

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 information

Item 1: Issuer name and contact information

SLYCE Inc. (“**SLYCE**” or the “**Corporation**”)
200 – 5970 Centre Street SE
Calgary, AB, T2H 0C1

Telephone: (403) 992-7295

Item 2: Reporting issuer status

SLYCE is a reporting issuer in the provinces of British Columbia, Alberta and Ontario.

Item 3: Issuer’s industry

Indicate the industry of the issuer by checking the appropriate box below.

- | | |
|---|--|
| <input type="checkbox"/> Bio-tech | <input type="checkbox"/> 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 checked="" 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 \$)

Details of distribution

Item 5: Distribution date

June 20, 2014

Item 6: Number and type of securities

For each security distributed:

- (a) describe the type of security,

Subscription receipts of the Corporation (“Subscription Receipts”)

- (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; and

20,000,000 Subscription Receipts at a price of \$0.60 per Subscription Receipt. Each subscription receipt converted into 0.82184 of a common share of SLYCE. Each common share of SLYCE was then immediately exchanged for 1.21678 common shares of Oculus Ventures Corporation (later renamed SLYCE).

- (c) state the exemption(s) relied on. If more than one exemption is relied on, state the amount raised using each exemption.

NI 45-106 Section 2.3 – Accredited investor

NI 45-106 Section 2.5 – Friends, family and business associates

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 Jurisdiction Where Purchasers Reside	Number of Purchasers	Price Per Security (Canadian \$) ¹	Total Dollar Value Raised From Purchasers in the Jurisdiction (Canadian \$)
Alberta	26	\$0.60	\$947,400.00
Ontario	95	\$0.60	\$6,352,100.40
British Columbia	65	\$0.60	\$2,958,439.80
Nova Scotia	1	\$0.60	\$54,000.00
International	14	\$0.60	\$1,688,059.80
Total Number of Purchasers	201		
Total Dollar Value of Distribution in All Jurisdictions (Canadian \$)			\$12,000,000.00

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

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.

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 <i>Subscription Receipts</i>	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Cedar Point Capital Inc. Tarik Elsaghir 1725 – 25 th Street SW Calgary, AB T3C 1J7 (403) 719-0978	-	125,000	\$75,000.00	NI 45-106 Section 2.3	2014-06-20
Miles Rowley Projects Inc. Jesse LaCombe #4 – 2210 Oakmoor Place SW Calgary, AB T2V 4R4 (403) 700-2606	-	16,666	\$9,999.60	NI 45-106 Section 2.3	2014-06-20
A2 Capital Management Inc. Gino Demichete 23 Alexa Close Calgary, AB T3R 1B9 (403) 680-7898	-	85,000	\$51,000.00	NI 45-106 Section 2.3	2014-06-20

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 <i>Subscription Receipts</i>	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Skytrade Corporation Paul Meretsky 35 Penwood Crescent Toronto, ON M3B 3B1 (416) 943-0808	-	150,000	\$90,000.00	NI 45-106 Section 2.3	2014-06-20
Dr. A. D. Hosie Inc. Andrew Hosie 1588 Spyglass Crescent Delta, BC V4M 4E6 (250) 886-6919	-	500,000	\$100,000.00	NI 45-106 Section 2.3	2014-06-20
Rent Rite Truck Rentals Ltd. Donald Richardson Suite 201, 7422 Crowfoot Road NW Calgary, AB T3G 3N7 (403) 818-0655	-	416,700	\$100,008.00	NI 45-106 Section 2.3	2014-06-20
Kilnamartyra Investments Inc. Earl Bardswich 2578 Ambercroft Trail Mississauga, ON L5M 4K4 (905) 828-6413	-	15,000	\$9,000.00	NI 45-106 Section 2.3	2014-06-20
Hutton Capital Corp. James Hutton 1750 999 Hastings St. Vancouver, BC (604) 328-7515	-	100,000	\$60,000.00	NI 45-106 Section 2.3	2014-06-20
Violetta Holdings Inc. David Malm 5550 Lamburnum St Vancouver, BC V6M 3S8 (604) 261-5355	-	100,000	\$60,000.00	NI 45-106 Section 2.3	2014-06-20
Spectre Investments Inc. Michael Townsend 1128-789 Pender Street W Vancouver BC V6C 1H2 (604) 669-9330	-	35,000	\$21,000.00	NI 45-106 Section 2.3	2014-06-20
DNG Capital Corp. Nick Demare 4338 Francis St Vancouver, BC V5C 2R3 (604) 685 9316	-	40,000	\$24,000.00	NI 45-106 Section 2.3	2014-06-20

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Varshney Capital Corp. Praveen K. Varshney Suite 2050 - 1055 West Georgia Street P.O. Box 11121, Royal Centre Vancouver, BC V6E 3P3 (604) 684-2181	-	25,000	\$15,000.00	NI 45-106 Section 2.3	2014-06-20
Eagle Strategic Management Ryan Cohen 39 Greensboro Rd Etobicoke, ON M9W 1E1 (416) 588-7926	(R)	42,000	\$25,200.00	NI 45-106 Section 2.3	2014-06-20
Cannon Bridge Capital Michael Townsend 6925 Adera St W Vancouver, BC V6P 5C2 (604) 365-9950	-	55,000	\$33,000.00	NI 45-106 Section 2.3	2014-06-20
Nova Trek Capital Inc. Paul Sexten 1225 Kingsway Ave, Unit 1105 Port Coquitlam, BC V3C1S2 (604) 325-4257	-	170,000	\$102,000.00	NI 45-106 Section 2.3	2014-06-20
Blackstone Capital Partners Inc. Mike Veldhus 888 Dunsmuir St, Suite 1100 Vancouver, BC V6C3K4 (604) 304-4091	-	340,000	\$204,000.00	NI 45-106 Section 2.3	2014-06-20
Accent Marketing Joerg Schweizer Heiliggeist Str. 1 Munich 80331 Germany 4959381513310	-	200,000	\$120,000.00	NI 45-106 Section 2.3	2014-06-20
Clariden Capital Ltd. Campbell Smyth 45 Johnston Street Peppermint Gove Perth WA 6011 Australia (618) 928-62856	-	100,000	\$60,000.00	NI 45-106 Section 2.3	2014-06-20

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Luke Norman Consulting Ltd. Luke Norman 6751 Westminster Hwy, Unit 200 Richmond, BC V7C 4V4 (604) 512-3224	-	40,000	\$24,000.00	NI 45-106 Section 2.3	2014-06-20
Jay G Meunier Professional Corporation Jay Meunier 108 Bonaventure Drive Timmins, ON P4R 1L4 (704) 268-4242	-	75,000	\$45,000.00	NI 45-106 Section 2.3	2014-06-20
DB Celeste Investments Dan Bruno 32 Frybrook Cres Richmond Hill, ON L4B 4B9 (416) 861-5938	-	50,000	\$30,000.00	NI 45-106 Section 2.3	2014-06-20
2147881 Ontario Inc. Dan Dumas 200 Bay St, Box 13 Toronto, ON M5J 2J1 (416) 594-1951	-	75,000	\$45,000.00	NI 45-106 Section 2.3	2014-06-20
CanAmerica Capital Corp. Alberta Imbrogno 36-130 Robert St Milton, ON L9T 6E3 (416) 986-8180	-	50,000	30,000.00	NI 45-106 Section 2.3	2014-06-20
Anson Investments Master Fund LP Adam Spears Walker House, 87 Mary St Georgetown Grand Cayman Ky19002 Cayman Islands (416) 447-8874	-	650,000	\$390,000.00	NI 45-106 Section 2.3	2014-06-20
1321927 Ontario Limited H.R. Steele 40 King St W Suite 2100 Toronto ON M5H 3C2 (902) 468 7557	-	500,000	\$300,000.00	NI 45-106 Section 2.3	2014-06-20
Cm Equity Ag & Co Kg Financial Services Michael Kott Kaufinger 20 Munich 80331 Germany 0049-89-1890-4740	-	100,000	\$60,000.00	NI 45-106 Section 2.3	2014-06-20

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Calhoun First Financial Wally Ruderick 4 Edenvale Cres Etobicoke, ON M9A 4A4 (416) 904-4334	-	90,000	\$54,000.00	NI 45-106 Section 2.3	2014-06-20
Dark Horse Financial Corp. Andrew Rudensky 993 Queen St West Toronto, ON M6J 1H2 (416) 897-6973	-	50,000	\$30,000.00	NI 45-106 Section 2.3	2014-06-20
The Ierullu Family Trust Merv Simpson 8965 Woodbine Ave, Suite 200 L Markham, ON L3R 0J9 (905) 479-7001	(R)	220,000	\$132,000.00	NI 45-106 Section 2.3	2014-06-20
Initial Capital Corporation Bruce Ford 73 Richmond St W, Ph 2 Toronto, ON M5H 4E8 (416) 362-8110	-	60,000	\$36,000.00	NI 45-106 Section 2.3	2014-06-20
Delavaco Holdings Inc. Andrew DeFrancesco Box 447, The Exchange Tower 130 King St W, Suite 2210 Toronto, ON M5X 1E4 (416) 362-4441	-	190,000	\$114,000.00	NI 45-106 Section 2.3	2014-06-20
1444953 Ontario Inc. Huntly Christie 798475 3rd Line E Mulmur, ON L9V 0H8 (705) 466-2111	-	160,000	\$96,000.00	NI 45-106 Section 2.3	2014-06-20
4693210 Ontario Ltd. Elijah Melnick 401 Dundas St. E Toronto, ON M5A 2A7 (416) 868-1727	-	28,500	\$17,100.00	NI 45-106 Section 2.3	2014-06-20
K. Goldman Engineering Inc. Karol Goldman 103 Viewmount Ave North York, ON M6B 1T5 (416) 218-7010	-	25,000	\$15,000.00	NI 45-106 Section 2.3	2014-06-20

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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 <i>Subscription Receipts</i>	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Paul Rosenberg Professional Corp. Paul Rosenberg 18 Gatewood Crt Richmond Hill, ON L4B 2L5 (416) 399-6850	-	28,500	\$17,100.00	NI 45-106 Section 2.3	2014-06-20
0998735 BC Ltd. Trista Meisel 2623 Burleigh Ave, Suite 409 Port Coquitlam, BC V3C 0C5 (778) 996-0666	-	25,000	\$15,000.00	NI 45-106 Section 2.3	2014-06-20
Alpha North Asset Management Steve Palmer 333 Bay St, Suite 630 Toronto, ON M5H 2R2 (416) 483-5668	(R)	417,000	\$250,200.00	NI 45-106 Section 2.3	2014-06-20
LDIC Inc. Genevieve Roch-Decter 130 King St West, Suite 2130 Toronto, ON M5X 1E2 (416) 362-4141	(R)	391,500	\$234,900.00	NI 45-106 Section 2.3	2014-06-20
Meteor Capital Inc. Gerald Hurlow 40 King St West, #2706 Toronto, ON M5H 3Y2 (416) 304-6863	-	335,000	\$201,000.00	NI 45-106 Section 2.3	2014-06-20
Route Bay Corp. (via Salida Capital Corp.) Ian Clark 2 Riverview Dr. Rr1, Box 126 Hastings, ON K0L 1Y0 (416) 869-6527	(R)	41,667	\$25,000.20	NI 45-106 Section 2.3	2014-06-20
Salida Strategic Growth Fund SARL Ian Clark 2 Bloor West Toronto, ON M4W 3E2 (416)849-2597	-	1,980,067	\$1,188,040.20	NI 45-106 Section 2.3	2014-06-20
Esophoros Asset Management Inc. Gregory Galanis 15 Dee Avenue Toronto, ON M9N 1S8 (416) 315-2133	-	417,000	\$250,200.00	NI 45-106 Section 2.3	2014-06-20

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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 <i>Subscription Receipts</i>	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Jimken Foundation Larry Kenedy 50 Street, Plaza 2000, Panama, Panama (507) 269-0233	-	100,000	\$60,000.00	NI 45-106 Section 2.3	2014-06-20
Blue Well Trading House Ltd. William Burk 1814 Grieve Ave Courtenay, BC V9N 2W7 (604) 939-2856	-	100,000	\$60,000.00	NI 45-106 Section 2.3	2014-06-20
Aura Oil Holdings Ltd. Naeem Tyab 2nd Floor, 25 Church Street Hamilton, Bermuda HM12 441 295 0301	-	300,000	\$180,000.00	NI 45-106 Section 2.3	2014-06-20
Cannacord Genuity Corp Linda Sclater 2200-609 Granville Street Vancouver, BC VF7 1H2 (604) 643-7054	-	62,168	\$37,301.00	NI 45-106 Section 2.3	2014-06-20
ORCA Capital GmbH Wolfgang Barhardt Sperling 2 Hettenshausen 85276 Germany 498-441- 786440	-	100,000	\$60,000.00	NI 45-106 Section 2.3	2014-06-20
Ladasa Investments Inc. Gerard Wittenberg 6857 Churchill St Vancouver, BC V6P 5B4 (604) 657-6857	-	50,000	\$30,000.00	NI 45-106 Section 2.3	2014-06-20
Pine Strategies Corp. Jackson Friesen 888 Dunsmuir St, Suite 1100 Vancouver, BC V6C3K4 (604) 304-4088	-	170,000	\$102,000.00	NI 45-106 Section 2.3	2014-06-20
Malvernes Securities Ltd (BVIs) Jacques Ndjamba Mbeleck 33, Foch Avenue, 75016 Paris Paris, France 75016 971506551092	-	833,500	\$500,100.00	NI 45-106 Section 2.3	2014-06-20

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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 <i>Subscription Receipts</i>	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Clarus Securities Inc. Tom Monahas 130 King Street West Suite 3640, P.O Box 38 Toronto, ON M5X 1A9 (416) 343-2777	-	166,600	\$99,960.00	NI 45-106 Section 2.3	2014-06-20
Ramble Holdings Ltd. Duncan McGregor 90 Allstate Parkway, Suite 102 Markham, ON L3R 6H3 (416) 343-2774	(R)	83,400	\$50,040.00	NI 45-106 Section 2.3	2014-06-20
Boulton Financial Dave Erdich 17 Boulton Avenue Toronto, ON M4M 2J4 (614) 477-5610	(R)	125,000	\$75,000.00	NI 45-106 Section 2.3	2014-06-20
Extract Capital Master Fund Ltd. Ethan Pat 89 Nexus Way Camana Bay, Grand Cayman KY1-9007 (212) 255-0972	-	41,600	\$24,960.00	NI 45-106 Section 2.3	2014-06-20
Zezazi Corp. Zev Zlotnick 177 Delhi Avenue Toronto, ON M3H 1A7 (416) 865-6601	-	20,000	\$12,000.00	NI 45-106 Section 2.3	2014-06-20
548229 Alberta Ltd. Michael Gross 6000 Bilton Lane Halifax, NS B3H 4M3 (902) 420-9277	-	90,000	\$54,000.00	NI 45-106 Section 2.3	2014-06-20
Miles Rowley Projects Inc. Jesse LaCombe #4 2210 Oakmoor Place Sw Calgary, AB T2V 4R4 (403) 700-2606	-	16,666	\$9,999.60	NI 45-106 Section 2.3	2014-06-20
VC GROUP INVESTMENTS, SA Bebe Jurado Ricardo Arango Ave And 61 Street Panama, Panama (507) 301-9011	-	418,333	\$251,000.00	NI 45-106 Section 2.3	2014-06-20

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)	
Canaccord Genuity Corp. Suite 2200, 609 Granville Street Vancouver, BC V7Y 1H2	(R)	\$468,000.00	641,035 Broker Warrants 165,000 Financial Advisory Fee Warrants		NI 45-106 Section 2.3 June 20, 2014	\$468,000.00
Salman Partners Inc. 1700 – 1905 West Pender Street Vancouver, BC V6E 2M6	(R)	\$144,000.00	197,242 Broker Warrants		NI 45-106 Section 2.3 June 20, 2014	\$144,000.00
Cormark Securities Inc. 2800 – 200 Bay Street Toronto, ON M5J 2J2	(R)	\$72,000.00	98,621 Broker Warrants		NI 45-106 Section 2.3 June 20, 2014	\$72,000.00
Beacon Securities Limited 4050 – 66 Wellington Street West Toronto, ON M5K 1H1	(R)	\$36,000.00	49,310 Broker Warrants		NI 45-106 Section 2.3 June 20, 2014	\$36,000.00

Note: Both the Broker Warrants and the Financial Advisory Fee Warrants have terms of two-year expiry date and an exercise price of \$0.60.

Certificate

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

Date: July 29, 2014

SLYCE Inc.
Name of issuer (please print)

Khurram Qureshi, Chief Financial Officer, (647) 831-1462
Print name, title and telephone number of person signing

(signed) "Khurram Qureshi"
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.

As above

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