### 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;

Monster Uranium Corp.

• the issuer's website address; and

N/A

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

203 - 409 Granville Street Vancouver, BC V6C 1T (604) 689-5002

- 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 a reporting issuer in the provinces of 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.

N/A

## Item 3: Issuer's industry

Indicate the industry of the issuer by checking the appropriate box below.						
☐ Bio-tech	Mining					
Financial Services	X - exploration/development					
investment companies and funds	production					
mortgage investment companies	Oil and gas					
Forestry	Real estate					
Hi-tech	Utilities					
☐ Industrial	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.

The distribution date for the issue of the Common Shares is August 17, 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

4,400,000 Common Shares

4,400,000 transferable Common Share Purchase Warrants – exercisable at \$0.10 per share during the first twelve (12) months and \$0.20 per share during the second twelve (12) months from the date of issue.

• 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	9	\$0.05	\$175,000
Ontario	1	\$0.05	\$ 20,000
Saudi Arabia	1	\$0.05	\$ 25,000
Total number of Purchasers	11		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$ 220,000

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)	
Jescorp Capital Inc. Suite 102, 1021 Hamilton Ave. North Vancouver, BC V7P 0B6		Common Shares	\$32,500	Sec 2.3 NI 45-106	August 17, 2015	
Wayzata Finance Inc. Suite 488, 625 Howe Street, Vancouver, BC V6C 2T6		Common Shares	\$20,000	Sec 2.3 NI 45-106	August 17, 2015	
Leucadia Finance Partners Inc. Suite 488, 625 Howe Street, Vancouver, BC V6C 2T6		Common Shares	\$20,000	Sec 2.3 NI 45-106	August 17, 2015	

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)	
DD Mercantile Corp. 3355 Morgan Creek Way #43 Surrey, B.C V3S 0J9		Common Shares	\$10,000	Sec 2.3 NI 45-106	August 17, 2015	

### 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.

	Indicate if the person being	Compensation paid or to be paid (cash and/or securities)				s)
	compensate	Securitie				
Full name and address of the person being compensated	d is an insider (I) of the issuer or a registrant (R)	Cash (Canadian \$)	Number and type of securities issued	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	Total dollar value of compensation (Canadian \$)
C3 Energy Inc. 515, 1027 Davie St., Vancouver, BC V6E 4L2		\$13,000	N/A	N/A	N/A	\$13,000

Pure Advertising &	\$5,000	N/A	N/A	N/A	\$5,000
Marketing Inc.					·
1895 – 1066 West					
Hastings Street					
Vancouver, BC					
V6E 3X1					

### Certificate

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

Date: <u>August 27, 2015</u>

Monster Uranium Corp.

Name of [issuer/underwriter] (please print)

Kevin Russell, CEO & Director

Print name, title and telephone number of person signing

/s/ Kevin Russell

\_\_\_\_\_

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