

**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/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;

Life Choices Natural Food Corp. (the “issuer”)

- the issuer’s website address; and

<http://www.lifechoicesfoods.com/>

- the address, telephone number and email address of the issuer’s head office.

178 St. George Street  
Toronto, Ontario M5R 2M7  
Tel: (416) 934-5034 Ext 222.

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

- 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 not a reporting issuer.

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   |
| Financial Services                                      | <input 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 checked="" type="checkbox"/> Other (describe) |
|   | <u>Natural Food Products</u>                         |

**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 \$)
Matthew von Teichman-Logischen Toronto, ON, Canada	Chief Executive Officer, President, Secretary and Director	6,036,843 Common Shares	\$642,810.83
Charles Matthew Walsh Toronto, ON, Canada	Chief Financial Officer	NIL	N/A
Aaron Skelton King City, ON, Canada	Vice President	459,816 Common Shares	\$50,000.37

## 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.

April 30, 2015

### Item 6: Number and type of securities

For each security distributed:

- describe the type of security;

common shares in the capital of the issuer; and

broker's warrants exercisable into common shares of the issuer (the "**Broker Warrants**")

- 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

3,897,594 common shares; and

262,501 Broker Warrants

The Broker Warrants entitle the holder, subject to the terms and conditions set forth in the Broker Warrant certificate, to acquire 262,501 common shares of the issuer (each, a "**BW Common Share**") upon the due exercise of the Broker Warrant and payment of \$1.36 per BW Common Share by April 30, 2017 up to 5 p.m. (Toronto time)

- 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 \$) <sup>1</sup>	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Ontario	66	\$1.36	5,225,200.24
British Columbia	1	\$1.36	74,800
Total number of Purchasers	67		
Total dollar value of distribution in all jurisdictions (Canadian \$)			5,300,000.24

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)
CORMARK SECURITIES PO BOX 63 TORONTO, ON CANADA M5J2J2 EILEEN CONBOY (416) 943-6445	R	18387 Common Shares	\$25,006.32	NI 45-106 s. 2.3	April 30, 2015
RBC DOMINION SECURITIES CDN 2ND FLR, PO BOX 50 ROYAL BANK PLAZA SOUTH TOWER TORONTO ON M5J 2W7 ATTN: CONTRACTS DEPT JILL SMITH (416) 842-5407	R	75000 Common Shares	\$102,000.00	NI 45-106 s. 2.3	April 30, 2015
ORIYANA LTD 438 TERRY CARTER CRES NEWMARKET, ON CANADA L3Y9G1 ALLEN NORRIS (647) 478-7811		20000 Common Shares	\$27,200.00	NI 45-106 s. 2.3	April 30, 2015
THE MACLACHLAN INVESTMENTS CORPORATION 999 HASTINGS ST W, SUITE 1500 VANCOUVER, BC CANADA V6C2W2 PETER BROWN (604) 643-7400	I	55000 Common Shares	\$74,800.00	NI 45-106 s. 2.3	April 30, 2015
CHUNG & TSE LTD 10 BREEN CRES NORTH YORK, ON CANADA		30000 Common Shares	\$40,800.00	NI 45-106 s. 2.3	April 30, 2015

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)
M2P1Z7 ARCHIE CHUNG (416) 733-9012					
CAPIT INVESTMENT CORP 245 CARLAW AVE, SUITE 500 TORONTO, ON CANADA M4M2S1 AMAR BHALLA (416) 928-5104		19000 Common Shares	\$25,840.00	NI 45-106 s. 2.3	April 30, 2015
EYES VIDEO PRODUCTIONS INC 43 CHRISTINE CRES NORTH YORK, ON CANADA M2R1A4 IZHAK HINITZ (416) 223-4130		75000 Common Shares	\$102,000.00	NI 45-106 s. 2.3	April 30, 2015
DR. SHELDON HOPPE DENTISTRY PROFESSIONAL CORPORATION 1849 YONGE ST, SUITE 413 TORONTO, ON CANADA M4S1Y2 SHELDON HOPPE (416) 486-1121		110000 Common Shares	\$149,600.00	NI 45-106 s. 2.3	April 30, 2015
LANGFORD ASSET MANAGEMENT INC 2175 SHEPPARD AVE E, SUITE 203 NORTH YORK, ON CANADA M2J1W8 ERIC LANGFORD (416) 490-6546		532139 Common Shares	\$723,709.04	NI 45-106 s. 2.3	April 30, 2015

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)
PAUL KELLY INVESTMENTS LTD 289 MAPLE GROVE DR OAKVILLE, ON CANADA L6J4V6 PAUL KELLY (905) 845-1999		220000 Common Shares	\$299,200.00	NI 45-106 s. 2.3	April 30, 2015
2390113 ONTARIO INC. 516 VESTA DR TORONTO, ON CANADA M5P3A8 YOEL ALTMAN (416) 625-1015		185000 Common Shares	\$251,600.00	NI 45-106 s. 2.3	April 30, 2015
GRANDHILL CAPITAL INC 516 VESTA DR TORONTO, ON CANADA M5P3A8 YOEL ALTMAN (416) 625-1015		185000 Common Shares	\$251,600.00	NI 45-106 s. 2.3	April 30, 2015
GC- GLOBAL CAPITAL CORP 25 ADELAIDE ST E, SUITE 1300 TORONTO, ON CANADA M5C3A1 JASON EWART (416) 488-7760		370000 Common Shares	\$503,200.00	NI 45-106 s. 2.3	April 30, 2015
2374879 ONTARIO INC. 516 VESTA DR TORONTO, ON CANADA M5P3A8 YOEL ALTMAN (416) 625-1015		150000 Common Shares	\$204,000.00	NI 45-106 s. 2.3	April 30, 2015

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)
HIGHLAND CAPITAL ADVISORS INC 55 WALMSLEY BLVD TORONTO, ON CANADA M4V1X7 ANDREW FARNCOMB (416) 371-5715		1000 Common Shares	\$1,360.00	NI 45-106 s. 2.3	April 30, 2015
2444995 ONTARIO INC. 346 WHITMORE AVE YORK, ON CANADA M6E2N4 RICHARD POSLUNS (416) 837-0731		36760 Common Shares	\$49,993.60	NI 45-106 s. 2.3	April 30, 2015

### 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	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
Canaccord Genuity Corp. 2200-609 Granville St., Vancouver, BC V7Y 1H2	R	357,000.86	262,501 Broker Warrants*	\$1.36	April 30, 2015 NI 45-106 s. 2.3	357,000.86

\* The Broker Warrants entitle the holder, subject to the terms and conditions set forth in the Broker Warrant certificate, to acquire 262,501 BW Common Shares upon the due exercise of the Broker Warrant and payment of \$1.36 per BW Common Share by April 30, 2017 up to 5 p.m. (Toronto time).

## Certificate

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

Date: June 26, 2015

Life Choices Natural Food Corp.

Name of issuer (please print)

Matthew von Teichman

Print name, title and telephone number of person signing

"Matthew von Teichman"

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