

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 information

Item 1: Issuer name and contact information

Paget Minerals Corp. (the "Issuer")

Name of Issuer

Suite 410 – 325 Howe Street, Vancouver, British Columbia, V6C 1Z7

Address

604- 687-3520

Telephone Number

Item 2: Reporting issuer status

The Issuer is a reporting issuer in British Columbia and Alberta.

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)

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

The securities were distributed on January 5, 2016.

Item 6: Number and type of securities

For each security distributed:

- (a) Describe the type of security:
- (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:

The Issuer distributed 3,000,000 subscription receipts ("Subscription Receipts") at a price of \$0.05 per Subscription Receipt. Upon obtaining the approval from the shareholders of the Issuer and the TSX Venture Exchange regarding the 15:1 share consolidation, the Subscription Receipts will be converted into units ("Units") without further action from the investors. Each Unit will then consist of one post-consolidated common share and one post-consolidated common share purchase warrant (each, a "Warrant"). Each Warrant will then entitle the holder thereof to acquire an additional post-consolidated common share at an exercise price of \$0.10 until January 5, 2019. The Issuer relied on sections 2.3 and 2.5 National Instrument 45-106.

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 \$)
British Columbia	11	\$0.05	\$145,000
USA	1	\$0.05	\$5,000
Total number of Purchasers	12		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$150,000

Item 8: Information about purchasers

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)
Pacific Opportunity Capital Ltd. 410-325 Howe Street, Vancouver, BC V6C 1Z7 604-687-3520 (Mark T. Brown)	I	950,000 Subscription Receipts	\$47,500.00	Section 2.5 of NI 45-106	2016-01-05
Novas Capital Corp. 1609 Derment Way, Delta, BC V3M 6K8 604-540-5300 (Ken Hallat)		200,000 Subscription Receipts	\$10,000.00	Section 2.5 of NI 45-106	2016-01-05
Sinclair Consultants Ltd. 2972 West 44th Ave., Vancouver, BC V6N 3K4 604-261-8477 (Alastair Sinclair)		100,000 Subscription Receipts	\$5,000.00	Section 2.5 of NI 45-106	2016-01-05

Arbutus Grove Capital Corp. 4867 Collingwood St., Vancouver, BC V6S 2B5 604-218-0550 (Craig Lindsay)		100,000 Subscription Receipts	\$5,000.00	Section 2.3 of NI 45-106	2016-01-05
Ross G Stringer Inc. 4715 Willow Creek Rd., West Vancouver, BC V7W 1C3 604-313-0538 (Ross Stringer)		100,000 Subscription Receipts	\$5,000.00	Section 2.5 of NI 45-106	2016-01-05
Winfield Consulting Ltd. 615 Inglewood Ave., West Vancouver, BC V7T 1X4 604-922-9780 (Bruce Winfield)		50,000 Subscription Receipts	\$2,500.00	Section 2.5 of NI 45-106	2016-01-05

For individual purchasers, please see attached Schedules.

Commissions and finder's fees

Item 9: Commissions and finder's fees

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)	
Haywood Securities Inc. 700-200 Burrard Street, Vancouver, BC V6C 3L6	R	\$2,500	70,000 finder's options	Note (1)	Section 2.3 of NI 45-106 2016-01-05	\$2,500

Note (1): The exercise price for each finder's option is \$0.05 and each finder's option converts into one post-consolidated common share and one warrant, with each warrant exercisable at \$0.10 into one post-consolidated common share for a period of three years.

Certificate

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

Date: January 5, 2016

Paget Minerals Corp.

Name of Issuer (please print)

Winnie Wong, Chief Financial Officer, 604- 687-3520

Print name, title and telephone number of person signing

"Winnie Wong"

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