayman, Cayman Islands	1	\$0.125	\$23,333.00
Texas, USA	1	\$0.125	\$35,000.00
Cairo, Egypt	1	\$0.125	\$67,500.00
Lancashire, UK	1	\$0.125	7,414.90
Total Number of Purchasers	14		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$502,428.26

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)
222583 B.C. Ltd. 7846 – 160 th Street Surrey, B.C. V4N 0T9 Contact: Dr. John Payne Telephone: +1 604 357 3384	N/A	160,000 common shares	\$20,000.00	s. 2.14 of NI 45-106	2015-06-02
Koutsotto Holdings Ltd. Trust Company Complex Ajeltake Road Ajeltake Island, Majuro MH96960 Marshall Islands Contact: Lisa Bortolotto Telephone: +33643914049	N/A	200,000 common shares	\$25,000.00	s. 2.14 of NI 45-106	2015-06-02
Kouts Capital Cayman Fiduciary Third Floor, Landmark Square, 64 Earth Close P.O. Box 707 Camana Bay, Grand Cayman KY1-9006 Cayman Islands Contact: Bill Koutsouras Telephone: +33678634932	I	186,664 common shares	\$23,333.00	s. 2.14 of NI 45-106	2015-06-02

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)
Mynah Exploration Inc. 3919 Cedar Crescent Delta, B.C. V4M 1J9 Contact: Danae Voormeij Telephone: 604 970 8939	N/A	379,181 common shares	\$47,397.65	s. 2.14 of NI 45-106	2015-06-02
Red Fern Consulting Ltd. 700 – 510 West Hastings Street Vancouver, B.C. V6B 1L8 Contact: Justin Blanchett Telephone: 604 787 8875	I	291,003 common shares	\$36,375.33	s. 2.14 of NI 45-106	2015-06-02
Rikyu Sung Kapital 7662 Kerrywood Crescent Burnaby, B.C. V5A 2G1 Contact: Rabab Massoud Telephone: 604-512-3045	N/A	360,000 common shares	\$45,000.00	s. 2.14 of NI 45-106	2015-06-02
Hardrock Diamond Drilling Ltd. 60 Middle Bench Road, South Penticton, B.C. V2A 8S7 Contact: Jordan Ioanne Telephone: +1 (250) 492-3599	N/A	480,000 common shares	\$60,000.00	s. 2.14 of NI 45-106	2015-06-02
Aird & Berlis LLP 181 Bay Street, Suite 1800 Toronto, ON M5J 2T9 Contact: Richard Kimmel Telephone: +1 416 865 3961	N/A	480,000 common shares	\$60,000.00	s. 2.14 of NI 45-106	2015-06-02

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)	
N/A						

Certificate

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

Date: June 12 , 2015

Alexander Nubia International Inc.

Name of issuer (please print)

GILES BAYNHAM, DIRECTOR, +1 604 746 6126

Print name, title and telephone number of person signing

"Giles Baynham"

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.

A. Alexander Massoud, President and Chief Executive Officer

Telephone: (778) 806-5151

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