

Form 45-106F1

Report of Exempt Distribution

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution.

Issuer/underwriter information

Item 1:

Full Name and Address of Issuer:

ONA POWER CORP.
1250 West Hastings Street.
Vancouver, BC V6Z 2E6

Item 2:

The issuer is a Reporting Issuer in British Columbia, Alberta and Ontario.

Item 3: Indicate the industry of the issuer by checking the appropriate box next to one of the industries listed below.

Bio-tech

Financial Services

investment companies and funds

mortgage investment companies

Forestry

Hi-tech

Industrial

Mining

exploration/development

production

Oil and gas

Real estate

Utilities

X Other (describe)

ENERGY/ELECTRICAL GENERATION

Details of distribution

Item 4:

See Schedule I

Item 5:

The distribution date was September 27, 2010.

Item 6:

a) The offering consisted of the following:

23,466,666 units (the “Units”) at a price of \$0.075 per Unit, each Unit consisting of one common share and one common share purchase warrant (a “Warrant”) each Warrant entitling the holder to purchase one additional common share a price of \$0.075 for a period of two years expiring on September 27, 2012.

b) The total number of securities issued is as follows:

23,466,666 Units consisting of:

1. 23,466,666 common shares; and
2. 23,466,666 common share purchase warrants exercisable for a period of two years at a price of \$0.075 per share and expiring on September 27, 2012.

c) Exemption relied upon:

All investors subscribed pursuant to NI 45-106 s.2.3, the Accredited Investor exemption.

Item 7: Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table, securities issued as payment for commissions or finder’s fees disclosed under item 8, below.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia	7	\$0.075	\$1,759,999
Total number of Purchasers	7		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,759,999

Commissions and finder's fees

Item 8:

Full name and address of the person being compensated	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	Exemption relied on and date of distribution	
Baljag Investments Ltd. Brinder Lally 14088 82 nd Avenue Surrey, BC V3W 1M8	\$175,999	Nil	Nil	N/A	\$175,999

Item 9:

These securities were not distributed in Ontario.

Certificate

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

Date: OCTOBER 4, 2010

ONA POWER CORP.

Name of Issuer (please print)

604-685-2542

Telephone Number

"Sandeep Poonia"

Sandeep Poonia, President & CEO

For inquiries regarding this report, you may contact

Lorraine Pike

Corporate Services Administrator

Ona Power Corp.

604-685-2542

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