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**REPORT OF EXEMPT DISTRIBUTION  
FORM 45-106F1 REQUIRED UNDER SECTION 6.1 OF NI 45-106**

The undersigned reports to the British Columbia Securities Commission the following distribution :

**1- Issuer information :**

Ressources Searchgold Inc.  
440 boul René-Lévesque West, # 1160  
Montreal, Quebec, H2Z 1V7  
Tel : 514-866-4224

**2- Reporting jurisdictions of the issuer :**

Quebec, Alberta and British-Columbia

**3- Industry of the issuer :**

Mines – Exploration and development

**4- See information in Schedule I :**

**5- Date of the distribution**

July 17, 2006

**6- Description of the securities distributed :**

Consists of 750,000 common shares of Ressources Searchgold Inc. (the « Corporation ») conferring to the bearer the right to vote at shareholder's meetings, to receive any dividend declared by the Corporation and, if a dissolution of the Corporation occurred, to participate proportionally with the other common shareholders to any distribution of the corporation's assets.

Exemption for this distribution : Section 2.13 of NI 45-106

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**7- Jurisdictions where purchasers of the securities reside**

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia	1	0,10 \$ per share	75 000 \$
<b>Total number of purchasers</b>	1		
<b>Total dollar value of distribution in all jurisdictions (Canadian \$)</b>			75 000 \$

**8- Commissions and finder's fee :**

No commission or finder's fees were paid.

**9- Authorization for distribution in Ontario :**

Non applicable.

The undersigned, authorized representative of Searchgold Resources Inc. signed this report dated July 28<sup>th</sup>, 2006.



Denis Tremblay  
Corporate Secretary  
Searchgold Resources Inc.  
Tel : 514-866-4224 Fax : 514-866-2626