

**26Form 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.

**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;

**IDM Mining Ltd.**

- ☒ the issuer's website address; and

**www.idmmining.com**

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

**1500 - 409 Granville Street  
Vancouver, British Columbia  
V6C 1T2  
Tel: (604) 484-7855  
Email: se@mcleodwilliams.com**

B. If an underwriter is completing this report, state the following: **N/A**

- ☐ 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.

**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 or the equivalent in British Columbia, Alberta, Ontario and Nova Scotia.

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                       | <input checked="" type="checkbox"/> Mining                  |
| <input type="checkbox"/> Financial Services             | <input checked="" 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)                   |
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### 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	N/A	N/A	N/A

### 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.

**December 30, 2015**

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**Item 6: Number and type of securities**

For each security distributed:

- ☒ describe the type of security;

**Flow Through Units: 1 unit, comprised of 1 common share and ½ warrant. Each common share is deemed at a price of \$0.11 and each whole warrant entitles holder to acquire 1 common share @ an exercise price of \$0.14 until December 30, 2017.**

**Common Units: 1 unit, comprised of 1 common share and ½ warrant. Each common share is deemed at a price of \$0.09 and each whole warrant entitles holder to acquire 1 common share @ an exercise price of \$0.14 until December 30, 2017.**

**Finder's warrant: 1 warrant entitles holder to acquire 1 common share @ an exercise price of \$0.10 until December 30, 2016.**

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- ☒ 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

- **9,989,800 Flow Through shares deemed at a price of \$0.11**
  - **5,362,333 Common shares deemed at a price of \$0.09**
  - **4,994,900 Flow Through warrants at an exercise price of \$0.14 for a period of two years (expire December 30, 2017)**
  - **2,681,167 Common warrants at an exercisable price of \$0.14 for a period of two years (expire: December 30, 2017)**
  - **552,439 Finder's warrants entitles holder to acquire 1 common share @ an exercise price of \$0.10 until December 30, 2016.**
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- ☐ 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**

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## 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 jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia – Flow Through Units <sup>1</sup>	4	\$0.11	\$853,578
Ontario – Flow Through Units <sup>1</sup>	2	\$0.11	\$220,000
Alberta – Flow Through Units <sup>1</sup>	2	\$0.11	\$25,300
Ontario – Common Units <sup>2</sup>	4	\$0.09	\$255,539.97
Alberta – Common Units <sup>2</sup>	1	\$0.09	\$27,000
Belize – Common Units <sup>2</sup>	1	\$0.09	\$200,070
<b>Total number of Purchasers</b>	13		
<b>Total dollar value of distribution in all jurisdictions (Canadian \$)</b>			\$1,581,487.97

<sup>1</sup> Flow Through: 1 unit, comprised of 1 common share and ½ warrant. Each common share is deemed at a price of \$0.11 and each whole warrant entitles holder to acquire 1 common share @ an exercise price of \$0.14 until December 30, 2017.

<sup>2</sup> Common: 1 unit, comprised of 1 common share and ½ warrant. Each common share is deemed at a price of \$0.09 and each whole warrant entitles holder to acquire 1 common share @ an exercise price of \$0.14 until December 30, 2017.

## 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.

<b>Information about non-individual purchasers</b>					
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 <sup>1,2</sup>	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
<b>Cypress Capital Management</b> 1700-1055 W. Georgia street, Vancouver BC, V6E 3P3 Greg Bay PH#: 604-659-1850	n/a	2,000,000 Flow Through Units <sup>1</sup>	\$220,000	Section 2.3 of NI 45-106	2015-12-30
<b>Maple Leaf Short Duration 2015-III Flow Through Limited Partnership- National Class</b> 808-609 Granville Street, Vancouver, BC, V7Y 1G5 Jim Huang PH#: 604-684-5750	n/a	896,800 Flow Through Units <sup>1</sup>	\$98,648	Section 2.3 of NI 45-106	2015-12-30
<b>Palisade Capital Corp.</b> 11/2 Miles Nothern Hayway, Office 101, Belize City, Belize Collin Kettell PH#:301-744-8744	n/a	2,223,000 Common Units <sup>2</sup>	\$200,070	Section 2.3 of NI 45-106	2015-12-30
<b>HIGHLAND CAPITAL ADVISORS INC.</b> 55 Walmsley Blvd, Toronto, Ontario , M4V 1X7 Andrew Farncomb Phone #: 416-371-5115	I	56,000 Common Units <sup>2</sup>	\$5,040	Section 2.3 of NI 45-106	2015-12-30

<b>Lamond Investment Ltd.</b> 2208 Amherst Street SW, Calgary, AB, T2T 3B7 Robert W. Lamond PH#: 403-269-9889	n/a	300,000 Common Units <sup>2</sup>	\$27,000	Section 2.3 of NI 45-106	2015-12-30
<b>Oban Mining Corp.</b> 155 University Avenue, 1440, Toronto, ON, M5H 3B7 Blair Zaritsky PH#: 416-848-9504x109	I	1,500,000 Flow Through Units <sup>1</sup> 1,333,333 Common Units	\$165,000 <sup>1</sup> \$119,999.97 <sup>2</sup>	Section 2.3 of NI 45-106	2015-12-30
<b>Delbrook Capital Advisors Inc</b> Suite 650 1021 West Hastings Street, Vancouver, BC V6E 0C3 Matthew Zabloski PH#: 604-229-1450	I	4,500,000 Flow Through Units <sup>1</sup>	\$495,000	Section 2.3 of NI 45-106	2015-12-30

<sup>1</sup> Flow Through: 1 unit, comprised of 1 common share and ½ warrant. Each common share is deemed at a price of \$0.11 and each whole warrant entitles holder to acquire 1 common share @ an exercise price of \$0.14 until December 30, 2017.

<sup>2</sup> Common: 1 unit, comprised of 1 common share and ½ warrant. Each common share is deemed at a price of \$0.09 and each whole warrant entitles holder to acquire 1 common share @ an exercise price of \$0.14 until December 30, 2017.

## 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 <sup>1</sup>	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
<b>WOLVERTON SECURITIES LTD.</b> 17th Floor - 777 Dunsmuir Street, Vancouver, BC V7Y 1J5 Phone #: 604-622-1000	n/a	\$3,055.80	27,780 Finder's warrants	\$0.10	Section 2.3 of NI 45-106 2015-12-30	\$3,055.80
<b>NBCN Inc. ITF Foster &amp; Associates Financial Services Inc.</b> Mezzanine 100 - 1010, de la Gauchetiere St. W. Montreal, QC H3B 5J2 Phone #: 514-412-8668	n/a	\$4,158	37,800 Finder's warrants	\$0.10	Section 2.3 of NI 45-106 2015-12-30	\$4,158
<b>MPartners</b> 100 Wellington Street West, #2201, Toronto, ON M5K 1K2 Phone #: 416 - 603-7553	n/a	\$35,352	433,551 Finder's warrants	\$0.10	Section 2.3 of NI 45-106 2015-12-30	\$35,352
<b>Gundyco ITF Medalist Capital Ltd.</b> 161 Bay Street, Toronto, ON, M5J 2S8 Phone #: n/a	n/a	\$5,918.88	53,308 Finder's warrants	\$0.10	Section 2.3 of NI 45-106 2015-12-30	\$5,918.88

**Finder's warrant entitles holder to acquire 1 common share @ an exercise price of \$0.10 until December 30, 2016.**

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

Date: **January 6, 2015**

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**IDM Mining Ltd.**

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Name of issuer (please print)

**Sheryl Dhillon, Corporate Secretary, (604) 484-7855**

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Print name, title and telephone number of person signing

*"Sheryl Dhillon"*

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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**

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**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

