

- AMENDED -
Form 45-106F6
British Columbia Report of Exempt Distribution

Item 1: Issuer name and contact information

Quadron Capital Corporation
1620 - 609 Granville Street
Vancouver, BC
V7Y 1C3
Tel: 778-331-8505
Email: dmcfaul@emprisecapital.com

The issuer does not currently have a website.

Item 2: Reporting issuer status

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

Item 3: Issuer's industry

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

- | | |
|---|--|
| <input 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"/> securitized products issuers | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Hi-tech | <input checked="" type="checkbox"/> Other (describe) |
| <input type="checkbox"/> Industrial | <u>Legal Cannabis</u> |

Item 4: Insiders and promoters of non-reporting issuers

Not applicable.

Item 5: Distribution date

December 31, 2015.

Item 6: Number and type of securities

The issuer completed a distribution of units (“**Units**”), each consisting of one common share and one half of one common share purchase warrant (each whole warrant, a “**Warrant**”). A total of 4,637,500 Units were distributed, comprising 4,637,500 Common Shares and 2,318,750 Warrants.

Each Warrant entitles the holder thereof to purchase one Common Share of the issuer at an exercise price of \$0.20 for a period of 24 months following the date of issuance (the “**Original Exercise Period**”). If the securities of the issuer become listed on a recognized stock exchange during the Original Exercise Period (the “**Listing**”), then the expiry date of the warrants will automatically adjust to 18 months from the date of the Listing.

Item 7: Geographical information about purchasers

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	8	\$0.10	\$463,750.00
Total number of Purchasers	8		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$463,750.00

Item 8: Information about non-individual 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)
Natgar Capital Corp. Suite 2200, 885 West Georgia Street Vancouver, BC V6C 3E8 Tel: (604) 691-6105 Contact: Jeff Durno	I	1,500,000 Units	\$150,000.00	Sec. 2.5 of NI 45-106	2015-12-31
Emprise Capital Corporation Suite 1600, 609 Granville Street Vancouver, BC V7Y 1C3 Tel: (778) 331-8505 Contact: Scott Ackerman	N/A	1,000,000 Units	\$100,000.00	Sec. 2.3 of NI 45-106	2015-12-31
8185735 Canada Corp. 2570 West King Edward Avenue Vancouver, BC V6C 1T6 Tel: (604) 833-8019 Contact: Judith Bird	N/A	1,000,000 Units	\$100,000.00	Sec. 2.3 of NI 45-106	2015-12-31
Emprise Special Opportunities Fund, (2013), Limited Partnership Suite 1600, 609 Granville Street, PO Box 10068 Pacific Centre Vancouver, BC V7Y 1C3 Tel: (778) 331-8505 Contact: Scott Ackerman	N/A	500,000 Units	\$50,000.00	Sec. 2.5 of NI 45-106	2015-12-31
685733 B.C. Ltd. Suite 4202, 1111 Alberni Street Vancouver, BC V6E 4V2 Tel: (778) 331-8505 Signatory: Zeenat Virani	N/A	357,500 Units	\$35,750.00	Sec. 2.3 of NI 45-106	2015-12-31

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)
Pdickie Mgmt Ltd. 3282 West 33rd Avenue Vancouver, BC V6N 2G9 Tel: (604) 916-4899 Contact: Peter Dickie	N/A	250,000 Units	\$25,000.00	Sec. 2.3 of NI 45-106	2015-12-31

Item 9: Commissions and finder's fees

Not applicable.

Certificate

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

Date: January 19, 2016

Quadron Capital Corporation

Name of Issuer

Jeff Durno, Director, (604) 691-6105

Print name, title and telephone number of person signing

/s/ "Jeff Durno"

Signature

Item 10: Contact information

Doug McFaul

President & Director

Tel: 778-331-8505

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.