

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

Cadan Resources Corporation, www.cadanresources.com, Suite 600-666 Burrard Street,
Vancouver, BC, V6C3P6. Telephone: 778-370-1372. Email: mfaris@cadanresources.com

Item 2: Reporting issuer status

The issuer is a reporting issuer in British Columbia and Alberta.

Item 3: Issuer's industry

Indicate the industry of the issuer by checking the appropriate box below.

- | | |
|---|---|
| <input type="checkbox"/> Bio-tech | Mining |
| 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

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			

Details of distribution

Item 5: Distribution date

August 7, 2015

Item 6: Number and type of securities

For each security distributed:

24,796,200 Shares to be issued at a deemed price of \$0.05 and 24,796,200 warrants exercisable at \$0.10 for 12 months from the date of issue – issued pursuant to a Debt Settlement agreement for outstanding debt.

Item 7: Geographical information about purchasers

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 \$) DEEMED VALUE
British Columbia	6	0.05	\$480,180
Australia	1	0.05	\$659,630
New Zealand	1	0.05	\$100,000
Total number of Purchasers	8		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,239,810.00

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

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)
Dr. Doug Evans Ltd. 1615 Pritchard Drive West Kelowna BC V4T 1X3, 250-768-7665		1,742,860 Shares	\$87,143		2015-08-07

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)	

Certificate

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

Date: August 20, 2015

Cadan Resources Corporation

Name of issuer (please print)

Derick Sinclair, CFO 778-370-1372

Print name, title and telephone number of person signing

Cs/“Derick Sinclair”

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.

Monita Faris – Corporate Secretary 778-370-1372

mfaris@cadanresources.com

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.