

**Form 45-103F4**  
**Report of Exempt Distribution**

**Issuer information**

1. State the full name, address and telephone number of the issuer of the security distributed. Include former name if name has changed since last report. Also state the full name and address of the vendor, if this report is filed (a) by a vendor who is not the issuer, and (b) in connection with an exemption other than those contained in MI 45-103.

Aumega Discoveries Ltd.  
Suite 300 – 1055 West Hastings Street  
Vancouver, BC  
V6E 2E9

2. 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, and Alberta.

**Details of distribution**

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

February 18, 2005

4. For each security distributed:

- (a) describe the type of security, and
- (b) 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.

2,500,000 shares with 2,500,000 transferable share purchase warrants attached to purchase 2,500,000 shares for a two year period at a price of \$0.40 per share in the first year and at \$0.45 per share in the second year.

424,000 flow-through shares with 212,000 transferable share purchase warrants attached to purchase 212,000 shares for a two year period at a price of \$0.40 per share in the first year and at \$0.45 per share in the second year.

5. Provide details of the distribution by completing the attached schedule.

6. Complete the following table for each Canadian and foreign jurisdiction where purchasers of the

securities reside. Provide a total dollar value of all securities distributed in all jurisdictions. Do not include in this table, securities issued as payment for commissions or finder's fees disclosed under item 7, below.

Each jurisdiction where purchasers reside	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
	<b><u>Flow-Through Units</u></b>	
BRITISH COLUMBIA	\$0.35	<u>\$148,000.00</u>
	<b><u>Non- Flow Through Units</u></b>	
BRITISH COLUMBIA	\$0.28	\$4,200.00
BRITISH COLUMBIA	\$0.28	\$5,600.00
BRITISH COLUMBIA	\$0.28	\$1,680.00
BRITISH COLUMBIA	\$0.28	\$2,800.00
BRITISH COLUMBIA	\$0.28	\$2,800.00
BRITISH COLUMBIA	\$0.28	\$2,800.00
BRITISH COLUMBIA	\$0.28	\$5,600.00
BRITISH COLUMBIA	\$0.28	\$2,800.00
BRITISH COLUMBIA	\$0.28	\$2,800.00
BRITISH COLUMBIA	\$0.28	\$2,800.00
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BRITISH COLUMBIA	\$0.28	\$2,800.00
BRITISH COLUMBIA	\$0.28	\$3,360.00
BRITISH COLUMBIA	\$0.28	\$7,000.00

BRITISH COLUMBIA	\$0.28	\$581,980.00
ALBERTA	\$0.28	\$60,900.00
U.K. ENGLAND	\$0.28	\$15,400.00
AUSTRALIA	\$0.28	\$2,800.00
ARGENTINA	\$0.28	\$9,800.00
LIECHTENSTEIN	\$0.28	\$29,120.00
<b>Total Non-Flow Through Units</b>		<b>\$700,000</b>
<b>Total dollar value of distribution in all jurisdictions (Canadian \$)</b>		<b>\$848,400</b>

### Commissions and finder's fees

7. Provide the following information for each person who is being compensated in connection with the distribution(s). When disclosing compensation paid or to be paid, include discounts, commissions or other fees or payments of a similar nature directly related to the distribution. Do not include payments for services incidental to the trade, such as clerical, printing, legal or accounting services.

Full name and address of person being compensated	Compensation paid (in Canadian \$ and, if applicable, number and type of securities)	Exemption relied on and date of distribution (if applicable)
Canaccord Capital Corporation 19th Floor-Securities Department 609 Granville St Vancouver BC V7Y 1H2	\$79,234.40  50,000 common shares at a deemed price of \$0.28 per share  410,000 warrants to purchase 410,000 shares at a price of \$0.40 per share in the first year and at \$0.45 per share in the second year	s. 74(2)(23) of the Securities Act  February 18, 2005
Haywood Securities Inc. #2000-400 Burrard Street Vancouver, BC V6C 3A6	\$2,940.00  15,000 warrants to purchase 15,000 shares at a price of \$0.40 per share in the first year and at \$0.45 per share in the second year	s. 74(2)(23) of the Securities Act  February 18, 2005
Graydon Elliott Capital Corporation #1100-543 Granville Street	\$2,665.60	s. 74(2)(23) of the Securities Act

Vancouver, BC V6C 3A6	13,600 warrants to purchase 13,600 shares at a price of \$0.40 per share in the first year and at \$0.45 per share in the second year	February 18, 2005
<b>Total</b>	<b>\$84,840</b>  <b>50,000 common shares at a deemed price of \$0.28 per share</b>  <b>438,600 warrants to purchase 438,600 shares at a price of \$0.40 per share in the first year and at \$0.45 per share in the second year</b>	


### Certificate

On behalf of the issuer (or vendor), I certify that the statements made in this report and in each schedule to this report are true.

Date: February 28, 2005

**Aumega Discoveries Ltd.**  
Name of issuer or vendor (please print)

**Stephen Stanley, President & Director**  
Print name and position of person signing

  
Signature