

**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**

CMIC Mortgage Investment Corporation  
415 – 145 Chadwick Court  
North Vancouver BC V7M 3K1  
604-929-8156  
www.covemortgage.com

**Item 2: Reporting issuer status**

The issuer is not a reporting issuer.

**Item 3: Issuer's industry**

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

- |   |                         |
|---|-------------------------|
| Bio-tech  | Mining                  |
| Financial Services  | exploration/development |
| investment companies and funds                                    | production              |
| <input checked="" type="checkbox"/> mortgage investment companies | Oil and gas             |
| Forestry  | Real estate             |
| Hi-tech   | Utilities               |
| Industrial  | Other (describe)        |

**Item 4: Insiders and promoters of non-reporting issuers**

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 \$)
Kurt Schuman	President,	1 common share	\$1

North Vancouver BC	Director	74250 Class A Preferred	\$742,500
Joyce Luptak	Vice President, Director	1 common share	\$1
North Vancouver BC		61338 Class A Preferred	\$613,380
Graham Shivers	Secretary, Director	1 common share	\$1
North Vancouver BC			
Heather Briglio	Director	1 common share	\$1
West Vancouver BC			
Cove Mortgage Ltd	Manager	1 common share	\$1
North Vancouver BC			

## Details of distribution

### Item 5: Distribution date

February 1, 2013

### Item 6: Number and type of securities

3,000

CMIC Mortgage Investment Corporation Class A Preferred Redeemable Sha

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	1	\$10	\$30,000
Total number of Purchasers	1		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$30,000

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**

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	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
0		0	\$ -	Section 2.9 of NI 45-106F6	2013-02-01

**Commissions and finder's fees**

**Item 9: Commissions and finder's fees**

*No compensation paid*

**Certificate**

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

Date: February 8, 2013

CMIC Mortgage Investment Corporation

Name of [issuer/underwriter] (please print)

Sally Wheatley, Controller 604-929-8156 ext 17

Print name, title and telephone number of person signing

"Sally Wheatley"

Signature

**Item 10: Contact information**

As above

**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