

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;
- the issuer's website address; and
- the address, telephone number and email address of the issuer's head office.

Name of Issuer:	Identillect Technologies Corp.
Website Address	www.identillect.com
Address:	Suite 1620 – 609 Granville Street Vancouver, BC V7Y 1C3
Telephone Number:	778-331-8505
Email Address:	todd.sexton@identillect.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.

Not Applicable.

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.

Not Applicable

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 checked="" type="checkbox"/> Hi-tech | <input type="checkbox"/> Other (describe) |
| <input 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 \$)
Jeff Durno Vancouver, Canada	Director, President & Secretary	3,373,470 Common Shares	\$199,990.99
Todd Sexton Vancouver, Canada	Chief Executive Officer	3,643,310 Common Shares	\$78,351.00
Einar Mykletun Vancouver, Canada	Chief Technology Officer	345,000 Common Shares	\$39,000.00

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.

February 12, 2016

February 17, 2016

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;
- 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

5,808,360 Units (the “Units”) at a price of \$0.025 per Unit. Each Unit consists of one common share of the Issuer and one-eighth of a common share purchase warrant (a “Warrant”). Each Warrant entitles the holder thereof to purchase one additional Share (a “Warrant Share”) at an exercise price of \$0.40 per Warrant Share on or before the following expiry dates:

Distribution Date	Expiry Date
12 February 2016	12 August 2017
17 February 2016	17 August 2017

- 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	23	\$0.025	127,525.00
Alberta	1	\$0.025	5,292.00
Ontario	4	\$0.025	5,276.00
Quebec	1	\$0.025	530.00
Gibraltar	1	\$0.025	6,586.00
Total number of Purchasers	30		

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 \$)
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$145,209

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) 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)
0783648 BC Ltd. 700 – 200 Burrard Street Vancouver, BC V6C 3L6 Attn: David Lyall Tel: 604-697-7409		115,080 Units	2,877.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
685733 BC Ltd. 4202 - 1111 Alberni St. Vancouver, BC V6E 4V2 Attn: Zeenat Virani Tel: 604-831-2633		852,800 Units	21,320.00	Section 2.5 of National Instrument 45-106	2016-02-12
652420 BC Ltd. 1600 – 609 Granville Street Vancouver, BC V7Y 1C3 Attn: Scott Ackerman Tel: 778-331-8505		39,240 Units	981.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
8185735 Canada Corp. 2570 West King Edward Ave. Vancouver, BC V6L 1T6 Attn: Judith Bird Tel: 604-833-8019		28,560 Units	714.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
2378083 Ontario Inc. 73 Yorkminster Road Toronto, ON M2P 1M4 Attn: Fred Leigh Tel: 647-793-8805		87,920 Units	2,198.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
2403150 Ontario Inc. 618 Windermere Avenue Ottawa, ON K2A 2W6 Attn: Brian Durno Tel: 613-793-8805		17,600 Units	440.00	Section 2.5 of National Instrument 45-106	2016-02-12
2403152 Ontario Inc. 298 Clemow Avenue Ottawa, ON K1S 2B8 Attn: Scott Jarvis Tel: 613-266-3579		17,600 Units	440.00	Section 2.5 of National Instrument 45-106	2016-02-12
Belmont Capital Corporation 303 – 750 West Pender Street Vancouver, BC V6C 2T7 Attn: Jerome Rak Tel: 604-681-3958		264,600 Units	6,615.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
Bukchuk Holdings Ltd. 1680 Tolmie Street Vancouver, BC V6R 0A9 Attn: C. Channing Buckland Tel: 604-631-0531		105,840 Units	2,646.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
Emprise Capital Corp. 1620 – 609 Granville Street Vancouver, BC V7Y 1C3 Attn: Scott Ackerman Tel: 778-331-8505		436,480 Units	10,912.00	Section 2.3(1) of National Instrument 45-106	2016-02-12

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)
Jibber Holdings Inc. 1334 Ottawa Avenue West Vancouver, BC V7Y 2H5 Attn: Cal Everett Tel: 604-926-7912		132,320 Units	3,308.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
Minicucci Financial Freedom Corp. 2145 Kings Avenue West Vancouver, BC V7V 2B9 Attn: Dino Minicucci Tel: 604-638-3694		132,320 Units	3,308.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
Natgar Capital Corp. 220 – 885 West Georgia Street Vancouver, BC V6C 3E8 Attn: Jeff Durno Tel: 604-691-6105	I	933,000 Units	23,325.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
Sterling Securities Int. Ltd. Suite 6203 – 1/5 Irish Town Imossi House, Gibraltar, UK Attn: Chris Bonvini Tel: 350-5800-7310		263,440 Units	6,586.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
The Emprise Special Opportunities Fund (2013) LP 1620 – 609 Granville Street Vancouver, BC V7Y 1C3 Attn: Scott Ackerman Tel: 778-331-8505		128,840 Units	3,221.00	Section 2.3(1) of National Instrument 45-106	2016-02-12
Totals		3,555,640 Units	\$88,891		

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)	
N/A						

Certificate

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

Date: February 19, 2016

Identillect Technologies Corp.

Name of Issuer (please print)

Samantha Prest, Solicitor, 604-691-6104

Print name, title and telephone number of person signing

"Samantha Prest"

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