

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

BEE VECTORING TECHNOLOGIES INTERNATIONAL INC. (the "Issuer")

Suite 800 – 789 West Pender Street

Vancouver, British Columbia

V6C 1H2

Tel. 604 638-8063

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 British Columbia and Alberta.

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.

☒ Bio-tech

Financial Services

☐ Investment companies and funds

☐ Mortgage investment companies

☐ Securitized products issuers

☐ Forestry

☐ Hi-tech

☐ Industrial

Mining

☐ Exploration/Development

☐ Production

☐ Oil and gas

☐ Real estate

☐ Utilities

☐ 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 \$)

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 16, 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; and

2,780,985 (“Units”) at Cdn\$0.55 per Unit. Each Unit is comprised of one common share and one half of one transferrable common share purchase warrant (“Warrant”). Each Warrant entitles the holder to purchase one additional common share in the capital of the Issuer at an exercise price of Cdn\$0.80 per share for a period of 24 months from the date of issue subject to the Issuer’s right to accelerate the expiry date of the Warrants if the closing market price of the common shares of

the Company on the TSX Venture Exchange is equal to or exceeds C\$1.20 for a period of 10 consecutive trading days any time after June 16, 2017.

- 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.

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	19	\$0.55	\$883,750.30
Alberta	2	\$0.55	\$38,500
Ontario	3	\$0.55	\$124,999.60
U.S.A.	4	\$0.55	\$344,793.30
Cayman Islands	1	\$0.55	\$137,500
Total number of Purchasers	29		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,529,543.20

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 – Units	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Donald & Co. Ltd ITF Diamond Equities Ltd., The Grand Pavilion Commercial Centre, Oleander Way, 802 West Bay Road, Grand Cayman, Cayman Islands Lekeia Robinson Tel: +441-292-5000	N/A	250,000	137,500	Section 2.3(1) of NI 45-106	2016-06-16
MUD Holdings Ltd., 1800 - 510 West Georgia St., Vancouver, BC V6B 0M3 Coalton Schaefer. Tel: 403-262-0600	N/A	454,546	250,000.30	Section 2.3(1) of NI 45-106	2016-06-16
Zirpolo Family Trust 2000, 12675 Dianne Dr., Los Altos Hills, CA 94022 USA Richard Zirpolo Tel: 408-490-4440	N/A	68,350	37,593	Section 2.3(1) of NI 45-106	2016-06-16
Paragon Strategic Services Ltd., Suite 383-3104 30th Ave., Vernon, BC V1T 2C2 Tracy Lorensen Tel: 250-275-4829	N/A	20,000	11,000	Section 2.3(1) of NI 45-106	2016-06-16
0941504 BC Ltd., 3290 Mathers Ave., West Vancouver, BC V7V 2K5 Alana Branson Tel: 778-998-5814	N/A	100,000	55,000	Section 2.3(1) of NI 45-106	2016-06-16
Chelmer Investments Corp., 2717 West 27th Ave., Vancouver, BC V6L 1X8 Shannon Dawe Tel: 778-558-9617	N/A	50,000	27,500	Section 2.3(1) of NI 45-106	2016-06-16
0606390 BC Ltd., 3710B- 28th Street, Vernon, BC V1T 9X2 Brian Monaghan Tel: 250-503-1023	N/A	75,000	41,250	Section 2.3(1) of NI 45-106	2016-06-16
Emerson Holdings Ltd., #410 - 625 Howe St., Vancouver, BC V6C 2T6 Lyle Braaton Tel: 604-417-4830	N/A	100,000	55,000	Section 2.3(1) of NI 45-106	2016-06-16
GRF Consulting Corp. 1763 West 62 nd Ave. Vancouver, BC V6P 2G2	N/A	50,000	27,500	Section 2.3(1) of NI 45-106	2016-06-16

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 – Units	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Gary Freeman Tel. 604-889-9295					
St. Thomas Capital Partners, 10633 Martha St., Omaha, NE 68124-1845 Tomas E/ Wharton Jr. Tel: 402-880-7211	N/A	454,546	250,000.30	Section 2.3(1) of NI 45-106	2016-06-16

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- Finder's Warrants ⁽¹⁾	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
Canaccord Genuity Corp. 2200-609 Granville Street Vancouver, BC V7Y 1H2	R	\$8,382.	15,240	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$8,382.

Haywood Securities Inc. 700 - 200 Burrard St. Vancouver, BC V6C 3L6	R	\$9,900	18,000	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$9,900
NBCN Inc. 1010 Rue De la Gauchetiere Ouest, Mezzanine 100 Montreal, QC H3B 5J2	R	\$8,910	16,200	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$8,910
GRF Consulting Corp. 1763 West 62nd Ave. Vancouver, BC V6P 2G1	N/A	\$13,860	25,200	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$13,860
Thomas E. Wharton Jr., 10633 Martha St., Omaha, NE 68124 USA	N/A	\$15,000	27,272	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$15,000
0915034 B.C. Ltd. 3290 Mathers Ave. West Vancouver, BC V7B 2K5	N/A	\$9299.99	16,909	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$9299.99
Katie Bellamy 3104 30 Ave., Suite 350, Vernon, BC V1T 9M9	N/A	\$4,635	7,935	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$4,635
JR Management Corp. 2733 West 35 th Ave., Vancouver, BC V6N 2M1	N/A	\$18,300	33,272	Nil until exercised	S. 2.3 of NI 45-106 2016-06-16	\$18,300

¹ Each Finder's Warrant will be exercisable until June 16, 2018 and will entitle the holder thereof to purchase one common share of the Issuer at an exercise price of \$0.80 per share.

Certificate

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

Date: June 20, 2016

Bee Vectoring Technologies International Inc.

Name of Issuer

Michael Collinson, President, CEO, Director – 416-318-3484

Print name, title and telephone number of person signing

"Michael Collinson"

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