

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;
Sarama Resources Ltd. (the “issuer”)
- the issuer’s website address; and
www.saramaresources.com
- the address, telephone number and email address of the issuer’s head office.
*245 Churchill Avenue, Suite 8
Subiaco, WA, 6008, Australia
Tel: +61 (0) 8 9363 7600
Email: info@saramaresources.com*

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

- 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 in the jurisdictions of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland.

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 type="checkbox"/> Bio-Tech | 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) |
-

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 \$)
<i>Not Applicable</i>			

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.

- June 24, 2016*
- June 30, 2016*

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.

The issuer distributed a total of 15,612,319 units (the “Units”) in two tranches: June 24, 2016 and June 30, 2016. Each Unit was priced at \$0.15 and consists of one common share of the Issuer and one half of one common share purchase warrant. Each whole warrant is exercisable into one common share for a period of two years from the date of closing of the each tranche at a price of \$0.20 per common share.

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 \$)
Alberta	04	0.15	90,000.00
British Columbia	10	0.15	275,250.00
Ontario	23	0.15	1,000,215.00
Australia	04	0.15	98,882.95
Burkina Faso	01	0.15	180,000.00
Cayman Islands	01	0.15	499,999.95
Isle of Man	01	0.15	15,000.00
Switzerland	01	0.15	150,000.00
United States	02	0.15	32,499.90
Total number of Purchasers	47		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$2,341,847.80

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)
<i>Stone Poneys Nominees Ptd Ltd Chapman Super Fund PO Box 572, Floreat, WA 6014 Contact: Paul Chapman Tel: +61 041 904 4133</i>	<i>N/A</i>	<i>63,073 Units</i>	<i>\$9,460.95</i>	<i>45-106-2.3</i>	<i>2016-06-24</i>
<i>Bank Julius Baer & Co. Ltd Bahnhofstrasses 36 CH-8010 Zurich Switzerland Contact: Urs Mettler Tel: +41 (0) 58 888 8733</i>	<i>N/A</i>	<i>1,000,000 Units</i>	<i>\$150,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-24</i>
<i>Mzungu Superannuation Fund 44 Webster Street Nedlands, WA 6009, Australia Contact: Paul Schmiede Tel: +61 418 911 351</i>	<i>I</i>	<i>70,000 Units</i>	<i>\$10,500.00</i>	<i>45-106-2.3</i>	<i>2016-06-24</i>
<i>954866 Alberta Inc. 71 Southampton Drive SW Calgary, AB T2W 0T7 Contact: Scott Harkness Tel: (403) 999-8125</i>	<i>N/A</i>	<i>100,000 Units</i>	<i>\$15,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-24</i>

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)
<i>Nextel Investment Properties First Floor, 14 Athol Street Douglas, Isle of Man Contact: Martin Cotter Tel:0044 (0) 1624 670583</i>	<i>N/A</i>	<i>100,000 Units</i>	<i>\$15,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-24</i>
<i>AD Capital Investment Trust 19 Athlone Road Floreat, WA 6014 Contact: Andrew Dinning Tel: +61 8 9363 7600</i>	<i>I</i>	<i>400,000 Units</i>	<i>\$60,000</i>	<i>45-106-2.3</i>	<i>2016-06-24</i>
June 30, 2016					
<i>In Control Alsask Inc. Box 783 Red Deer, AB T4N 5H2 Contact:Kim Schumacher Tel: (413) 350-7556</i>	<i>N/A</i>	<i>200,000 Units</i>	<i>\$30,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>
<i>Wayne F. Marley Medicine Prof 62 Blackfoot Place Woodstock, ON N4T 1E6 Contact: Wayne Marley Tel: (519) 537-0111</i>	<i>N/A</i>	<i>100,000 Units</i>	<i>\$15,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>
<i>Compass Rose Investments 391 Hillsdale Ave East Toronto, ON M4S 1T9 Contact: Leslie Osborne Tel: (416) 567-7786</i>	<i>N/A</i>	<i>200,000 Units</i>	<i>\$30,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>
<i>Bon-Ro Holdings 8800 Broderick Road RR3 Windsor, ON N9A 6Z6 Contact: Rosaire Bondy Tel: (519) 965-7673</i>	<i>N/A</i>	<i>200,000 Units</i>	<i>\$30,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>
<i>Dr. Denis D. Meyer Prof Corp 172-52216 Range Road 233 Sherwood Park, AB T8B 1C9 Contact: Denis Meyer Tel: (604) 354-5244</i>	<i>N/A</i>	<i>200,000 Units</i>	<i>\$30,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>
<i>2091889 Ontario Inc. 23 Pinegrove Crescent London, ON N6J 3Y8 Contact: Robert Atkinson Tel: (519) 490-1700</i>	<i>N/A</i>	<i>200,000 Units</i>	<i>\$30,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>
<i>J.H. Cooper Investments Ltd. 1045-2 Sopher's Landing Road RR1 Kilworthy, ON P0E 1G0 Contact: John Cooper Tel: (705) 681-2133</i>	<i>N/A</i>	<i>200,000 Units</i>	<i>\$30,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>

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)
<i>Mackenzie Financial Corporation 180 Queen Street West Toronto, ON M5V 3X3 Contact: Benoit Gervais Tel: 416- 922-5322</i>	<i>N/A</i>	<i>2,000,000 Units</i>	<i>\$300,000.00</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>
<i>Sun Valley Gold Master Fund, Ltd. c/o International Management Services Ltd. 3rd Floor Harbour Centre, North Church Street P.O. Box 61 Grand Cayman KY1-1102 Cayman Islands Contact: Peter F. Palmedo Tel: 208-726-2327</i>	<i>I</i>	<i>3,333,333 Units</i>	<i>\$499,999.95</i>	<i>45-106-2.3</i>	<i>2016-06-30</i>

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)				Total dollar value of compensation (Canadian \$)
		Cash (Canadian \$)	Securities			
			Number and type of securities issued ¹	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
<i>Red Cloud Klondike Strike Inc. 1630 - 79 Wellington St. W. PO Box 148 Toronto ON M5K 1H1</i>	R	\$14,280	95,200 Finder's Warrants	--	45-106-2.3 2016-06-24	\$14,280
<i>Red Cloud Klondike Strike Inc. 1630 - 79 Wellington St. W. PO Box 148 Toronto ON M5K 1H1</i>	R	\$59,430	396,200 Finder's Warrants	--	45-106-2.3 2016-06-30	\$59,430
<i>Canaccord Genuity Corp. 2200- 609 Granville Street P.O. Box 10337, Pacific Centre Vancouver BC V7Y1H2</i>	R	\$1,575	10,500 Finder's Warrants	--	45-106-2.3 2016-06-24	\$1,575

Note 1: The Finder's Warrants are exercisable for 18 months at a price of \$0.20 each.

Certificate

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

Date: July 4, 2016

Sarama Resources Ltd.

Name of issuer (please print)

Nick Longmire, CFO, +61 8 93637600

Print name, title and telephone number of person signing

"Nick Longmire"

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

Guidance for completing and filing Form 45-106F6

1. **Required form in British Columbia** - In British Columbia, file this report and the applicable fee using BCSC e-services in accordance with British Columbia Instrument 13-502 Electronic filing of reports of exempt distribution. If the distribution occurs in British Columbia and one or more other jurisdictions, the issuer is required to file this report in British Columbia and file Form 45-106F1 in the other applicable jurisdictions.
2. **What is a distribution?** - In British Columbia, “distribution” includes distributions made from British Columbia to purchasers resident in other Canadian or foreign jurisdictions if the issuer has a significant connection to British Columbia. If the issuer has a significant connection to British Columbia, complete the tables in item 8 and Schedules I and II for all purchasers.

In British Columbia, “distribution” also includes distributions made from another Canadian or foreign jurisdiction to purchasers resident in British Columbia. If the issuer is from another Canadian or foreign jurisdiction, complete the tables in item 8 and Schedules I and II only for purchasers resident in British Columbia.
3. **What is a purchaser?** - References to a purchaser in this report are to the beneficial owner of the securities.
4. **What is an individual?** - An individual is a natural person. A corporation, partnership, party, trust, fund, association, and any other organized group of persons is not an individual.
5. **Space in tables** - If the space provided in any table in this Form is insufficient, please adjust the table to include additional space.
6. **Multiple distributions** - One report may be used for multiple distributions occurring within 10 days of each other if the report is filed on or before the 10th day following the first of such distributions.
7. **Fees** - In order to determine the applicable fee, consult Fee Checklist British Columbia Form 11-901F (item # 16).