

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

A. State the following:

Name: Sernova Corp.
Website: www.sernovacorp.com
Address: 700 Collip Circle, Suite 114
London, Ontario N6G 4X8
Telephone: 519-858-5126
E-mail Address: info@sernovacorp.com

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 British Columbia, Alberta, Manitoba and Ontario.

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.

Item 3: Issuer's industry

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

- | | |
|---|--|
| <input checked="" type="checkbox"/> Bio-tech | Mining |
| 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 |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Industrial | <input type="checkbox"/> 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
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.

May 8 - 14, 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.

8,888,889 units (the “Units”) at a price of \$0.18 per Unit. Each Unit consists of one common share (a “Share”) and one share purchase Warrant (a “Warrant”). Each Warrant entitles the holder to purchase one additional Share for a period of two years at a price of \$0.30 per Share. The Warrants are subject to a right of accelerated expiry at the Issuer’s option if after the expiry of the four months hold period applicable to the Warrants the twenty-day volume-weighted average trading price of the Shares on the TSX Venture Exchange (or such other stock exchange on which the Issuer’s Shares may be listed) exceeds \$0.50 (the “Acceleration Event”).

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	13	\$0.18	\$392,086.08
Alberta	16	\$0.18	\$799,920.00
Ontario	9	\$0.18	\$176,994.00
United Kingdom	1	\$0.18	\$45,000.00
Hong Kong	1	\$0.18	\$149,999.94
Gibraltar	1	\$0.18	\$36,000.00
Total number of Purchasers	41		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,600,000.02

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)
Godwin Investments Inc. 52337 Range Road, 220 Sherwood Park, AB T8E 1C3 Contact: Ashley Godwin Tel: 780-914-4810		280,000 Units	\$50,400	s. 2.3 of NI 45-106	2015-05-08
Melnyk Ventures Inc. 296 Kaska Road Sherwood Park, AB T8A 4G7 Contact: Kyle Melnyk Tel: 780-940-4001		280,000 Units	\$50,400	s. 2.3 of NI 45-106	2015-05-08
1488380 Alberta Ltd. 11130 – 199 St. NW Edmonton, AB T5S 2C6 Contact: Sergei Ewachniuk Tel: N/A		1,000,000 Units	\$180,000	s. 2.10 of NI 45-106	2015-05-08
1538740 Alberta Ltd. 514 – 9945 50 St. NW Edmonton, AB T6A 0L4 Contact: Dan St Arnaud Tel: 780-264-0948		280,000 Units	\$50,400	s. 2.3 of NI 45-106	2015-05-08
PRC Partners Ltd. 359 – 361 Queens Road, 15 th Floor Nan Dao Commercial Building, Office 1502 Hong Kong, China Contact: Frank Haenties Tel: 0049-151-413-89606		833,333 Units	\$149,999.94	BCI 72-503	2015-05-08
624625 Alberta Ltd. Box 371 Kirriemuir, AB T0C 1R0 Contact: Jim Ference Tel: 403-552-3754		25,000 Units	\$4,500	s. 2.3 of NI 45-106	2015-05-14
Altus Business Law Corporation 581 E. 30th Ave. Vancouver, BC V5V 2V7 Contact: Gary Floyd Tel: 604-351-6213		33,925 Units	\$6,106.50	s. 2.3 of NI 45-106	2015-05-14
TOTAL:		2,732,258 Units	\$491,806.44		

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)	
Dundee Securities Ltd. 1 Adelaide Street East, Suite 2100 Toronto, ON M5C 2V9	R	\$7,349.58	40,831 Finder's Warrants*	N/A	s. 2.3 of NI 45-106 2015-05-08	\$7,349.58
Raymond James Ltd. Suite 2100 – 925 W. Georgia St. Vancouver, BC V6C 3L3	R	\$1,260	7,000 Finder's Warrants*	N/A	s. 2.3 of NI 45-106 2015-05-08	\$1,260
Salman Partners Inc. 1700-1095 West Pender Street Vancouver BC V6E 2M6	R	\$14,187.60	78,820 Finder's Warrants*	N/A	s. 2.3 of NI 45-106 2015-05-14	\$14,187.60
Aston Hill Securities Inc. 77 King St. W., Suite 2115 Toronto, ON M5K 1G8	R	\$1,764	N/A	N/A	N/A	\$1,764
Mackie Research Capital Corp. 199 Bay Street , Suite 4500 Commerce Court West, Box 368 Toronto, ON M5L 1G2	R	\$1,890	10,500 Finder's Warrants*	N/A	s. 2.3 of NI 45-106 2015-05-14	\$1,890

* Each Finder's Warrant entitles the holder to purchase one common share of the Issuer at a price of \$0.30 per share for a period of two years, subject to Acceleration Event.

Certificate

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

Date: May 18, 2015

SERNOVA CORP.

Name of Issuer (please print)

Philip Toleikis, President and CEO (604) 961-2939

Print name, title and telephone number of person signing

"Philip Toleikis"

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