

Form 45-106F6
British Columbia Report of Exempt Distribution

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.

RenovaCare, Inc. (formerly Janus Resources, Inc.)

<http://www.renovacareinc.com/>

430 Park Avenue
Suite 702
New York, NY 10022
(800) 755-5815
TBold@renovacareinc.com

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.

Issuer is a reporting entity in the United States of America and files annual, quarterly and other reports with the United States Securities and Exchange Commission.

Item 3: Issuer's industry

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

- | | |
|---|--|
| <input checked="" type="checkbox"/> Bio-tech | Mining |
| 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 type="checkbox"/> Industrial | <input type="checkbox"/> Other (describe) |

Item 4: Insiders and promoters of non-reporting issuers

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 \$)
Thomas Bold Berlin, German	Chief Executive Officer	5,000 shares purchased under the distribution Series D Stock Purchase warrant to purchase 5,000 shares of common stock purchased under the distribution Vested stock option to purchase 20,000 shares of common stock Unvested stock option to purchase 20,000 shares of common stock	\$5,000 for shares purchased under the distribution
Rhonda Rosen New Jersey, USA	Chief Financial Officer	5,000 shares purchased under the distribution Series D Stock Purchase warrant to purchase 5,000 shares of common stock purchased under the distribution	\$5,000 for shares purchased under the distribution

		Vested stock option to purchase 5,000 shares of common stock Unvested stock option to purchase 5,000 shares of common stock	
Patsy Trisler Maryland, USA	Vice President – Clinical and Regulatory Affairs	Vested stock option to purchase 10,000 shares of common stock Unvested stock option to purchase 40,000 shares of common stock	
Kenneth Kirkland Iowa, USA	Director	Vested stock option to purchase 30,000 shares of common stock Unvested stock option to purchase 10,000 shares of common stock	
Joseph Sierchio	Director	550,000 shares of common stock Vested stock option to purchase 30,000 shares of common stock Unvested stock option to purchase 10,000 shares of common stock	
Harmel S. Rayat President Kalen Capital Corporation Vancouver, British Columbia	10% shareholder	35,564,800 shares of common stock Series B Stock Purchase Warrant to purchase 3,500,000 shares of common stock	

		Series C Stock Purchase Warrant to 3,500,000 shares of common stock	
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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.

Shares of the RenovaCare, Inc. were distributed to purchasers on June 5, 2015.

Item 6: Number and type of securities

For each security distributed:

- describe the type of security;
- 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
- 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.

RenovaCare, Inc. sold a total of 1,010,000 units (the “Units”) of its equity securities in a private placement offering at an offering price of \$1.00 per Unit. Each Unit consisted of one share of common stock par value \$0.00001 per share and one- Series D Stock Purchase Warrant. Each full Series D Stock Purchase Warrant entitles the holder to purchase one additional share of our common at a purchase price of \$1.10 for a period of five years from the date of issuance; no fractional shares will be sold.

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 (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia	3	\$1.00	\$1,000,000

Each Canadian and foreign jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Germany	1	\$1.00	\$5,000
United States	1	\$1.000	\$5,000
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,010,000

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

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.

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)
1420468 Alberta Ltd. 15495 111A Avenue Surrey, BC V3R 0J6 Jasbinder Chohan, President 604-619-3407	R	800,000 units, each unit consisting of one share of common stock and a Series D Stock Purchase Warrant to purchase one share of common	\$800,000	NI 45-106, 2.5(1)	2015-06-05

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)
		stock			

Certificate

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

Date: June [], 2015

RenovaCare, Inc.

Name of Issuer (please print)

Thomas Bold, President and Chief Executive Officer

(800) 755-5815

Print name, title and telephone number of person signing

/s/ Thomas Bold

Signature

All references to price are in Canadian dollars and assume an exchange rate of CD\$1 for every US\$1.