

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:

UTOR CAPITAL CORP.

1980-1075 W. Georgia St.

Vancouver, BC V6E 3C9

Website: N/A

Tel.: 604-688-9588

Email: denise.lok@barongroupintl.com

B. If an underwriter is completing this report, state the following:

N/A

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.

Not a reporting issuer.

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.

N/A

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

securitized products issuers

Forestry

Hi-tech

Industrial

Mining

exploration/development

production

Oil and gas

Real estate

Utilities

Other (describe)

Business consulting

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 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 \$)
Michael Sikich West Vancouver, BC, Canada	Director	50,000	\$1,500
David Eaton Vancouver, BC, Canada	Director	50,000	\$1,500
David Velisek Vancouver, BC, Canada	Director	50,000	\$1,500
Herrick Lau Vancouver, BC, Canada	Director	50,000	\$1,500

Details of distribution

Item 5: Distribution date

June 7, 2016

Item 6: Number and type of securities

For each security distributed:

- describe the type of security; **Class A Common Shares**
- 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

421,500 Class A Common Shares

- 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.

N/A

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 \$)
Alberta	2	\$0.03	\$240
British Columbia	139	\$0.03	\$11,295
Manitoba	2	\$0.03	\$180
Ontario	1	\$0.03	\$60
Hong Kong	1	\$0.03	\$90
Jordan	3	\$0.03	\$360
Mexico	1	\$0.03	\$120
Panama	1	\$0.03	\$300
Total number of Purchasers	150		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$12,645

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

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)
C & R Holdings Ltd. 970 Esquimalt Avenue, West Vancouver, BC V7T 1J8 Contact person: Adam Vorberg (president) Tel.: (778) 373-4099	R	1,000 Class A Common Shares	\$30	NI 45-106, s.2.3 (Accredited investor)	2016-06-07
Complete Communications Inc. 1074 Lillooet Road, North Vancouver, BC V7J 2H8 Contact person: Geoff Watson Tel.: (604) 828-0085		3,000 Class A Common Shares	\$90	NI 45-106, s.2.3 (Accredited investor)	2016-06-07
Enero Holdings Ltd. P.O. Box 539, Whistler, BC V0N 1B0 Contact person: Mario Enero (president) Tel.: (604) 932-5011		4,000 Class A Common Shares	\$120	NI 45-106, s.2.3 (Accredited investor)	2016-06-07
Woodgreen Investments Ltd. 970 Esquimalt Avenue, West Vancouver, BC V7T 1J8 Contact person: Stewart Vorberg (president) Tel.: (778) 373-4099	R	1,000 Class A Common Shares	\$30	NI 45-106, s.2.3 (Accredited investor)	2016-06-07
0848610 BC Ltd. 416 St. Georges Avenue, North Vancouver, BC V7L 3H1 Contact person: David Duggan (president) Tel.: (604) 999-6566		3,000 Class A Common Shares	\$90	NI 45-106, s.2.3 (Accredited investor)	2016-06-07
Navigator Capital Partners 910-510 Burrard St., Vancouver, BC V6C 3A8 Contact person: Kyle de Jong (CEO) Tel.: 778-988-5757	R	5,000 Class A Common Shares	\$150	NI 45-106, s.2.5 (Family, friends and business associates)	2016-06-07

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)
Ridge Resources Ltd. 1658 Tower St., Telkwa, BC V0J 2X0 Contact person: Kyle Hardy (president) Tel.: 250-877-1394		2,000 Class A Common Shares	\$60	NI 45-106, s.2.5 (Family, friends and business associates)	2016-06-07
H. Sangha Enterprises Ltd. 1501-1372 Seymour St. Vancouver, BC V6B 0L1 Contact person: Harinder Sangha (director) Tel.: 778-878-7112		1,000 Class A Common Shares	\$30	NI 45-106, s.2.5 (Family, friends and business associates)	2016-06-07

Commissions and finder's fees

Item 9: Commissions and finder's fees

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)	
MACKIE RESEARCH CAPITAL CORPORATION 1075 West Georgia Street Suite 1920 Vancouver, BC - V6E 3C9	R	\$1,700.00	N/A	N/A	N/A	\$1,700.00

Certificate

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

Date: June 10, 2016

UTOR CAPITAL CORP.

Name of issuer

David Eaton, Director 778-331-2088

Print name, title and telephone number of person signing

/s/“David Eaton”

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.