

**Form 45-106F6**

***Amended 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:**

**DraftTeam Daily Fantasy Sports Corp. (the “Corporation”)**  
**Suite 303 750 West Pender Street**  
**Vancouver, British Columbia V6C 2T7**  
**Phone#: 403-531-1710**

**Item 2:** State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

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

**Item 3:** Indicate the industry of the issuer by checking the appropriate box below.

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

**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 \$)
N/A			

**Details of distribution**

**Item 5: Distribution date**

The distribution date is September 29, 2015.

**Item 6:** For each security distributed:

The Corporation completed the second tranche of a private placement issuing 17,865,000 Subscription Receipts at a price of \$0.10 per receipt for gross proceeds of \$1,786,500. The Subscription Receipts were issued on both a brokered and non-brokered basis. Each Subscription Receipt entitles the holder to receive one common share and one common share purchase warrant of the resulting issuer ("Resulting Issuer") upon completion of the previously announced business combination of the Corporation ("Business Combination"). Each warrant entitles the holder to purchase one common share of the Resulting Issuer at a price of \$0.15 per share for a period of two years from the date of issuance.

The expiry date of the warrants may be accelerated by the Resulting Issuer, at its sole option, at any time in the event that the closing price of the Resulting Issuer Shares on the TSX Venture Exchange (the "TSXV"), or such other exchange on which the Resulting Issuer Shares may primarily trade from time to time, at a volume-weighted average price of \$0.225 for a period of at least 20 consecutive trading days by giving notice to the holders thereof and, in such case, the warrants will expire on the date which is the earlier of: (i) the 30th day after the date on which notice is given by the Resulting Issuer in accordance with the terms of the warrants; and (ii) the actual expiry date of the warrants.

All securities were issued pursuant exemptions under Sections 2.3 and 2.5 of National Instrument 45-106 ("NI 45-106").

**Item 7:** 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.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Canadian \$) <sup>1</sup>	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Alberta	12	\$0.10	525,000
BC	40	\$0.10	639,500
Ontario	20	\$0.10	428,000
Quebec	9	\$0.10	169,000
Saudi Arabia	1	\$0.10	25,000
<b>Total number of Purchasers</b>	<b>82</b>		
<b>Total dollar value of distribution in all jurisdictions (Canadian \$)</b>			<b>1,786,500</b>

**Note 1:** If securities are issued at different prices list the highest and lowest price the securities were sold for.

## 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)
The Carey Mobius Family Trust 4434 Prospect Road North Vancouver, BC V7N 3L7 Carey Mobius, Trustee (604) 929-5357		100,000 Subscription Receipts	10,000	2.3 of NI 45-106	2015/09/29
Uber Strategies 200 Bay Street, Suite 2925 Toronto, ON M5J 2J2 Dan Papulkas, Vice-President (416) 901-9515		500,000 Subscription Receipts	50,000	2.3 of NI 45-106	2015/09/29
DesBalakrishnan Law Corp. 1500-1055 West Georgia Street Vancouver, BC 604-691-7462 Desmond Balakrishnan, President		50,000 Subscription Receipts	5,000	2.3 of NI 45-106	2015/09/29
Nelson River Resources Ltd. 3791 West 1st Avenue Vancouver, BC V6R 1H3 Kirk Fyffe, President 604-697-7134		100,000 Subscription Receipts	10,000	2.3 of NI 45-106	2015/09/29
Douglas Wayne Varley Alter Ego Trust 656 Birdie Lake PC, Vernon, BC, V1H 2L3 604 532 5787 Douglas Varley, Authorized Signatory		200,000 Subscription Receipts	20,000	2.3 of NI 45-106	2015/09/29
Marquest Small/Mid Cap Fund by its investment manager Marquest Asset Management Inc. 161 Bay Street, Suite 4420 Toronto, ON M5J 2S1 Gerry Brockelsby, Portfolio Manager (416) 777-7350		1,100,000 Subscription Receipts	110,000	2.3 of NI 45-106	2015/09/29
Sanctum Sanctorum Inc. 10180 - 101 Street Edmonton, AB T5J 3S4 Fabrice Taylor, Director 780-566-8902		1,000,000 Subscription Receipts	100,000	2.3 of NI 45-106	2015/09/29
Beacon Securities Limited 66 Wellington Street W, Suite 4050 Toronto, ON M5K 1H1 Bruce Wetherly, CFO (416) 643-3830	R	350,000 Subscription Receipts	35,000	2.3 of NI 45-106	2015/09/29

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)
Foremost Capital Corp. 459-409 Granville Street Vancouver, BC V6C 1T2 Yari Nieken, President 604-899-1144		100,000 Subscription Receipts	10,000	2.3 of NI 45-106	2015/09/29
Cedarpoint Capital Inc. 3000, 237 – 4 <sup>th</sup> Avenue SW Calgary, AB T2P 4X7 (403) 686-1892		1,000,000 Subscription Receipts	100,000	2.3 of NI 45-106	2015/09/29
Golfwood Developments Inc. 187 Roselawn Drive Woodbridge ON L4H 1A5 Mike Riccardi (905) 850-9356		22,000 Subscription Receipts	2,200	2.3 of NI 45-106	2015/09/29
Arizona Bay Limited 170 – 422 Richards St. Vancouver, BC V6B 2Z4 (604) 300-2033		600,000 Subscription Receipts	60,000	2.3 of NI 45-106	2015/09/29
88650 Canada Inc. 699 Aberdeen Westmount, QC H3Y 3A9 (514) 875-2100		500,000 Subscription Receipts	50,000	2.3 of NI 45-106	2015/09/29
3094260 Canada Inc. 15795 Govin Blvd St. Genevieve, QC H9H 1C5 (514) 624-4422		440,000 Subscription Receipts	44,000	2.3 of NI 45-106	2015/09/29
90984444 Quebec Inc. 5880 Centennial Cote St. Luc, QC H4W 2Z9 (514) 875-2100		100,000 Subscription Receipts	10,000	2.3 of NI 45-106	2015/09/29
1399636 Alberta Ltd. 2036-31 <sup>st</sup> Ave SW Calgary, AB T2T 0T2 (403) 470-1818		250,000 Subscription Receipts	25,000	2.3 of NI 45-106	2015/09/29
SFO Capital Inc. 47 Colborne St., Suite 307 Toronto, ON M5E 1P8 (905) 673-5187		200,000 Subscription Receipts	20,000	2.3 of NI 45-106	2015-09-29
0718512 BC Ltd 303-750 West Pender Street Vancouver, BC V6C 2T7 Maureen MacNeill, President (604)-760-7551		500,000 Subscription Receipts	50,000	2.3 of NI 45-106	2015-09-29
Transcend Capital Inc. 3611 Raymond Avenue Richmond, BC V7E 1A9 604-512-5624		750,000 Subscription Receipts	75,000	2.3 of NI 45-106	2015-09-29

**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) <sup>(2)</sup>				
		Cash (Canadian \$) <sup>(1)</sup>	Securities			Total dollar value of compensation (Canadian \$)
			Number and type of securities issued	Price per security	Exemption relied on and date of distribution	
Dundee Goodman Private Wealth 350 - 7th Avenue SW, 19th Floor Calgary, AB T2P 3N9	R		51,000 Compensation Options		2.3 of NI 45-106 09/29/2015	
Jacob Securities Inc. 199 Bay Street, Suite 2901 PO Box 322 Toronto, ON M5L 1G1	R		35,000 Compensation Options		2.3 of NI 45-106 09/29/2015	
Jones Gable & Company Limited 1000 - 110 Yonge Street Toronto, ON M5C 1T4	R		1,500 Compensation Options		2.3 of NI 45-106 09/29/2015	
Global Securities Corporation 11th Floor, 595 Burrard Street PO Box 49049, Three Bentall Centre Vancouver, BC V7X 1C4	R		28,000 Compensation Options		2.3 of NI 45-106 09/29/2015	
PI Financial Corp. 1900 – 666 Burrard Street Vancouver, BC V6C 3N1	R		22,500 Compensation Options		2.3 of NI 45-106 09/29/2015	
Raymond James Ltd. 925 West Georgia, Suite 2100 Vancouver, BC V6C 3L2	R		63,000 Compensation Options		2.3 of NI 45-106 09/29/2015	
Haywood Securities Inc. 700 - 200 Burrard Street Vancouver, BC V6E 3L6	R		95,550 Compensation Options		2.3 of NI 45-106 09/29/2015	
Industrial Alliance Securities Inc. 840 Terrace Plaza 4445 Calgary Train Southbound Edmonton, AB T6H 5R7	R		29,520 Compensation Options		2.3 of NI 45-106 09/29/2015	
GMP Securities L.P. 145 King St. W., Suite 300 Toronto, ON M5H 1J8	R		28,000 Compensation Options		2.3 of NI 45-106 09/29/2015	
Beacon Securities Limited 2030, 355 - 4th Avenue SW Calgary, AB T2P 0J1	R	\$65,975.00	75,700 Compensation Options		2.3 of NI 45-106 09/29/2015	\$65,975.00
Salman Partners Inc. Suite 420, 5050 - 8th Avenue SW Calgary, AB T2P 1G2	R		229,980 Compensation Options		2.3 of NI 45-106 09/29/2015	
EMD Financial 398 de Maisinneuve Blvd, West Montreal, H3A-1L2	R		139,300 Compensation Options		2.3 of NI 45-106 09/29/2015	
Hamza Thindal Capital Corporation 1066 West Hastings Street, Suite 1895 Vancouver, BC V6E 3X1	R		112,000 Compensation Options		2.3 of NI 45-106 09/29/2015	
<b>Total</b>			<b>911,050</b> Compensation Options			

**Notes:**

- To be distributed upon satisfaction of the escrow conditions and conversion of the subscription receipts.**
- Each Compensation Option entitles the holder thereof to acquire one common share of the Resulting Issuer at a price of \$0.10 per share for a period of 18 month from the closing date of the Business Combination.**

## Certificate

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

Date: October 6, 2015

**DraftTeam Daily Fantasy Sports Corp.**

Name of Issuer (please print)

**David Antony, Chief Executive Officer, (403) 531-1710**

Print name, title and telephone number of person signing

**"David Antony"**

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.

N/A

**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