

Form 45-106F6
British Columbia Report of Exempt Distribution

Item 1: Issuer name and contact information

First Choice Products Inc.
111 – 30990 Peardonville Road
Abbotsford, BC, V2T 6K1
Tel: 604-853-2655
Email: rob_sim@shaw.ca

Item 2: Reporting issuer status

The Issuer is a reporting issuer in the provinces of British Columbia and Alberta.

Item 3: 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"/> Forestry | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Industrial | <input checked="" type="checkbox"/> Other (Consumer Products) |

Item 4: Insiders and promoters of non-reporting issuers

N/A

Item 5: State the distribution date.

October 11, 2012

Item 6: 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 state the exemption(s) relied on.

1,260,000 units at \$0.05 per unit. Each unit consists of a common share and a two-year common share purchase warrant. Each warrant will entitle the holder to purchase one additional common share of the Company at \$0.05 per share in the first year and \$0.10 per share in the second year. The warrants will expire October 11, 2014. A Finder's Fee of \$500 was paid. Exemptions relied upon include NI 45-106, s. 2.3(1) and NI 45-106, 2.5(1)(a).

Item 7: Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Other	1	\$0.05	\$5,000.00
New Brunswick	1	\$0.05	\$15,000.00
British Columbia	2	\$0.05	\$43,000.00
Total number of Purchasers	4		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$63,000.00

Item 8: 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.

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)
M & J Holdings 144 Sunrise Estates New Maryland, NB E3C 1G6 Mark Magee 506-452-7449	R	300,000 units	\$15,000	N! 45-106, S. 2.3(1)	2012-10-11

Item 9: 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

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)	
Mr. G.D. Burnie 5 - 2994 Coast Meridian Road Port Coquitlam, BC V3B 3M8	R	\$500.00				\$500.00

Certificate

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

Date: October 16, 2012

First Choice Products Inc.

Name of issuer

Robert A. Sim, President, 604-853-2655

Print name, title and telephone number of person signing

"Robert A. Sim"

Signature

Item 10: Contact Information

Robert Sim, President, 604-853-2655

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.