

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 name and contact information

NSS Resources Inc.

Suite 206 - 595 Howe Street

Vancouver, BC, V6C 2T5

Tel: 778 218 9638

Email: jagsandhu@telus.net

Item 2: Reporting issuer status

Not a reporting issuer.

Item 3: Issuer's industry

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

☐ Bio-tech

Financial Services

☐ investment companies and funds

☐ mortgage investment companies

☐ Forestry

☐ Hi-tech

☐ Industrial

Mining

x ☐ exploration/development

☐ production

☐ Oil and gas

☐ Real estate

☐ Utilities

☐ Other (describe)

Item 4: Insiders and promoters of non-reporting issuers

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	Total price paid for all securities beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution

		distribution	(Canadian \$)
Jag Sandhu, Surrey, Canada	Director, officer, promoter and more than 10% holder	3,250,000, Common shares	\$52,500
Klaus Eckhof, Monaco	Director, Promoter and more than 10% holder	2,750,000 common shares	\$42,500
Doug Macquarrie, Richmond, Canada	Director	800,000 common shares	\$16,000
Paul Grewal, Surrey, Canada	Officer	nil	

Details of distribution

Item 5: Distribution date

October 17, 2014

Item 6: Number and type of securities

500,000 Special Warrants distributed.

Item 7: Geographical information about purchasers

Each Canadian and foreign jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
BC	1	\$0.02	\$10,000
Total number of Purchasers	1		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$10,000

Item 8: Information about purchasers

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)
Dunsmuir Venture Inc.		500,000 Special	\$10,000	2.9 Offering	2014-10-17

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)
700 - 595 howe street, Vancouver, BC, V6C 2T5 604 669 8843 x22 - Raynard		Warrants		Memorandum (OM)	

Commissions and finder's fees

Item 9: Commissions and finder's fees - No commissions and finder's fees paid.

N/A

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)	

Certificate

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

Date: October 17, 2014

NSS Resources Inc.

Name of [issuer/] (please print)

Jag Sandhu. President. 778 218 9638

Print name, title and telephone number of person signing

"jag sandhu"

Signature