

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 information

Item 1: Issuer name and contact information

Calibre Mining Corp. (“**Issuer**”)

Name of Issuer

1680 - 200 Burrard Street, Vancouver, British Columbia V6C 3L6

Address

604-681-9944

Phone No.

www.calibremining.com

Website Address

calibre@calibremining.com

E-mail Address

Item 2: Reporting issuer status

The Issuer is a reporting issuer in each of British Columbia and Alberta.

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

☐ 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.

| 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 |
| N/A | | | |

Details of distribution

Item 5: Distribution date

The securities were distributed on April 21, 2016.

Item 6: Number and type of securities

For each security distributed:

(a) **Describe the type of security:**

Units (the “**Units**”)

(b) **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:**

The Issuer distributed 30,000,000 Units at a price of \$0.10 per Unit. Each Unit is comprised of one common share (a “**Common Share**”) of the Company and one transferable common share purchase warrant (a “**Warrant**”). Each Warrant will be exercisable into a Common Share for a period of 24 months from the Closing Date of the private placement at an exercise price of \$0.16 per share.

(c) **State the exemption(s) relied on:**

NI 45-106 section 2.3 – Accredited Investor;
NI 45-106 section 2.5 – Friends, Family and Business Associates; and
BCI 72-503 – Distribution of Securities outside British Columbia

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 | Total dollar value raised from purchasers in the jurisdiction |
|------------------------------------------------------------------------|----------------------|--------------------|---------------------------------------------------------------|
| British Columbia | 15 | \$0.10 | \$1,560,000 |
| Ontario | 4 | \$0.10 | \$40,000 |
| Germany | 3 | \$0.10 | \$40,000 |
| Marshall Islands | 1 | \$0.10 | \$875,000 |
| Paraguay | 1 | \$0.10 | \$170,000 |
| Thailand | 1 | \$0.10 | \$15,000 |
| Cayman Islands | 1 | \$0.10 | \$200,000 |
| Singapore | 1 | \$0.10 | \$100,000 |
| Total number of Purchasers | 27 | | |
| Total dollar value of distribution in all jurisdictions (CDN\$) | | | \$3,000,000.00 |

Item 8: Information about purchasers

| 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) |
| Concept Capital Management Ltd. Trust Company Complex, Ajeltake, Majuro Ajeltake Islands, MH9696 Marshall Islands Attn: Bernd Hogel, Director PH: +491742062678 | N/A | 8,750,000 Units | \$875,000 | BCI 72-503 | 2016-04-21 |
| Mezzo Consulting Services S.A. Planta Urbana, Almacen 50, 5350 Independencia Guaira, Paraguay Attn: Siegmars Schops PH: +00595981317213 | N/A | 1,700,000 Units | \$170,000 | BCI 72-503 | 2016-04-21 |
| Sika Investments Ltd. 65 Laurie Cres. West Vancouver, BC V7S 1B6 Attn: Fareed Ahamed PH: 604-925-4159 | N/A | 500,000 Units | \$50,000 | NI 45-106 s. 2.3 | 2016-04-21 |
| Extract Capital Master Fund Ltd. 89 Nexus Way Camana Bay, Grand Cayman KY1-9007 Cayman Islands Contact: Ethan Park PH: 212-255-0972 | N/A | 2,000,000 Units | \$200,000 | BCI 72-503 | 2016-04-21 |
| Winegust Family Trust 56 Tangreen Circle Thornhill, ON L4J 5E2 Attn: Rena Winegust PH: 905-881-9256 | N/A | 40,000 Units | \$4,000 | NI 45-106 s. 2.3 | 2016-04-21 |
| Optima Capital Canada Ltd. 141 Adelaide Street West, Suite 210 Toronto, ON M5H 3L5 Attn: David Knight PH: 416-915-9217 | N/A | 300,000 Units | \$30,000 | NI 45-106 s. 2.3 | 2016-04-21 |

| 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) |
| 0783648 BC Ltd. 700 - 200 Burrard Street Vancouver, BC V6C 3L6 Attn: David Lyall PH: 604-697-7409 | R | 250,000 Units | \$25,000 | NI 45-106 s. 2.3 | 2016-04-21 |
| TOTAL | | 13,540,000 Units | \$1,354,000.00 | | |

Commissions and finder's fees

Item 9: Commissions and finder's fees

| 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) | |
| Haywood Securities Inc. #700 – 200 Burrard Street, Vancouver, BC V6C 3L6 | R | \$39,000 | 390,000 Finder's Warrants ⁽¹⁾ | N/A | NI 45-106 s.2.3 2016-04-21 | \$39,000 |
| M Partners 100 Wellington Street West, #2201 Toronto, ON M5K 1K2 | R | \$14,400 | 144,000 Finder's Warrants ⁽¹⁾ | N/A | NI 45-106 s.2.3 2016-04-21 | \$14,400 |
| Frank Hogel Planta Urbana, Almacen 50, Independencia 5350 Guaira, Paraguay | N/A | \$66,000 | 660,000 Finder's Warrants ⁽¹⁾⁽²⁾ | N/A | NI 45-106 s.2.3 2016-04-21 | \$66,000 |

Notes:

(1) Each Finder's Warrant is exercisable into a Common Share for a period of 24 months from the Closing Date of the private placement at an exercise price of \$0.16 per share.

(2) Frank Hogel's finder's warrants are registered in the name of Golden Capital Consulting Ltd.

Certificate

On behalf of the Issuer, I certify that the statements made in this report are true and I authorize McCullough O'Connor Irwin LLP to submit this form on my behalf.

Date: May 4, 2016

Calibre Mining Corp.

Name of Issuer (please print)

Kristian Dagsaan, Chief Financial Officer, 604-681-9944

Print name, title and telephone number of person signing

(signed) "Kristian Dagsaan"

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

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