

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:

- **Peruvian Precious Metals Corp. (the “Issuer”)**
880 – 580 Hornby Street
Vancouver, BC V6C 3B6
Tel: (604) 639-3880
Fax: (604) 684-0642
www.peruvianpmc.com

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 a reporting issuer in British Columbia, Alberta, Saskatchewan, Manitoba and Ontario.

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.

N/A

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 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 |

☐ 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

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

May 11, 2015

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;

Units of the Issuer ("Units")

- 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

A total of 15,385,390 Units were issued under a non-brokered private placement. Each Unit is comprised of one common share of the Issuer (a “Share”) and one common share purchase warrant of the Issuer (a “Warrant”). Each Warrant entitles the holder to acquire one additional common share of the Issuer (a “Warrant Share”) at a price of \$0.15 until May 11, 2017. Should the daily volume weighted average price for twenty (20) consecutive days of trading of the Issuer’s shares on the TSX Venture Exchange (or such other stock exchange on which shares of the Issuer are listed) exceed \$0.24 per share, the Issuer will have the right to accelerate the expiry of the Warrants by giving notice to the holders of the Warrants by news release that the Warrants will expire on the date that is not less than 30 days from the date notice is given.

- 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.

○ N/A

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 \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Peru	14	\$0.10 per Unit	\$1,538,539.00
Total number of Purchasers	14		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,538,539.00

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)
Altamira Multi Inversiones Possin 319 Son BGVJA Contact: Carlos Salazar Bolívar Tele: 4159821	N/A	252,040	\$25,204.00	BCI 72-503	2015-05-11
Aster Group Holdings Ltd. Av. Alvarez Calderon 185 Piso 2 San Isidro Lima Peru Contact: Jorge Samanez Zarayasi Tele: 991881717	N/A	3,600,000	\$360,000.00	BCI 72-503	2015-05-11

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)	
Tomas Silva Av. Alvarez Calderon 185, Lima 27, Peru	N/A	N/A	655,304 common shares ⁽¹⁾ and 655,304 finder's warrants ⁽²⁾	\$0.10 (deemed) \$0.16	s. 2.3 of NI 45-106 2015-05-11	N/A
GPI Valores SAB Av. Alvarez Calderón 185, piso 2, San Isidro Lima 27 – Perú	N/A	\$57,552.73	575,527 finder's warrants ⁽²⁾	\$0.16	s. 2.3 of NI 45-106 2015-05-11	\$57,552.73

(1) The common shares were issued with a deemed value of \$0.10 per common share

(2) Each finder's warrant consists of one non-transferable common share purchase warrant entitling the holder, on exercise thereof, to purchase one additional common share at a price of \$0.16 until May 11, 2018, provided that if the daily volume weighted average price for twenty (20) consecutive days of trading of the Issuer's shares on the TSX Venture Exchange (or such other stock exchange on which shares of the Issuer are listed) exceeds \$0.45 per share, the Issuer will have the right to accelerate the expiry date of the warrants by giving notice to the holder of the warrants that the warrants will expire on the date that is not less than thirty (30) calendar days from the date notice is given.

Certificate

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

Date: March 21, 2015

PERUVIAN PRECIOUS METALS CORP.

Name of issuer (please print)

Brian Maher, President and Chief Executive Officer, (604) 639-3880

Print name, title and telephone number of person signing

"Brian Maher"

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.