

AMENDED
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. Marapharm Ventures Inc.
Unit 12 – 7621 Vantage Way
Delta, BC V4G 1A6
(604)952-6676

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 British Columbia 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.

N/A

Item 3: Issuer's industry

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

- | | |
|---|--|
| <input type="checkbox"/> Bio-tech | Mining |
| <input type="checkbox"/> 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 checked="" type="checkbox"/> Other (describe) |
| | <u>Medical Marijuana Business</u> |

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**

April 14, 2016

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;
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;
2,640,000 units at a price of \$0.20 per unit. Each unit consisting of 2,640,000 common shares and 2,640,000 transferable share purchase warrants. Each full warrant entitles the holder to purchase one additional common share at an exercise of \$0.40 until April 14, 2017. There is a 4 month hold period until August 15, 2016.

- 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 \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Saskatchewan	15	\$0.20 per unit	\$350,000
Alberta	12	\$0.20 per unit	\$178,000
Total number of Purchasers	27		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$528,000

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)
Daniel Bader Realty P.C. Ltd. 407 Mahabir Cres. Saskatoon, SK S7W 0J6 Daniel Bader (306)371-7760		100,000 Units	\$20,000	NI-45-106 Sec 2.3	2016-04-14
Kari Calder Realty Prof Corp. 1134 Spadina Cres., East Saskatoon, SK S7K 3H7 Kari Calder (306)717-1277		500,000 Units	\$100,000	NI-45-106 Sec 2.3	2016-04-14
1010645503 Saskatchewan Ltd. 22-4640 Harbour Landing Drive Saskatoon, SK S4W 0B8 Janine Wilson (306)537-3200		200,000 Units	\$40,000	NI-45-106 Sec 2.3	2016-04-14
410604 Alberta Ltd. 155 Douglasbank Pl. SE Calgary, AB T2Z 2J4 Lawrence Graham (403)512-5032		50,000 Units	\$10,000	NI-45-106 Sec 2.3	2016-04-14
Truxnstuff Autowholesale Ltd. Box 8, Site 25, RR7 Calgary, AB T2P L67 Lane Graham (403)850-2859		25,000 Units	\$5,000	NI-45-106 Sec 2.3	2016-04-14
1148899 AB Ltd. 132 Lake Tahoe Cr. SE Calgary, AB T2J 4X6 Michael Orechow (403)850-2853		20,000 Units	\$4,000	NI-45-106 Sec 2.3	2016-04-14

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)	
Lorrie Lee Chillog 207 Wilkinson Cres Saskatoon, SK S7N 3L8		\$32,500	162,500 non-transferable Warrants	Warrants exercisable at \$0.40 per share	NI 45-106 Sec 2.3 2016-04-14	\$32,500
Jamie Pelletier 244 Edmund Park Saskatoon, SK S7N 0Z4		\$2,500	12,500 non-transferable Warrants	Warrants exercisable at \$0.40 per share	NI 45-106 Sec 2.3 2016-04-14	\$2,500
Ingrid R. Tsapraillis 98 Evergreen Bluff Crescent, SW Calgary, AB T2Y 4P2		N/A	77,500 Units (1)	Deemed price of \$0.20 per Unit	NI 45-106 Sec 2.3 2016-04-14	\$15,500
Landon Lovig 7915 – 85 th Ave., NW Edmonton, AB T6C 1G3		N/A	11,500 Units (1)	Deemed price of \$0.20 per Unit	NI 45-106 Sec 2.3 2016-04-14	\$2,300

- (1) Each Unit at a price of \$0.20 per Unit will consist of one common share and one non-transferable share purchase warrant. Each whole non-transferable warrant will entitle the holder to purchase one common share at a price of \$0.40 until April 14, 2017.

Certificate

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

Date: April 22, 2016

Marapharm Ventures Inc.

Name of [issuer/underwriter] (please print)

Les Kjosness, President (604)952-6676

Print name, title and telephone number of person signing

"Les Kjosness"

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