

**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:

- 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.

**iMor Capital Corp.**  
**220 – 1040 West Georgia Street,**  
**Vancouver, B.C.**  
**V6E 4H1**  
**604-687-2020**  
**www.instafund.com**  
**jcho@instafund.com**

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 not a reporting issuer in any Canadian jurisdiction.**

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.

- |   |  |
|---|--|
| <input type="checkbox"/> Bio-tech                                 | Mining   |
| <input type="checkbox"/> Financial Services                       | <input type="checkbox"/> exploration/development |
| <input type="checkbox"/> investment companies and funds           | <input type="checkbox"/> production              |
| <input checked="" 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 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 \$)
Alexander Hayne, Vancouver, BC, Canada	Director	\$225,000.00 principal amount of Syndicated Mortgage Investment	\$225,000.00
Adam Korbin, Vancouver, BC, Canada	Director	NIL	NIL
Darlene Glasner, Vancouver,	Insider	\$325,000.00	\$325,000.00

BC, Canada		principal amount of Syndicated Mortgage	
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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.

**April 28, 2016**

#### Item 6: Number and type of securities

For each security distributed:

- describe the type of security;

**Inter Alia First mortgage**

- 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

**\$21,000,000.00**

- 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 (Canadian \$) <sup>1</sup>	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia	21	n/a	\$21,000,000.00
Total number of Purchasers	21		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$21,000,000.00

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.

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 and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Torchlight Productions Inc. 3245 West 48 <sup>th</sup> Avenue Vancouver, B.C. V6N 3P7 Rikia Saddy Tel: 604-626-3996	n/a	\$2,200,000.00 principal amount of Syndicated Mortgage Investment	\$2,200,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28
BOPPOP Solutions Inc. 4735 West 2 <sup>nd</sup> Avenue Vancouver, BC V6T 1C1 Shamir Alibhai Tel: 604-616-1319	n/a	\$6,250,000.00 principal amount of Syndicated Mortgage Investment	\$6,250,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28
Goldenberg Holdings Ltd. 1014 – 750 West Broadway	n/a	\$200,000.00 principal amount of Syndicated	\$200,000.00	Sec 2.10(1) of National Instrument	2016-04-28

<b>Information about non-individual purchasers</b>					
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)
Vancouver, B.C. V5Z 1H9 Brian Goldenberg 604-874-4245		Mortgage Investment		45-106	
Novam Investors Ltd. #206 - 1075 Marine Drive North Vancouver, B.C. V7P 1S6 Paolo Pela 604-971-1123	n/a	\$400,000.00 principal amount of Syndicated Mortgage Investment	\$400,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28
Nordstern Securities Corporation Suite 2300 - 925 West Georgia Street Vancouver, B.C. V6C 3L2 Raymond Schachter 604-685-8186	n/a	\$650,000.00 principal amount of Syndicated Mortgage Investment	\$650,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28
Innovation Capital Investment Corporation 3830 Bayridge Avenue West Vancouver, BC V7V 3J2 Rene van Haren Tel: 604-922-8982	n/a	\$1,000,000.00 principal amount of Syndicated Mortgage Investment	\$1,000,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28
0896381 B.C. Ltd. 965 Leovista Avenue North Vancouver, B.C. V7R 1R4 Darlene Glasner 604-687-2020	(i)	\$100,000.00 principal amount of Syndicated Mortgage Investment	\$100,000.00	Sec 2.3(1) of National Instrument 45-106	2016-04-28
Deccol Investments Ltd. à5614 Wycliffe Road Vancouver, B.C. V6T 1J5 Graeme Renton Tel: 604-616-1319	n/a	\$1,200,000.00 principal amount of Syndicated Mortgage Investment	\$1,200,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28
Makhija Holdings Inc. 4971 Victoria Drive Vancouver, B.C. V5P 3T7 Jamuna Lal Makhija 604-322-9224	n/a	\$750,000.00 principal amount of Syndicated Mortgage Investment	\$750,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28
Dr. Sapna Makhija Medicine Professional Corporation #1712 – 77 Harbour Square Toronto, Ontario	n/a	\$250,000.00 principal amount of Syndicated Mortgage Investment	\$250,000.00	Sec 2.10(1) of National Instrument 45-106	2016-04-28

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)
M5J 2S2 Sapna Makhija 416-456-5455					
0896384 B.C. Ltd. 220 - 1040 West Georgia Street Vancouver, B.C. V6E 4H1 Alexander Hayne 604-687-2020	(i)	\$100,000.00 principal amount of Syndicated Mortgage Investment	\$100,000.00	Sec 2.3(1) of National Instrument 45-106	2016-04-28
<b>Total Amounts</b>			<b>\$13,100,000.00</b>		

## Commissions and finder's fees

### Item 9: Commissions and finder's fees

#### Instructions

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 information about 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, 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)				
		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)	

Banker's Mortgage Corp. DBA InstaFund Financial (Commercial) Suite 220, 1040 West Georgia Street Vancouver, B.C. V6E 4H1 (604) 687-2020	Insider (I)	\$405,000.00				\$405,000.00
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### **Certificate**

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

Date: \_\_\_\_\_

### **IMOR CAPITAL CORP.**

Name of issuer (please print)

**Alexander Hayne, Director**

Print name, title and telephone number of person signing

\_\_\_\_\_  
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.

**Janet Cho, Manager of Mortgage Administration (604) 687-2020**

**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