

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

Oculus VisionTech Inc.
Suite 507 – 837 West Hastings Street
Vancouver, BC, V6C 3N6
Telephone: 604-685-1017
E-mail: ajd@harbourpacific.com
Website: www.oculusvisiontech.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 |
| <input type="checkbox"/> 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"/> securitized products issuers | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Other (describe) |
| <input checked="" type="checkbox"/> Industrial | |
-

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

State the distribution date. If this report is being filed for securities distributed on more than one distribution date, state all distribution dates.

October 15, 2015

Item 6: Number and type of securities

For each security distributed:

(i) type of security:

Common shares

(ii) total number of securities distributed:

32,000,000 common shares

(iii) 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.

Not applicable.

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	46	0.07	1,533,980
Alberta	4	0.07	413,000
Manitoba	1	0.07	10,500
Ontario	6	0.07	154,000
Quebec	9	0.07	90,020
United States	2	0.07	31,500
Thailand	1	0.07	7,000
Total number of Purchasers	69		
Total dollar value of distribution in all jurisdictions (Canadian \$)			2,240,000

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 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)
4C Inc. 6260 Mulberry Crescent Mississauga, ON L5V 1B7 Tom Perovic 905-862-5252	I	1,300,000 common shares	\$91,000	Section 2.5 of NI 45-106	2015-10-15
D Cross Ltd. #510 - 580 Hornby Street Vancouver, BC V6C 3B6 Dave Cross 604-558-4300	--	25,000 common shares	\$1,750	Section 2.5 of NI 45-106	2015-10-15
Graystone Property Management Corp. 2563 Peregrine Place Coquitlam, BC V3E 2C4 Paul Drescher 778-285-3755	--	2,150,000 common shares	\$150,500	Section 2.10 of NI 45-106	2015-10-15
Comat Mortgage Corp. # 2700 - 595 Burrard Street Vancouver, BC V7X 1J2 Douglas Mathew 604-602-4291	--	150,000 common shares	\$10,500	Section 2.3 of NI 45-106	2015-10-15
Stubos Capital Inc. #300 - 2015 Burrard Street Vancouver, BC V6J 3H4 George Stubos 604-738-0107	--	150,000 common shares	\$10,500	Section 2.3 of NI 45-106	2015-10-15
J.P. Varas Management & Geological Corp. #1400 - 1111 West Georgia Street Vancouver, BC V6E 4M3 Patricio Varas 604-689-9378	--	150,000 common shares	\$10,500	Section 2.3 of NI 45-106	2015-10-15
Divine Investments 442 Quilchena Drive Kelowna, BC V1W 4S8 Harold Bewernick 250-317-8639	--	50,000 common shares	\$3,500	Section 2.3 of NI 45-106	2015-10-15
Aracara Inc. 73 Nightingale Place Stratford, ON N5A 7V9 Michael Meyer 226-921-0659	--	100,000 common shares	\$7,000	Section 2.3 of NI 45-106; Section 73.3(2) of the Securities Act (Ontario)	2015-10-15
TOTAL:		4,075,000 common shares	\$285,250		

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)	
Canaccord Genuity Corp. #2200 - 609 Granville Street, Vancouver, BC V7Y 1H2	R	\$32,480	464,000 finder's warrants	-- ⁽¹⁾	Section 2.3 of NI 45-106 2015-10-15	\$32,480

Note (1): Each warrant is exercisable to purchase one common share, at an exercise price of \$0.07 per warrant share, for a term of 2 years from closing.

Certificate

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

Date: October 21, 2015

Oculus VisionTech Inc.

Name of issuer (please print)

Anton Drescher, Chief Financial Officer, 604-685-1017

Print name, title and telephone number of person signing

"Anton Drescher"

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