

**Amended 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: Kariana Resources Inc.  
Website address: N/A  
Address: 1980, 1075 West Georgia Street  
Vancouver, BC V6E 3C9  
Telephone Number: 604-688-9588  
Email address: herrick.lau@barongroupintl.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 a reporting issuer in British Columbia, Alberta and Ontario.**

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 checked="" 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 type="checkbox"/> Other (describe)                   |
- 

**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 \$)
Not Applicable			

**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.

**April 2, 2015**

**Item 6: Number and type of securities**

For each security distributed:

- describe the type of security;

**Subscription receipts (the "Subscription Receipts")**

- 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

**5,168,757 Subscription Receipts.** Each Subscription Receipt will entitle the holder thereof to receive, without payment of any additional consideration and without further action on the part of the holder, one unit of the Issuer (a “Unit”) upon satisfaction of certain escrow release conditions (the “Escrow Release Conditions”). Each Unit will consist of one common share of the Issuer (a “Share”) and one-half of one transferable common share purchase warrant (each whole warrant, a “Warrant”), with each Warrant entitling the holder thereof to acquire one additional Share (a “Warrant Share”) at a price of \$0.30 per Warrant Share for the first year and \$0.45 for the second year from date on which the Escrow Release Conditions are satisfied (the “Escrow Release Date”).

- 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 \$) <sup>1</sup>	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Alberta	4	\$0.15	\$67,500.00
British Columbia	29	\$0.15	\$413,089.95
Panama	2	\$0.15	\$67,500.00
Switzerland	1	\$0.15	\$30,000.00
United Kingdom	1	\$0.15	\$60,000.00
United States	6	\$0.15	\$137,223.60
<b>Total number of Purchasers</b>	<b>43</b>		
<b>Total dollar value of distribution in all jurisdictions (Canadian \$)</b>			<b>\$775,313.55</b>

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) [*TSX Venture Exchange offering*] of National Instrument 45-106 *Prospectus and Registration 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 \$)	Date of distribution (yyyy-mm-dd)
Dragon Alternative Fund La Camino Real, Calle Winston Churchill Panama, Panama Tel: 507-6004-1530	N/A	300,000	Subscription receipts	\$45,000.00	Section 2.3(1) of National Instrument 45-106 2015-04-02
Dr. Harinder Sangha Inc. 2905-1033 Marinaside Cr. Vancouver BC V6Z3A3 Contact person: Harinder Sangha Tel: 778-878-7112	N/A	100,000	Subscription receipts	\$15,000.00	Section 2.3(1) of National Instrument 45-106 2015-04-02
Sutton Ventures Ltd. 44486 Monte Vista Dr. Sardis, BC V2R 5T2 Contact person: Brayden Sutton Tel: 604-997-9007	N/A	65,000	Subscription receipts	\$9,750.00	Section 2.3(1) of National Instrument 45-106 2015-04-02

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)
Radical Capital Ltd. 1625-1185 W. Georgia St. Vancouver, BC V6E 4E6 Contact person: Marcus New Tel: 604-780-5685	N/A	275,000	Subscription receipts	\$41,250.00	Section 2.3(1) of National Instrument 45-106	2015-04-02
GRF Consulting Corp. 480-789 W. Pender St. Vancouver, BC V6C 1H2 Contact person: Gary Freeman Tel: 604-889-9295	N/A	150,000	Subscription receipts	\$22,500.00	Section 2.3(1) of National Instrument 45-106	2015-04-02
Our World Holdings Ltd. 1367 E Kent Ave North Vancouver, BC V5X 4T6 Contact person: Richard Skujins Tel: 604-220-5595	N/A	100,000	Subscription receipts	\$15,000.00	Section 2.3(1) of National Instrument 45-106	2015-04-02
0923383 BC Ltd. 2066 Westdean Cres West Vancouver, BC V7V 3Z9 Contact person: Paul Hansed Tel: 604-505-8172	N/A	30,000	Subscription receipts	\$4,500.00	Section 2.3(1) of National Instrument 45-106	2015-04-02
Total		1,020,000	Subscription receipts	\$153,000.00		

## **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)	
Richardson GMP Limited 550 Burrard Street, Suite 500 Vancouver, BC V6C 2B5	R	N/A	179,568 Finder's Units <sup>(1)</sup>	\$0.15 (deemed)	Section 2.3(1) of National Instrument 45-106 2015-04-01	\$26,935.20 (deemed)
Leede Financial Markets Inc. 1140 Pender St W #1800, Vancouver, BC V6E 4G1	N/A	N/A	3,200 Finder's Units <sup>(1)</sup>	\$0.15 (deemed)	Section 2.3(1) of National Instrument 45-106 2015-04-01	\$480.00 (deemed)
Peter Przygoda 2nd Floor, Hastings Financial Centre Hastings, Christ Church B15154, Barbados, WI	R	N/A	32,000 Finder's Units <sup>(1)</sup>	\$0.15 (deemed)	Section 2.3(1) of National Instrument 45-106 2015-04-01	\$4,800.00 (deemed)
Alfred Simon Gregorian 3201-1308 Hornby St., Vancouver, BC V6C 0Z5	N/A	N/A	40,000 Finder's Units <sup>(1)</sup>	\$0.15 (deemed)	Section 2.3(1) of National Instrument 45-106 2015-04-01	\$6,000.00 (deemed)
Total			<b>254,768 Finder's Units<sup>(1)</sup></b>			<b>\$38,215.20 (deemed)</b>

**Note:**

(1) Each Finder's Unit consists of one common share of the Issuer (a "Share") and one-half of one non-transferable common share purchase warrant (each whole warrant, a "Finder's Warrant") with each Finder's Warrant entitling the holder thereof to acquire one additional Share (a "Finder's Warrant Share") at a price of \$0.30 per Finder's Warrant Share for the first year and \$0.45 for the second year from the Escrow Release Date.

## Certificate

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

Date: May 4, 2015

Kariana Resources Inc. (now known as Lifestyle Delivery Systems Inc.)

Name of issuer (please print)

Denise Lok, CFO, 604-688-9588

Print name, title and telephone number of person signing

"Denise Lok"

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