

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. ***AMI RESOURCES INC.***
12216 Boundary Drive North
Surrey, BC V3X 1Z5
William Pettigrew, CFO
Telephone: (604) 669-2901
Website: www.amiresources.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. ***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.

Item 3: Issuer's industry

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

☐ Bio-tech

Mining

Financial Services

X exploration/development

☐ investment companies and funds

☐ production

☐ mortgage investment companies

☐ Oil and gas

☐ securitized products issuers

☐ Real estate

- ☐ Forestry
☐ Hi-tech
☐ Industrial

- ☐ 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 \$)
N/A			

Details of distribution

Item 5: Distribution date

May 11, 2015

Item 6: Number and type of securities

Type of security	Total number of securities distributed	Type of underlying security, terms of exercise or conversion and any expiry date (if applicable)	Exemption(s) relied on
<i>Common Shares</i>	<i>3,000,000</i>	<i>N/A</i>	<i>Section 2.5 of NI 45-106</i>

<i>Warrants</i>	<i>3,000,000</i>	<i>Conversion into Common shares at \$0.05 per share till May 11, 2017</i>	<i>Section 2.24 and 2.5 of NI 45-106</i>
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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 \$)
<i>British Columbia</i>	<i>1</i>	<i>\$0.02</i>	<i>60,000</i>
Total number of Purchasers	<i>1</i>		
Total dollar value of distribution in all jurisdictions (Canadian \$)			<i>60,000</i>

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)
Waratah Capital Corp. Suite 206 595 Howe St. Vancouver, BC V6C 2T5 Nicholas Taylor ☎ +61 488 162 442	<i>Insider</i>	<i>3,000,000 common shares</i>	<i>60,000</i>	<i>Section 2.5 of NI 45- 106</i>	<i>2015-05-11</i>

Commissions and finder's fees

Item 9: Commissions and finder's fees

Instructions

A. No commissions or finder's fees were paid with respect to this private placement.

Certificate

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

Date: May 26, 2015

AMI RESOURCES INC.

Name of Issuer

William Pettigrew, CFO

Print name, title and telephone number of person signing

"William Pettigrew"

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

William Pettigrew
604.669-2901

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