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.

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.

PARALLEL MINING CORP. (the "Issuer")
#804 – 750 West Pender Street
Vancouver, BC V6C 2T7
Tel: 604.682.2928

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.

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.

The issuer is a reporting issuer in British Columbia and Alberta.

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.

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
  ☑ **exploration/development**
  ☐ production
☐ Oil and gas
☐ Real estate
☐ Utilities
☐ 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 $)
N/A			

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.

June 2, 2016.

Item 6: Number and type of securities

For each security distributed:

(a) describe the type of security,

Units, with each unit consisting of one common share and one transferable common share purchase warrant.

(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

12,610,000 Units (12,610,000 common shares and 12,610,000 warrants).

Each warrant exercisable into one common share of the Issuer for a period of three years from the date of issuance at a price of $0.15 per common share in the first year, $0.20 per common share in the second year and $0.25 per common share in the third year.

(c) 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

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 (CDN $)(1)	Total dollar value raised from purchasers in the jurisdiction (CDN $)
British Columbia	**93**	**$0.05**	**$585,500**
Alberta	**1**	**$0.05**	**$5,000**
Ontario	**1**	**$0.05**	**$5,000**
Saskatchewan	**1**	**$0.05**	**$25,000**
Philippines	**1**	**$0.05**	**$10,000**
Total number of Purchasers	**97**		
Total dollar value of distribution in all jurisdictions (CDN$)			**$630,500**

Note 1: If securities are issued at different prices, list the highest and lowest price 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 of Securities purchased	Total purchase price (CDN $)	Exemption relied on	Date of Distribution
England Communications Ltd. 789 West Pender Street, Suite 1220 Vancouver, BC V6C 2X1 Mike England, Authorized Person T: 604.307.4776	N/A	50,000	$2,500	NI 45-106 s.2.3	2016-06-02
Kimbo Capital Corp. 20569 20th Avenue Langley, BC V1M 2H3 Dale Paruk, Authorized Person T: 604.500.4505	N/A	100,000	$5,000	NI 45-106 s.2.3	2016-06-02

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 of Securities purchased	Total purchase price (CDN $)	Exemption relied on	Date of Distribution
Barry McKnight Inc. 1944 Cardinal Crescent North Vancouver, BC V7G 1Y4 Barry McKnight, President T: 604.929.5376	N/A	200,000	$10,000	NI 45-106 s.2.3	2016-06-02
Bayley Family Trust 4143 Ranger Crescent North Vancouver, BC V7R 3K8 Brian Bayley, Trustee T: 604.488.5411	N/A	200,000	$10,000	NI 45-106 s.2.3	2016-06-02
Creston Capital Corp. 1128 Quebec Street, Suite 1901 Vancouver, BC V6C 4E1 Michael Drake, President/Director T: 604.788.0488	N/A	100,000	$5,000	NI 45-106 s.2.3	2016-06-02
TOTAL:		**650,000**	**$32,500**		

Commission and finder's fees

Item 9: Commissions and finder's fees

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 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, please 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)**				
			Securities			
		Cash (CDN $)	**Number and type of securities issued[(1)]**	**Price per security (CDN $)**	**Exemption relied on and date of distribution**	**Total dollar value of compensation (CDN $)**
Global Securities Corporation 11th Floor, 595 Burrard Street Vancouver, BC V7X 1C4	R	$450	N/A	N/A	N/A	$450
PI Financial Corp. 1900 - 666 Burrard Street Vancouver, BC V6C 3N1	R	$10,800	N/A	N/A	N/A	$10,800
Haywood Securities Inc. 700-200 Burrard Street Vancouver, BC V6C 3L6	R	$7,600	152,000 finder's warrants	(1)	NI 45-106 s.2.3 2016-06-02	$7,600
GMP Securities LP Suite 500-550 Burrard Street Vancouver, BC V6C 2B8	R	$800	16,000 finder's warrants	(1)	NI 45-106 s.2.3 2016-06-02	$800
Canaccord Genuity Corp. 2200 - 609 Granville Street Vancouver, BC V7Y 1H2	R	$30,720	614,400 finder's warrants	(1)	NI 45-106 s.2.3 2016-06-02	$30,720
TOTAL:		**$50,370**	**782,400 finder's warrants**			**$50,370**

(1) Finder's Warrants are exercisable until June 2, 2019 at a price of $0.15 per common share in the first year, $0.20 per common share in the second year and $0.25 per common share in the third year.

Certificate

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

Date: June 9, 2016

PARALLEL MINING CORP.
Name of Issuer

John Anderson, President & CEO, 604.218.7400
Print name, title and telephone number of person signing

"John Anderson"
Signature

Instructions

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