# Form 45-106F1 Report of Exempt Distribution

BCSC EDER Reference Number 10117707

ITEM 1 - REPORT TYPE									
✓ New report									
Amended report	If amen	ded, provide fi	ling date	of report	that is being am	ended	(YYYY-MM-DD)		
ITEM 2 - PARTY CERTIFYING THE REPORT									
Indicate the party certifying the r Instrument 81-106 Investment Fu						vestment fund, refer to sect	ion 1.1 of National		
Investment fund iss	suer								
✓ Issuer (other than a	an invest	ment fund)							
			DC						
ITEM 3 - ISSUER NAME A				waster out fu	nd about the fund				
Provide the following information		Bionxt Solutio		vestment ju	na, about the juna.				
_									
Previous full lega	I	Xphyto Thera							
If the issuer's name chan	iged in the	last 12 months, pr	ovide most	recent previ	ous legal name.				
1	Website         https://bionxt.com/         (if applicable)								
If the issuer has a legal entity ide	If the issuer has a legal entity identifier. provide below. Refer to Part B of the Instructions for the definition of "legal entity identifier".								
Legal entity ic	lentifier								
If two or more issuers distributed	a single se	curity, provide the	full legal n	ame(s) of th	e co-issuer(s) other th	nan the issuer named above	2.		
Full legal name(s) of co-is	ssuer(s)				(if applicab	le)			
Item 4 - Underwriter I									
If an underwriter is completing th	ie report, p	rovide the underw	riter's full le	egal name ai	nd firm NRD number	:	Г		
Full legal name		1 1			1				
Firm NRD number     (if applicable)									
	If the underwriter does not have a firm NRD number, provide the head office contact information of the underwriter.								
Street address									
Municipality					Province/State				
Country				Post	tal code/Zip code		]		
Telephone number				]	Website		(if applicable)		

ITEM 5 - ISSUER INFORMATION
If the issuer is an investment fund, do not complete Item 5. Proceed to Item 6.
a) Primary industry
Provide the issuer's North American Industry Classification Standard (NAICS) code (6 digits only) that in your reasonable judgment most closely corresponds to the issuer's primary business activity.
NAICS industry code 5 4 1 9 9 0
If the issuer is in the <b>mining industry,</b> indicate the stage of operations. This does not apply to issuers that provide services to issuers operating in the mining industry. Select the category that best describes the issuer's stage of operations.
Exploration Development Production
Is the issuer's primary business to invest all or substantially all of its assets in any of the following? If yes, select all that apply.
Mortgages Real estate Commercial/business debt Consumer debt Private companies
Cryptoassets
b) Number of employees
Number of employees: 🗹 0 - 49 🗌 50 - 99 🗌 100 - 499 🗌 500 or more
c) SEDAR profile number
Does the issuer have a SEDAR profile?
No Ves If yes, provide SEDAR profile number 0 0 0 4 4 6 9 0
If the issuer does not have SEDAR profile complete item 5(d) - (h).
d) Head office address
Street address Province/State
Municipality Postal code/Zip code
Country Telephone number
e) Date of formation and financial year-end
Date of formation Financial year-end
YYYY MM DD MM DD
f) Reporting issuer status
Is the issuer a reporting issuer in any jurisdication of Canada? No Yes
If yes, select the jurisdictions of Canada in which the issuer is a reporting issuer.
AIIABBCMBNBNLNT
NS NU ON PE QC SK YT
g) Public listing status
If the issuer has a CUSIP number, provide below (first 6 digits only)
CUSIP number
If the issuer is publicly listed, provide the name of the exchange on which the issuer's equity securities primarily trade. Provide only the name of an exchange and not a trading facility such as, for example, an automated trading system.
Exchange name
h) Size of issuer's assets
Select the size of the issuer's assets based on its most recently available annual financial statements (Canadian \$). If the issuer has not prepared annual financial statements for its first financial year, provide the size of the issuer's assets at the distribution end date.

\$0 to under \$5M	\$5M to under \$25M	□ \$25M to under \$100M
S100M to under \$500M	S500M to under \$1B	S1B or over

If the issue is an investment fund, provide the following information:     a) Investment fund manager information     Full legal name     Furn NRD number      If the investment fund manager does not have a firm NRD number, provide the head office contact information of the investment fund manager. Street address Municipality Province/State Guntry Postal code/Zip code Telephone number D Type of investment fund Tree of investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund that most accurately identifies the issuer (select only one). Alternative strategies Cryptoasset Other (describe) Indicate whether one or both of the following apply to the investment fund. Investment fund that most accurately identifies the issuer (select only one). Indicate whether one or both of the following apply to the investment fund. Investing in the investment fund issuers Is a UCIT's Fund's) Understaining in other investment fund issuers Is a UCIT's Fund's) are investment fund issuers Is a UCIT's Fund's) are investment fund is regulated by the European Union Contractives that allow collective investment of tansfieable Securities funds (UCIT's Funds) are investment fund is regulated by the European Union It indertaking for the Collective Investment fund is a reporting issuer Is a UCIT's Fund's) are investment fund are provide investment fund Is event the investment fund is a reporting issuer is any jurkidication of Canada? No Yes Is event the investment fund is a reporting issuer. All All AB BC M
Full legal name
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CUSIP number
name of an exchange and not a trading facility such as, for example, an automated trading system
Exchange name
f) Net asset value (NAV) of the investment fund
Select the NAV range of the investment fund as of the date of the most recent NAV calculation (Canadian \$).
L L \$\the under \$\mathbf{S}M \qquad L \qquad \mathbf{S}M \text{ to under \$\mathbf{S}M \qquad  to
\$0 to under \$5M       \$5M to under \$25M       \$25M to under \$100M         \$100M to under \$500M       \$500M to under \$1B       \$1B or over       Date of NAV calculation:

# **ITEM 7 - INFORMATION ABOUT THE DISTRIBUTION**

Schedule i Of	ident in	that istribi	jurisd	iction of Canada	only. Do not include	risdiction of Canada, ind e in Item 7 securities issu he information providea	ued as pa	yment of c	ommissic	ons or fi	nder's fees in
a) Currer	су										
Select the cur	ency or	curre	ncies	in which the dist	ribution was made.	All dollar amounts prov	ided in th	ne report m	ust be in	Canadi	an dollars.
✓ Canadia	n dollai	r		US dollar	Euro	Other (descri	be)				
b) Distrib	ution da	ate(s	)								
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Complete S	chedul	le 1 c	of thi	s form for eac	ch purchaser and	attach the schedul	e to the	complet	ed repo	rt.	
d) Types	of secu	urities	s dist	ributed							
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e) Details	of righ	nts ar	nd co	nvertible/excha	angeable securitie	es					
e) Details of rights and convertible/exchangeable securities If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.											
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<sup>2a</sup> In calculating the number of unique purchasers per row, count each purchaser only once. Joint purchasers may be counted as one purchaser.

<sup>2b</sup> In calculating the total number of unique purchasers to which the issuer distributed securities, count each purchaser only once, regardless of whether the issuer distributed multiple types of securities to, and relied on multiple exemptions for, that purchaser.

#### g) Net proceeds to the investment fund by jurisdiction

If the issuer is an investment fund, provide the net proceeds to the investment fund for each jurisdiction of Canada and foreign jurisdiction where a purchaser resides.<sup>3</sup> If an issuer located outside of Canada completes a distribution in a jurisdiction of Canada, include net proceeds for that jurisdiction of Canada only. For jurisdictions within Canada, state the province or territory, otherwise state the country.

Province or country	Net proceeds (Canadian \$)
Total net proceeds to the investment fund	

<sup>3</sup>"Net proceeds" means the gross proceeds realized in the jurisdiction from the distributions for which the report is being filed, less the gross redemptions that occurred during the distribution period covered by the report.

#### h) Offering materials - This section applies only in Saskatchewan, Ontario, Québec, New Brunswick and Nova Scotia.

If a distribution has occurred in Saskatchewan, Ontario, Québec, New Brunswick or Nova Scotia, complete the table below by listing the offering materials that are required under the prospectus exemption relied on to be filed with or delivered to the securities regulatory authority or regulator in those jurisdictions.

In Ontario, if the offering materials listed in the table are required to be filed with or delivered to the Ontario Securities Commission (OSC), attach an electronic version of the offering materials that have not been previously filed with or delivered to the OSC.

Description	Date of document or other material (YYYY-MM-DD)	Previously filed with or delivered to regulator? (Y/N)	Date previously filed or delivered (YYYY-MM-DD)

Ітем 8 - Со	MPENSATION	INFORMATION	
		on (as defined in NI 45-106) to whom the issuer directly provides, o tional copies of this page if more than one person was, or will	
Indicate whet	her any compensa	tion was paid, or will be paid, in connection with the distribution.	
🗌 No	✓ Yes	If yes, indicate number of persons compensated.	2

a) Name of person comp	ensated and regis	stration status								
Indicate whether the person con	npensated is a regist	trant.		No No	$\checkmark$	Yes				
If the person compensated is an individual, provide the name of the individual.										
Full legal name of individual										
Family name     First given name     Secondary given names										
If the person compensated is no	If the person compensated is not an individual, provide the following information.									
Full legal name of non-individual PI Financial Corp./Corporation Financière PI										
Fi	rm NRD number	5 2	9	0			(if app	licable)		
Indicate whether the person con	pensated facilitated	d the distribution t	throu	gh a funding port	tal or ar	n interne	t-based µ	oortal.	✓ No [	Yes
b) Business contact inform	mation									
If a firm NRD number is not pro	vided in Item 8 (a),	provide the busine	ess co	ntact information	n of the	person b	eing con	npensated.		
Street address										
Municipality					Ρ	rovince	e/State			
Country				P	Postal c	code/Zip	o code			
Email address					Telep	hone n	umber			
c) Relationship to issuer of	or investment fun	d manager								
Indicate the person's relationshi the Instructions and the meanin Connect with the issue Director or officer of th Vone of the above	g of "control" in sec er or investment fur	tion 1.4 of NI 45-7 nd manager	106 fc	or the purposes of	f comple Insider	eting this of the is	section. suer (oth	nning of "conn ner than an inv or investment	estment fund	(b
d) Compensation details										
Provide details of all compensation Canadian dollars. Include cash considered to the distribution, such allocation arrangements with the Cash commissions pa Value of all securitien distributed as compensation	ommissions, securiti h as clerical, printin e directors, officers c d9,6 s	ies-based compen g, legal or accoun	sation nting s non-i	n, gifts, discounts services. An issuer	or othei r is not i	r compei required	nsation. I to ask fo suer. code 1	Do not report p	payments for ; or report on	services a, internal
Describe te	erms of warrants, o	ptions or other rig	hts	19,200 finder's into one share issuance.						
Other compensatior	5	Descr	ibe							
Total compensation pai	d 9,6	00.00								
Check box if the per	son will or may rec	eive any deferred	l com	pensation (descr	ribe the	terms b	elow)			
<sup>4</sup> Provide the aggregate value of additional securities of the issu rights exercisable to acquire ac <sup>5</sup> Do not include deferred compo- security of the security of the secu	er. Indicate the sec Iditional securities d	urity codes for all								

a) Name of person compensated	and registration	on status								
Indicate whether the person compensated	is a registrant.		No No	✓ \	Yes					
If the person compensated is an individual, provide the name of the individual.										
Full legal name of individual										
Family name     First given name     Secondary given names										
If the person compensated is not an indivi	If the person compensated is not an individual, provide the following information.									
Full legal name of non-ir	Full legal name of non-individual Canaccord Genuity Corp./Corporation Canaccord Genuity									
Firm NRD	Firm NRD number 9 0 0 (if applicable)									
Indicate whether the person compensated	facilitated the o	distribution thre	ough a funding po	rtal or an i	internet-based	portal.	✓ No 🗌	Yes		
b) Business contact information										
If a firm NRD number is not provided in It	em 8 (a), provia	le the business	contact informatic	on of the pe	erson being co	mpensated.				
Street address										
Municipality				Pro	ovince/State					
Country				Postal co	ode/Zip code					
Email address				Telepho	one number					
c) Relationship to issuer or invest	ment fund ma	nager								
Indicate the person's relationship with the the Instructions and the meaning of "cont Connect with the issuer or investing Director or officer of the investmed None of the above	rol" in section 1. stment fund ma	.4 of NI 45-106 nager	for the purposes o	of completi Insider of	ing this section f the issuer (c		vestment fund)	(2) of		
d) Compensation details										
Provide details of all compensation paid, of Canadian dollars. Include cash commission incidental to the distribution, such as cleric allocation arrangements with the directors Cash commissions paid Value of all securities distributed as compensation <sup>4</sup>	ns, securities-ba cal, printing, leg	sed compensat al or accountin ployees of a noi	ion, gifts, discount. g services. An issue	s or other c er is not rec ensated by	compensation quired to ask the issuer. Gecurity code 1	Do not report p	payments for ser t, or report on, ir	rvices nternal		
Describe terms of w	arrants, options	」 or other rights					is exercisable from the date			
Other compensation <sup>5</sup>		Describe	•							
Total compensation paid	150,000.00	<u>ק</u>								
Check box if the person will c	r may receive a	iny deferred co	ompensation (deso	cribe the te	erms below)					
<sup>4</sup> Provide the aggregate value of all secunal additional securities of the issuer. Indica rights exercisable to acquire additional s <sup>5</sup> Do not include deferred compensation.	te the security c	codes for all se						r		

ITEM 9 - DIRECTORS, EXECU	TIVE OFFICERS	AND PROMOT	ERS OF THE ISS	SUER						
If the issuer is an investment fund	l, do not complete	Item 9. Procced to	Item 10.							
Indicate whether the issuer is any of the following (select the one that applies - if more than one applies, select only one).										
✓ Reporting issuer in any jurisdiction of Canada										
Foreign public issuer										
Wholly owned subsidiary of	a reporting issuer i	n any jurisdiction of	Canada <sup>6</sup>							
Provide nan	ne of reporting issue	ər								
Wholly owned subsidiary of	a foreign public iss	uer <sup>6</sup>								
Provide name of	foreign public issue	er								
Issuer distributing only eligi	ble foreign securitie	s and the distributio	n is to permitted clie	ents only <sup>7</sup>				_		
If the issuer is at least one of the	above, do not com	plete Item 9(a) – (d	:). Proceed to Item	10.						
<ul> <li><sup>6</sup>An issuer is a wholly owned subsidiary of a reporting issuer or a foreign public issuer if all of the issuer's outstanding voting securities, other than securities that are required by law to be owned by its directors, are beneficially owned by the reporting issuer or the foreign public issuer, respectively.</li> <li><sup>7</sup>Check this box if it applies to the current distribution even if the issuer made previous distributions of other types of securities to non-permitted clients. Refer to the definitions of "eligible foreign security" and "permitted client" in Part B(1) of the Instructions.</li> <li>If the issuer is none of the above, check this box and complete Item 9(a) - (c).</li> </ul>										
a) Directors, executive officer	s and promoters	of the issuer								
Provide the following information for territory; otherwise state the country.						tate the	province	or		
Organization or company name	Family name	First given name	Secondary given names	non-individu resident jurisdictio	Business location of non-individual or residentail jurisdiction of individual					
				Province or	country	D	0	Р		
b) Promoter information										
If the promoter listed above is not an individual, provide the following information for each director and executive officer of the promoter. For locations within Canada, state the province or territory; otherwise state the country. For "Relationship to promoter", "D" – Director, "O" – Executive Officer.										
Organization or company name	Organization or company name       Family name       First given name       Secondary given names       Residential jurisdiction of individual       Relationship to promoter (select one or both if applicable)									
				Province or country	D		C	)		
c) Residential address of eac	h individual									

Complete Schedule 2 of this form providing the full residential address for each individual listed in Item 9(a) and (b) and attach to the completed report. Schedule 2 also requires information to be provided about control persons.

## **ITEM 10 - CERTIFICATION**

Provide the following certification and business contact information of an officer, director or agent of the issuer or underwriter. If the issuer or underwriter is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer or underwriter to prepare and certify the report on behalf of the issuer or underwriter. If the report is being certified by an agent on behalf of the issuer or underwriter, provide the applicable information for the agent in the boxes below.

If the individual completing and filing the report is different from the individual certifying the report, provide the name and contact details for the individual completing and filing the report in Item 11.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer or underwriter that makes a distribution of securities under certain prospectus exemptions to file a completed report of exemt distribution.

By completing the information below, I certify, on behalf of the issuer/underwriter/investment fund manager, to the securities regulatory authority or regulator, as applicable, that I have reviewed this report and to my knowledge, having exercised reasonable diligence, the information provided in this report is true and, to the extent required, complete.

Name of issuer/underwriter/ investment fund manager/agent	BioNxt Solutions Inc.								
Full legal name	Rogers	Hugh							
	Family name	First given name	·	Secondary given names					
Title	CEO								
Telephone number	6042506162	Email address	Email address hrogers@						
Signature	"Hugh Rogers"	Date	2023	03	29				
			YYYY	MM	DD				

### **ITEM 11- CONTACT PERSON**

Provide the following business contact information for the individual that the securities regulatory authority or regulator may contact with any questions regarding the contents of this report, if different than the individual certifying the report in Item 10.

Same as individual certifying the report

Full legal name				Title	
	Family name	First given name	Secondary given names		
Name of company					
Telephone number		Er	nail address		

#### 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 authority or regulator 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 regulator in the local jurisdiction(s) where the report is filed, at the address(es) listed at the end of this form.

The attached Schedules 1 and 2 may contain personal information of individuals and details of the distribution(s). The information in Schedules 1 and 2 will not be placed on the public file of any securities regulatory authority or regulator. However, freedom of information legislation may require the securities regulatory authority or regulator to make this information available if requested.

By signing this report, the issuer/underwriter confirms that each individual listed in Schedule 1 or 2 of the report who is resident in a jurisdiction of Canada:

- a) has been notified by the issuer/underwriter of the delivery to the securities regulatory authority or regulator of the information
  pertaining to the individual as set out in Schedules 1 or 2, that this information is being collected by the securities regulatory
  authority or regulator under the authority granted in securities legislation, that this information is being collected for the purposes of
  the administration and enforcement of the securities legislation of the local jurisdiction, and of the title, business address and
  business telephone number of the public official in the local jurisdiction, as set out in this form, who can answer questions about the
  security regulatory authority's or regulator's indirect collection of the information, and
- b) has authorized the indirect collection of the information by the securities regulatory authority or regulator.