

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;
- the issuer's website address; and
- the address, telephone number and email address of the issuer's head office.

Issuer: Full name is FEDILUS 2016.1 \$US LIMITED PARTNERSHIP (the "Issuer"), whose General Partner is 1711230 Alberta Ltd. (the "General Partner"), whose head office is Suite 13, 1717-27 Ave SW Calgary, Alberta T2T1G9, (the full name of the managing director of the General Partner being Darrell Donald Osadchuk whose address is Suite 13, 1717-27 Ave SW Calgary, Alberta T2T1G9); the phone number of the Issuer being 403 244 8875. Issuer's website is: www.fedilusfunds.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.

NOT APPLICABLE

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.

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. NOT APPLICABLE

Item 3: Issuer's industry

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

- | | |
|---|--|
| Bio-tech <input type="checkbox"/> | Mining <input type="checkbox"/> |
| Financial Services <input type="checkbox"/> | exploration/development <input type="checkbox"/> |
| ent investment companies and funds <input type="checkbox"/> | production <input type="checkbox"/> |
| mortgage investment companies <input type="checkbox"/> | Oil and gas <input type="checkbox"/> |
| Real estate <input type="checkbox"/> | Forestry <input type="checkbox"/> |
| Hi-tech <input type="checkbox"/> | Utilities <input type="checkbox"/> |
| Industrial <input type="checkbox"/> | <input checked="" type="checkbox"/> Other |

Owner of Automated Commercial Machines

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 \$)
Darrell Donald Osadchuk, Calgary, Alberta, Resident of Canada	Chief Executive Officer, Secretary and Director of the General Partner	Holder of 55% of the issued Class A shares of Mocash Inc. (being 55% of the issued shares), which holds 10 Units of the Partnership issued; before the distribution. Mocash Inc. is the sole shareholder of the General Partner.	Mocash Inc. paid \$1.00 per Unit and held ten (10) Units prior to any distribution.
David James Rankine, Calgary, Alberta, Resident of Canada	President, Chief Financial Officer and Director of the General Partner	Holder of 25% of the issued Class A shares of Mocash Inc. (being 25% of the issued shares), which holds 10 Units of the Partnership; issued before the distribution. Mocash Inc. is the sole shareholder of the General Partner.	Mocash Inc. paid \$1.00 per Unit and held ten (10) Units prior to any distribution.

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.

Distribution Date was June 20, 2016.

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;

Limited Partnership Units (the “Units”)

- 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

Eighty (80) Units were distributed on June 20, 2014, four (4)

subscribers for four (4) of these Units being residents of British Columbia.

There are no convertible or exchangeable rights attached to the Units.

- 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.

Not Applicable.

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 \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Alberta Canada	35	\$59,055 to \$62,000	\$2,911,055.00
British Columbia	4	\$62,000.00	\$248,000.00
Czech Republic	3	\$62,000.00	\$248,000.00
Ontario	2	\$62,000.00	\$434,000.00
Manitoba	6	\$62,000.00	\$806,000.00
Saskatchewan	3	\$62,000.00	\$186,000.00
USA	1	\$62,000.00	\$124,000.00
Total number of Purchasers	54		
Total dollar value of distribution in all Jurisdictions (Canadian \$)			\$4,957,055.00

Note 1: If securities are issued at different prices, list the highest and lowest price for which the securities were sold. **Response:** One Unit was issued for \$59,055 in Alberta.

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)
744985 Alberta Ltd. 8121 Edgar Industrial Dr. Red Deer AB T4P3R2 403-350-5319	Neither I or R	2	\$124,000.00	Accredited Investor	2016-06-20
HYC Dispensary Ltd. Box 143, 70 Macleod Ave and Hwy 16 Spruce Grove AB T7X3C7 780-708-0300	Neither I or R	2	\$124,000.00	Accredited Investor	2016-06-20
Hebert E Woo PC 704 Massey Way Edmonton AB T6R3S6 780-504-8688	Neither I or R	2	\$124,000.00	Accredited Investor	2016-06-20
Double H Consulting 18, 51222 Range Rd 260 Spruce Grove AB T7Y1B1 780-966-6704	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20

Popcorn Plus 6228 187A st Edmonton AB T5T2T6 780-504-2232	Neither I or R	2	\$124,000.00	Accredited Investor	2016-06-20
G Brunner Consulting Ltd. 118 Maxwell Ave Red Deer AB T4R1N3 403-342-0733	Neither I or R		\$62,000.00	Accredited Investor	2016-06-20
Greystone Construction 520 Silvertip Pointe Canmore AB T1W3J1 403-679-3938	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20
Val-Bet Enterprises 90 Hawks Landing Dr Priddis AB T0L1W0 403-629-6464	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20
1923810 Alberta Ltd. 101, 1040 Railway Ave Priddis AB T1W1P4 403-688-8012	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20
101223102 Saskatchewan Ltd. 203, 2102 Heseltine RD Regina SK S4v1k9 306-501-5410	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20
Maverick Products Inc. 4325 46Ave SE Calgary AB T2B3N5 403-279-8545	Neither I or R	4	\$248,000.00	Accredited Investor	2016-06-20
WBD Holdings 4920 Chute Lake Rd Kelowna BC V1W4N3 306-745-7338	Neither I or R	3	\$186,000.00	Accredited Investor	2016-06-20
942602 Alberta Ltd. 34 Cranridge Heights SE Calgary AB T3M0E7 403-620-0807	Neither I or R	4	\$248,000.00	Accredited Investor	2016-06-20
HERR Investments 11 Burgess Ave. Winnipeg MB R3T3S6 204-261-5474	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20
R J Agri Marketing Corp. 603, 811 Crosvenue Ave Winnipeg MB R3M0M3 204-895-1064	Neither I or R	2	\$124,000.00	Accredited Investor	2016-06-20

1423142 Alberta Ltd. 903-11St SE High River AB T1V1L 403-938-6939	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20
Rose Yeung PC 465 Rooney Cres NW Edmonton AB T6R1E1 587-930-3037	Neither I or R	1	\$62,000.00	Accredited Investor	2016-06-20

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. EMD: Exempt Market Dealer I: Insider R: Exempt Market Registrant	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	Exemption relied on and date of distribution	
Triview Capital Ltd. #414, 815-1St SW Calgary T2P 1N3 AB (EMD)	\$18,432.00	N/A	N/A	N/A	\$156,125.00
Euralta International 2 Aspen Glen, unit 1 Canmore, AB T1W1A6 (R)	\$11,520.00	N/A	N/A	N/A	\$17,675.00
David Rankine (I) 13, 1717-27Ave SW Calgary, AB T2T1G9 (I)	\$9,216.00	N/A	N/A	N/A	\$2,946.00

Omnius Investments Ltd. #213, 4918 Roper Rd NW Calgary T6B3T7 AB (EMD)	\$14,729.00	N/A	N/A	N/A	\$ 14,729.00
Darrell Osadchuk 222 Mystic Ridge Pk SW Calgary T3H1S8 AB (I)	\$11,784.00	N/A	N/A	N/A	\$11,784.00
Lambros Tsaprailis 93 Evercreek Bluffs SW Calgary T2Y4P2 (R)	\$20,620.00	N/A	N/A	N/A	\$20,620.00
Brent Larison #213, 4918 Roper Rd NW Calgary T6B3T7 (NW Exemption)	\$2,964.00	N/A	N/A	N/A	\$2,964.00
Martyn Crowder 224-6655 178 ST #338 Edmonton T5T4J5 AB (R)	\$2,964.00	N/A	N/A	N/A	\$2,964.00
Moco Management Inc. 13, 1717-27 Ave SW Calgary T2T1G9 AB (I)	\$2,964.00	N/A	N/A	N/A	\$2,964.00

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Certificate

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

Date: June 23, 2016.

**Fedilus 2016.1 \$US Blended Limited Partnership by its General Partner
1711236 Alberta Ltd.**

Name of Issuer (please print)

Richard W. DeVries, Compliance Officer of the General Partner
403 668 7018

Print name, title and telephone number of person signing

Richard W. DeVries

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.

N/A

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