

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;

VWR Capital Corp.

- the issuer's website address; and

www.vwrcapital.com

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

**Suite 111, 20434 – 64th Avenue
Langley, BC V2Y 1N4**

Telephone: **604-530-7430**

email: **info@vwrcapital.com**

B. If an underwriter is completing this report, state the following:

- the full name of the underwriter;

Not applicable

- the underwriter's website address; and

Not applicable

- 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.

Non-reporting: X

Reporting: Jurisdictions: **N/A**

- 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 next to one of the industries listed below.

<input type="checkbox"/>	Bio-tech	<input type="checkbox"/>	Mining
<input type="checkbox"/>	Financial Services	<input type="checkbox"/>	exploration / development
<input type="checkbox"/>	investment companies and funds	<input type="checkbox"/>	production
<input checked="" type="checkbox"/>	mortgage investment companies	<input type="checkbox"/>	Oil and gas
<input type="checkbox"/>	securitised products issuers	<input type="checkbox"/>	Real estate
<input type="checkbox"/>	Forestry	<input type="checkbox"/>	Utilities
<input type="checkbox"/>	Hi-tech	<input type="checkbox"/>	Other (describe): N/A
<input type="checkbox"/>	Industrial		

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 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 \$)
BRETT, Evan A. Langley, BC Canada	Director	1 common share 20,287 preferred shares	\$ 20,288

Information about insiders and promoters			
Full name, municipality and country of principal residence	All positions held (e.g., director, officer, promoter and 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 \$)
CHADNEY, Arnold P. Langley, BC Canada	Director	1 common share 1,294,383 preferred shares	\$ 1,294,384
DUNNIGAN, James H. West Vancouver, BC Canada	Director	1 common share 1,614,526 preferred shares	\$ 1,614,527
EDEN, Cary W. Abbotsford, BC Canada	Director	3 common share 1,288,765 preferred shares	\$ 1,288,768
KOSTUROS, Dimitri Langley, BC Canada	Vice-President	1 common share 67,952 preferred shares	\$ 67,953
McPHERSON, Kenneth C. Mission, BC Canada	Secretary & Director	4 common shares 1,702,307 preferred shares	\$ 1,702,311
SHEWAN, D. (Dougal) B. Langley, BC Canada	President & Director	3 common shares 9,691,978 preferred shares	\$ 9,691,981
STUEHMER, Marni L. Surrey, BC Canada	Controller	1 common share 182,217 preferred shares	\$ 182,218
ZACHER, Gordon J. Langley, BC Canada	Director	1 common share 750,000 preferred shares	\$ 750,001

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.

February 29, 2016

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;

Preferred Shares
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

8,067,753 Preferred Shares
11 Common Shares

- 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, 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 ⁽¹⁾	Number of purchasers	Price per security ⁽²⁾ (Canadian\$)	Total dollar value raised from purchasers in the jurisdiction (Canadian\$)
British Columbia	170	\$1.00	\$8,017,764
USA	1	\$1.00	\$50,000
Totals	171	–	\$8,067,764

(1) If the Issuer is from another Canadian jurisdiction or a foreign jurisdiction and does not have a significant connection to British Columbia, only the purchasers residing in British Columbia are listed.

(2) 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 the 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 \$)	Exemptions relied on	Date of the distribution (yyyy-mm-dd)
596466 B.C. Ltd. #111, 20434 – 64 th Avenue Langley, BC V2Y 1N4 Douglas Shewan, President 604-530-7430	I	500,000 Preferred Shares 1 Common Share	\$ 500,001	2.5 of NI 45-106	2016-02-29
597667 B.C. Ltd. 4226 – 199A Street Langley, BC V3A 4V6 Geoff Orrell, President 604-530-6856	–	100,000 Preferred Shares	\$ 100,000	2.9 of NI 45-106	2016-02-29
0851282 B.C. Ltd. 21941 – 44 th Avenue Langley, BC V3A 3E7 Cheryl Bosch, Secretary 604-534-7257	–	238,260 Preferred Shares	\$ 238,260	2.10 of NI 45-106	2016-02-29
0896323 B.C. Ltd. Unit 5, 3122 – 160 th Street Surrey, BC V3Z 8K5 Dan Kriznic, Director 604-368-6437	–	100,000 Preferred Shares	\$ 100,000	2.9 of NI 45-106	2016-02-29
Amnic Holdings Ltd. 2864 – 204 th Street Langley, BC V2Z 2B8 Heidi Belling, Secretary 604-533-5467	–	100,000 Preferred Shares	\$ 100,000	2.9 of NI 45-106	2016-02-29

Information about non-individual purchasers					
Full name and address of the 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 \$)	Exemptions relied on	Date of the distribution (yyyy-mm-dd)
Banister Law Corporation 670 – 355 Burrard Street Vancouver, Bc V6C 2G8 Sandra Banister, Director 604-662-7276	–	100,000 Preferred Shares	\$ 100,000	2.9 of NI 45-106	2016-02-29
Chartwell Pool RSP/RIF Master Suite 303, 15957 – 84 th Avenue Surrey, BC V4N 0W7 Matthew Cameron, Vice-President 604-593-8943	–	100,000 Preferred Shares	\$ 100,000	2.9 of NI 45-106	2016-02-29
County Galway Investments Inc. 19912 – 44 th Avenue Langley, BC V3A 3E2 Donald P. Killeen, President 604-308-0591	–	5,000 Preferred Shares	\$5,000	2.9 of NI 45-106	2016-02-29
CRAIL Investments Inc. 111 Skeena Place Victoria, BC V8Z 1L8 Julie Bruce, Director 250-472-7282	–	30,000 Preferred Shares	\$30,000	2.9 of NI 45-106	2016-02-29
D. Gurney Family Holdings Ltd. 101 Queens Avenue New Westminster, BC V3L 1J4 Deane Gurney, President 604-789-9595	–	100,000 Preferred Shares	\$100,000	2.9 of NI 45-106	2016-02-29
D. R. Wyborn Ltd. 200, 17618 – 58 th Avenue Surrey, BC V3S 1L3 Derek Wyborn, President 604-576-9121	–	50,000 Preferred Shares	\$50,000	2.9 of NI 45-106	2016-02-29
Eden Management Inc. 3613 Creekstone Drive Abbotsford, BC V2S 7J7 Cary Eden, President 604-870-6901	I	66,000 Preferred Shares	\$66,000	2.5 of NI 45-106	2016-02-29

Information about non-individual purchasers					
Full name and address of the 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 \$)	Exemptions relied on	Date of the distribution (yyyy-mm-dd)
Hegira Holdings Ltd. Unit 704, 548 Dallas Road Victoria, BC V8V 1B3 Robert Joiner, President 250-384-5760	—	100,000 Preferred Shares	\$100,000	2.9 of NI 45-106	2016-02-29
Robert B. Jones, Jr. Revocable Trust #219 – 825 Colorado Blvd. Los Angeles, CA 90041 USA Robert B. Jones, Trustee 323-550-8400	—	50,000 Preferred Shares	\$ 50,000	2.9 of NI 45-106	2016-02-29
Lenwood Homes Ltd. 648 Denali Drive Kelowna, BC V1V 2P5 Neil Woodcock, President 250-861-6666	—	100,000 Preferred Shares	\$100,000	2.9 of NI 45-106	2016-02-29
Lepp Consulting Services Ltd. 3669 Cobblestone Drive Abbotsford, BC V2S 7J8 Daniel Lepp, President 604-870-7427	—	100,000 Preferred Shares 1 Common Share	\$100,001	2.9 of NI 45-106	2016-02-29
Martin L. Thompson Law Corporation 670 – 355 Burrard Street Vancouver, BC V6C 2G8 Martin Thompson, Director 604-662-7276	—	100,000 Preferred Shares	\$100,000	2.9 of NI 45-106	2016-02-29
PDM Enterprises Ltd. #4, 32540 Logan Avenue Mission, BC V2V 6G3 Brad Meeker, President 604-826-6335	—	60,000 Preferred Shares 1 Common Share	\$60,001	2.9 of NI 45-106	2016-02-29
Rick Redekop Inc. #102, 31324 Peardonville Road Abbotsford, BC V2T 6K8 (Eric) Rick Redekop, President 604-854-4979	—	100,000 Preferred Shares 1 Common Share	\$100,001	2.9 of NI 45-106	2016-02-29

Information about non-individual purchasers					
Full name and address of the 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 \$)	Exemptions relied on	Date of the distribution (yyyy-mm-dd)
Yorkedale Ventures Ltd. 3288 Mason Avenue Coquitlam, BC V3B 2X6 Al Pearce, President 604-240-0574	–	100,000 Preferred Shares	\$100,000	2.9 of NI 45-106	2016-02-29
Totals	–	2,199,260 Preferred Shares 4 Common Shares	\$2,199,264	–	–

Commissions and finder's fees

Item 9: Commissions and finder's fees

- 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 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 securities)				
		Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
			Number and type of securities issued	Price per security (Canadian \$)	Exemptions relied on and date of distribution (yyyy-mm-dd)	
–	–	–	–	–	–	–
Totals	–	\$0	–	–	–	\$0.00

Certificate

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

Date: **February 29, 2016**

VWR CAPITAL CORP.

Name of Issuer (*please print*)

Marni L. Stuehmer, Controller **604-530-7430**

Print Name, Title and Telephone Number of person signing

(signed) Marni L. Stuehmer

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.

Michael F. Provenzano
Principal
Northwest Law Group

Tel: 604-687-5792

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: 604-899-6506