

**Form 45-106F1**  
**Report of Exempt Distribution**

Except in British Columbia, this is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution. In British Columbia, the required form is Form 45-106F6.

**Issuer/underwriter information**

**Item 1:** State the full name of the issuer of the security distributed and the address and telephone number of its head office. If the issuer of the security distributed is an investment fund, state the name of the fund as the issuer, and provide the full name of the manager of the investment fund and the address and telephone number of the head office of the manager. Include the former name of the issuer if its name has changed since last report. If an underwriter is completing this form, also state the full name of the underwriter and the address and telephone number of the head office of the underwriter.

Platinex Inc. (the "Issuer" or the "Company")

Suite 807, 20 William Roe Blvd.,

Newmarket, Ontario L3Y 5V6

Attention: James R. Trusler  
President and CEO

Office : 905-470-6400

**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 issuer is a Reporting Issuer in the Provinces of Alberta, British Columbia, Ontario and Nova Scotia.

**Item 3:** Indicate the industry of the issuer by checking the appropriate box next to one of the industries listed below.

Bio-tech

Financial Services

investment companies and funds

mortgage investment companies

securitized products issuers

Forestry

Hi-tech

Industrial

Mining

exploration/development

production

Oil and gas

Real estate

Utilities

Other (describe)

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### Details of distribution

**Item 4:** Complete Schedule I to this report. Schedule I is designed to assist in completing the remainder of this report.

Schedule I is attached.

**Item 5:** State the distribution date. If the report is being filed for securities distributed on more than one distribution date, state all distribution dates.

June 28, 2016

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

- (a) describe the type of security,
- (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
- (c) state the exemption(s) relied on.

(a) The Issuer distributed Units (the "Units").

(b) The Issuer distributed a total of 8,000,000 Units at \$0.025 per Unit, for aggregate gross proceeds of \$200,000. Each Unit is comprised of one (1) common share ("Common Share") in the capital of the Issuer (each, a "Share") and one (1) common share purchase warrant (a "Warrant"). Each Warrant entitles the holder thereof to acquire one (1) Share (each, a "Warrant Share") at a price of \$0.05 per Warrant Share on or before June 28, 2017, and thereafter at an exercise price of \$0.10 on or before June 28, 2021.

(c) The Issuer relied on National Instrument 45-106, s. 2.5 – *Friends, Family and Business Associates*, National Instrument 45-106, s. 2.3 – *Accredited Investor, Securities Act (Ontario)* s. 73.3(2) – *Accredited Investor* and Ontario Securities Commission Rule 45-501, s. 2.9 – *Distributions to existing security holders* exemptions for this distribution

**Item 7:** Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table, securities issued as payment for commissions or finder's fees disclosed under item 8, below.

Each jurisdiction where purchasers reside	Number of purchasers	Price per security (Cdn\$)	Total dollar value raised from purchasers in the jurisdiction (Cdn\$)
ALBERTA, CANADA	6	\$0.025	\$77,500
BRITISH COLUMBIA, CANADA	1	\$0.025	\$50,000
QUEBEC, CANADA	1	\$0.025	\$17,500
ONTARIO, CANADA	7	\$0.025	\$55,000
<b>Total number of Purchasers</b>	15		
<b>Total dollar value of distribution in all jurisdictions (Cdn\$)</b>			\$200,000

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

### Commissions and finder's fees

**Item 8:** 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. 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	Compensation paid or to be paid (cash and/or securities)				Total dollar value of compensation (Cdn\$)
	Cash (Cdn\$)	Securities			
		Number and type of securities issued	Price per security	Exemption relied on and date of distribution	
Echelon Wealth Partners Inc. 130 King St. West Suite 2500 Toronto, ON M5X 2A2 Attn: David Cusson, CEO 416.350.3317	\$2,800	112,000 Broker Warrants exercisable into Units at \$0.025, expiring on June 28, 2018	\$0.025	NI 45-106 – 2.3. Accredited Investor  June 28, 2016	\$2,800

Full name and address of the person being compensated	Compensation paid or to be paid (cash and/or securities)				
	Cash (Cdn\$)	Securities			Total dollar value of compensation (Cdn\$)
		Number and type of securities issued	Price per security	Exemption relied on and date of distribution	
Raymond James Ltd. 2100-925 W. Georgia Street Vancouver, BC V6C 3L2 T: 604.654.1297 Attn: Ada Chu, Compliance Associate	\$3,500	140,000 Broker Warrants exercisable into Units at \$0.025, expiring on June 28, 2018	\$0.025	NI 45-106 – 2.3. Accredited Investor June 28, 2016	\$3,500

**Item 9:** If a distribution is made in Ontario, please include the attached “Authorization of Indirect Collection of Personal Information for Distributions in Ontario”. The “Authorization of Indirect Collection of Personal Information for Distributions in Ontario” is only required to be filed with the Ontario Securities Commission.

Confirmed.

**Certificate**

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

Date: July 7, 2016.

**PLATINEX INC.**

*/s/ James R. Trusler*

Per: \_\_\_\_\_

James R. Trusler, President and CEO

Office 905-470-6400

**Item 10:** 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.

Same as above.

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

**Notice - Collection and use of personal information**

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities or, where applicable, the regulators under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or, where applicable, the regulator in the jurisdiction(s) where the form is filed, at the address(es) listed at the end of this report.

### **Authorization of Indirect Collection of Personal Information for Distributions in Ontario**

The attached Schedule I contains personal information of purchasers and details of the distribution(s). The issuer/underwriter hereby confirms that each purchaser listed in Schedule I of this report who is resident in Ontario

- (a) has been notified by the issuer/underwriter
  - (i) of the delivery to the Ontario Securities Commission of the information pertaining to the person as set out in Schedule I,
  - (ii) that this information is being collected indirectly by the Ontario Securities Commission under the authority granted to it in securities legislation,
  - (iii) that this information is being collected for the purposes of the administration and enforcement of the securities legislation of Ontario, and
  - (iv) of the title, business address and business telephone number of the public official in Ontario, as set out in this report, who can answer questions about the Ontario Securities Commission's indirect collection of the information, and
- (b) has authorized the indirect collection of the information by the Ontario Securities Commission.

## Schedule I

Schedule I list of purchasers is attached as a private document.

### Instructions:

1. References to a purchaser in this report are to the beneficial owner of the securities.
2. Except in British Columbia, file this report and the applicable fee in each jurisdiction in which a distribution is made at the addresses listed at the end of this report. If the distribution is made in more than one jurisdiction, the issuer/underwriter must complete a single report identifying all purchasers and file that report in each of the jurisdictions in which the distribution is made. Filing fees associated with the filing of the report are not affected by identifying all purchasers in a single report.
- 2.1 In British Columbia, file Form 45-106F6 and pay the applicable fee. If the distribution is made in British Columbia and one or more other jurisdictions, file Form 45-106F6 in British Columbia and file this form, following instruction 2, in the other applicable jurisdictions.
3. If the space provided for any answer is insufficient, additional sheets may be used and must be cross-referenced to the relevant part and properly identified and signed by the person whose signature appears on the report.
4. One report may be used for multiple distributions occurring within 10 days of each other provided that the report is filed on or before the 10<sup>th</sup> day following the first of such distributions.
5. The information in items 5, 6, and 7 must reconcile with the information in Schedule I of Form 45-106F1. All dollar amounts must be in Canadian dollars.
6. In order to determine the applicable fee, consult the securities legislation of each jurisdiction in which a distribution is made.
7. This report must be filed in English or in French. In Québec, the issuer/underwriter must comply with linguistic obligations and rights prescribed by Québec law.

## Securities Regulatory Authorities and Regulators

### Alberta Securities Commission

Suite 600, 250–5th St. SW  
Calgary, Alberta T2P 0R4  
Telephone: (403) 297-6454  
Facsimile: (403) 297-6156

### Saskatchewan Financial Services Commission

Suite 601 - 1919 Saskatchewan Drive  
Regina, Saskatchewan S4P 4H2  
Telephone: (306) 787-5879  
Facsimile: (306) 787-5899

### The Manitoba Securities Commission

500 – 400 St Mary Avenue  
Winnipeg, Manitoba R3C 4K5  
Telephone: (204) 945-2548  
Toll free in Manitoba 1-800-655-5244  
Facsimile: (204) 945-0330

### Ontario Securities Commission

Suite 1903, Box 55  
20 Queen Street West  
Toronto, Ontario M5H 3S8  
Telephone: (416) 593- 8314  
Toll free in Canada: 1-877-785-1555  
Facsimile: (416) 593-8122  
Public official contact regarding indirect collection of  
information:  
Administrative Support Clerk  
Telephone (416) 593-3684

### Autorité des marchés financiers

800, Square Victoria, 22e étage  
C.P. 246, Tour de la Bourse  
Montréal, Québec H4Z 1G3  
Telephone: (514) 395-0337  
Or 1-877-525-0337  
Facsimile: (514) 873-6155 (For filing purposes only)  
Facsimile: (514) 864-6381 (For privacy requests only)

### New Brunswick Securities Commission

85 Charlotte Street, Suite 300  
Saint John, New Brunswick E2L 2J2  
Telephone: (506) 658-3060  
Toll Free in New Brunswick 1-866-933-2222  
Facsimile: (506) 658-3059

### Nova Scotia Securities Commission

2nd Floor, Joseph Howe Building  
1690 Hollis Street  
Halifax, Nova Scotia B3J 3J9  
Telephone: (902) 424-7768  
Facsimile: (902) 424-4625

### Prince Edward Island Securities Office

95 Rochford Street, 4<sup>th</sup> Floor Shaw Building  
P.O. Box 2000  
Charlottetown, Prince Edward Island C1A 7N8  
Telephone: (902) 368-4569  
Facsimile: (902) 368-5283

### Government of Newfoundland and Labrador

Financial Services Regulation Division  
P.O. Box 8700  
Confederation Building  
2nd Floor, West Block  
Prince Philip Drive  
St. John's, NFLD A1B 4J6  
Attention: Director of Securities  
Telephone: (709) 729-4189  
Facsimile: (709) 729-6187

### Government of Yukon

Department of Community Services  
Law Centre, 3rd Floor  
2130 Second Avenue  
Whitehorse, YT Y1A 5H6  
Telephone: (867) 667-5314  
Facsimile: (867) 393-6251

### Government of Northwest Territories

Government of the Northwest Territories  
Office of the Superintendent of Securities  
P.O. Box 1320  
Yellowknife, NT X1A 2L9  
Attention: Deputy Superintendent, Legal &  
Enforcement  
Telephone: (867) 920-8984  
Facsimile: (867) 873-0243

### Government of Nunavut

Department of Justice  
Legal Registries Division  
P.O. Box 1000, Station 570  
1st Floor, Brown Building  
Iqaluit, Nunavut X0A 0H0  
Telephone: (867) 975-6590  
Facsimile: (867) 975-6594