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 issue	er of the se	ecurity distributed	and the address	and telephone
number of its head office.				

Prescient Mining Corp.

Suite 507 – 700 West Pender Street

Vancouver, B.C., V6C 1G8

Tel: 604 669 9788

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.

This issuer is a reporting issuer in British Columbia, Alberta, Ontario and Quebec.

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

☐ Bio-tech	Mining
Financial Services	exploration/development
investment companies and funds	production
mortgage investment companies	Oil and gas
Forestry	Real estate
Hi-tech	Utilities
☐ Industrial	Other (describe)



RECORDS
AUG 2 1 2012

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

Item 5: State the distribution date.

July 30, 2012

Item 6: For each security distributed:

- (a) describe the type of security: Common Shares
- (b) state the total number of securities distributed: 150,000 common shares of the Issuer at a deemed price of \$0.075 per share.
- (c) state the exemption(s) relied on: National Instrument 45-106, section 2.13.

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 (Canadian \$) ¹	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Republic of Seychelles Total number of Purchasers	1	\$0.075	\$11,250
Total dollar value of distribution			¢11.250
in all jurisdictions (Canadian \$)			\$11,250

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.

		Compensation paid or t	to be paid (cas	h and/or securitie	s)
Full name and address of the			m . 1 . 1 . 1		
Full name and address of the person being compensated	Cash (Canadian \$)	Number and type of securities issued	Price per security	Exemption relied on and date of distribution	Total dollar value of compensation (Canadian \$)
N/A					

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. **N/A**

Certificate

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

Date: August 8, 2012

Prescient Mining Corp.

Name of [issuer/underwriter] (please print)

Nilda Rivera, CFO, 604 669 9788 x 115

Print name, title and telephone number of person signing

"Nilda Rivera"

Signature

Instruction

The person filing the form must complete the bracketed information by deleting the inappropriate word.

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.

Kelsey Ngai, Executive Assistant, 604 669 9788 x 101

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

Complete the following table.

For reports filed under sub-section 6.1(1)(j) (TSX Venture Exchange offering) of National Instrument 45-106 the following table only needs to list the total number of purchasers by jurisdiction instead of including the name, residential address and telephone number of each purchaser.

Do not include in this table, securities issued as payment of commissions or finder's fees disclosed under item 8 of this report.

The information in this schedule will not be placed on the public file of any securities regulatory authority or, where applicable, regulator. However, freedom of information legislation in certain jurisdictions may require the securities regulatory authority or, where applicable, regulator to make this information available if requested.

Full name, residential	Number and type	Total purchase		
address and telephone	of securities	price	Exemption	Date of
number of purchaser	purchased	(Canadian \$)	relied on	distribution
Geomode Mineral Exploration	150,000 Common	\$11,250	National	July 30,
Ltd.	Shares		Instrument 45-	2012
Suite 13 – Oliaji Trade Centre			106, section 2.13	
Francis Rachel Street				
Victoria Mahe/Seychelles				
Belkis Reyes, President				

Thank you! Your form and the following attachments 45-106_Schedule_I_Ontario.xls, , You must attach Commissions and Finders Fees file before submitting the form have been submitted! Please print and save a copy of this receipt, the Form and attachments for your records.

Submission ID number is EDR1407280806-719, submitted date and time: 2014-08-05 19:20:16.553

FORM 45-106F1 REPORT OF EXEMPT DISTRIBUTION

Item 1: State the full name of the issuer of the security distributed and the address and telephone number of its head office. Include the former name of the

Issuer Information

Industrial

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. Underwriter Issuer Full Name * Former "Issuer Full Name" if changed since last report Prescient Mining Corp. **Head Office Address Information** Street Address * Phone Number * 6046699788 ext.101 507-700 West Pender St., Vancouver, BC, Canada, V6C 1G8V6C City * Country * Province/Territory/Other Postal/Zip Code * Vancouver British Columbia V6C 1G8 Canada Underwriter Name **Underwriter Head Office Address Information** Phone Number Postal/Zip Code 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. Select All Reporting Issuer? * Reporting Jurisdictions * √ Yes No ✓ Alberta New Brunswick Prince Edward Island Nova Scotia Yukon ✓ British Columbia Newfoundland and Labrador Nunavut ✓ Quebec Northwest Territories ✓ Ontario Saskatchewan Manitoba Item 3: Indicate the industry of the issuer by checking the appropriate box next to one of the industries listed. * ✓ Mining - exploration/development Bio-tech Financial Services - investment companies and funds Mining - production Financial Services - mortgage investment companies Oil and Gas Forestry Real estate Hi-tech Utilities

Other (describe)

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

	Attach the completed Excel file h	iere		ıle_I_Ontario.xls	3 1,720 ND		
	To attach Schedule I, you must save	a copy of it on your c	omputer before uplo	ading.	Date I	Format: MM/DD/YYYY	
	State the distribution date. If the reposecurities distributed on more than o all distribution dates.		tate	stribution Date bution Date(s)	07/14/2014		
1 6:	For each security distributed:						
a) describe the type of security *	Debt Sec	curities 🗸 Equity a	nd Other Securi	ties Derivativ	ves .	
				Comm	non shares		
	o) state the total number of securities terms of exercise or conversion and otal number of securities distributed *		curity is convertible	or exchangeabl	e, describe the t	type of underlying security,	the
6,	500,000	Convertible	Exchangeable				
	ther Terms						
Ur	nderlying security	☐ Debt Sec	curities	nd Other Securi	ties Derivativ	/es	V
	nderlying security) State the exemption(s) relied on. *		curities Equity a		ties	ves	V
		√ 45-10 √ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend	restor] s and business	associates - ex	cept in Ontario]	•
		✓ 45-10 ✓ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offe	vestor] s and business ing memorandu	associates - ex	cept in Ontario]	▼
		✓ 45-10 ✓ 45-10 — 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offel 6-2.10 [Minimum ar	restor] s and business ing memorandu nount]	associates - ex	cept in Ontario]	▼
		✓ 45-10 ✓ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offel 6-2.10 [Minimum ar 6-2.12 [Asset acqui	restor] Is and business ing memorandu nount] sition]	associates - ex m - except in On	cept in Ontario] ntario]	•
		✓ 45-10 ✓ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offer 6-2.10 [Minimum ar 6-2.12 [Asset acqui 6-2.13 [Petroleum, 1	vestor] is and business ing memorandu nount] sition] natural gas and	associates - ex m - except in On	cept in Ontario] ntario]	•
		✓ 45-10 ✓ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offe 6-2.10 [Minimum ar 6-2.12 [Asset acqui 6-2.13 [Petroleum, 6-2.14 [Securities fo	restor] is and business ing memorandu nount] sition] natural gas and r debt]	associates - exo m - except in On mining propertie	cept in Ontario] ntario]	•
		✓ 45-10 ✓ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offer 6-2.10 [Minimum ar 6-2.12 [Asset acqui 6-2.13 [Petroleum, 6-2.14 [Securities for 6-2.30 [Isolated dist	restor] Is and business ing memorandu nount] sition] natural gas and r debt] ribution by issue	associates - ex m - except in On mining propertie	cept in Ontario] ntario] s]	•
c)) State the exemption(s) relied on. *	✓ 45-10 ✓ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offer 6-2.10 [Minimum ar 6-2.12 [Asset acqui 6-2.13 [Petroleum, 6-2.14 [Securities for 6-2.30 [Isolated distance of 6-5.2 [TSX Venture	restor] is and business ing memorandu nount] sition] natural gas and r debt] ribution by issue	associates - exi m - except in On mining propertie er] ng - except in Or	cept in Ontario] ntario] s] ntario]	•
c)		✓ 45-10 ✓ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10 ☐ 45-10	6-2.3 [Accredited in 6-2.5 [Family, friend 6-2.9(1) or (2) [Offer 6-2.10 [Minimum ar 6-2.12 [Asset acqui 6-2.13 [Petroleum, 6-2.14 [Securities for 6-2.30 [Isolated distance of 6-5.2 [TSX Venture 1/20] ware requested to	restor] is and business ing memorandu nount] sition] natural gas and r debt] ribution by issue	associates - exi m - except in On mining propertie er] ng - except in Or	cept in Ontario] ntario] s] ntario]	(see section

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 ¹ * (Canadian \$)		Total dollar value raised from * purchasers in the jurisdiction
		Low	High	(Canadian \$)
British Columbia	24	\$ 0.1	\$ 0.1	325,000
Country				
Ontario	4	\$ 0.1	\$ 0.1	90,000
Country	,			
Alberta	4	\$ 0.1	\$ 0.1	175,000
Country				
Quebec	2	\$ 0.1	\$ 0.1	50,000
Country				
Other	1	\$ 0.1	\$ 0.1	10,000
Thailand				

Total number of purchasers

35

Total dollar value of distribution in all jurisdictions (Canadian \$)

650,000

Note 1: If securities are issued at different prices list the highest and lowest price the securities were sold for. If securities are issued at the same price, list that price under both "Low" and "High".

Commissions and finder's fees

520,000

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06-2.3 [Accredited inves

52,000

07/14/2014

0.1

Warrants

Total dollar value of compensation (Canadian \$). Total dollar value should include

the value of any securities and cash added together.

Authorization of Indirect Collection of Personal Information for Distributions in Ontario

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.

Notice - Collection and use of personal information

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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.

Certificate

Date: * July 23, 2014

Οı	n b	er	nalf	of	the	issuer,	I certify	that	the	statements	made	in	this	report	are	true	
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Prescient Mining Corp.		
Name of the issuer (plea	ase print)*	
Nilda Rivera	CFO	6046699788 ext. 115
(name) *	(title) *	(phone number) *
Nilda Rivera		
Signature *		
✓ I have been authori.	zed to submit this form on beha	If of the person signing the form
Print name and title the	person submitting the form	
Nilda Rivera	CFO	
(name) *	(title) *	

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

Name *	Title *	Phone Number *
Nilda Rivera	CFO	6046699788 ext. 115

If available, you are requested to provide the Company Name and E-mail address of the person named above.

Company Name	E-mail
Prescient Mining Corp.	nrivera@mosamventures.com

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

Certificate

National Instrument 45-106 Supplement to the OSC Bulletin

Schedule I

					Scriedui	C I						
In a constitution of the second	lana.	Prescient Mining										
Issuer/ Underwriter Na	Name	Corp.					1			1	I	
			Purchaser Information				Number an	d type of securitie	es purchased			Date of distribution
								,,		1		
	First Name			Telephone Number of					If Type is Notes or	Total purchase		
	(Company Name)		Address of Purchaser	Purchaser	Province	Country	Number	Type	Other [describe]	price (Canadian \$)	Exemption relied on	(enter yyyy-mm-dd)
c	21 Perso	nal privac	V	<u> </u>			25,000	Common Shares		2,500.00	s.21 Personal	07/14/2014
3.	.2110130	mai privac	'y						N/A	5.000.00		07/14/2014
									N/A	15,000.00	privacy	07/14/2014
									N/A			07/14/2014
							100,000	Common Shares	N/A	10,000.00		07/14/2014
							400.000	0 01		40.000.00		07/11/0011
								Common Shares Common Shares		10,000.00		07/14/2014
								Common Shares		38,000.00 25,000.00	-	07/14/2014 07/14/2014
								Common Shares		2,500.00	-	07/14/2014
								Common Shares		6,000.00		07/14/2014
								Common Shares		20,000.00		07/14/2014
								Common Shares		30,000.00		07/14/2014
									N/A	5,000.00		07/14/2014
									N/A	45,000.00		07/14/2014
							30,000	Common Shares	N/A	3,000.00		07/14/2014
								Common Shares		31,000.00		07/14/2014
								Common Shares		10,000.00		07/14/2014
								Common Shares		10,000.00		07/14/2014
								Common Shares		25,000.00		07/14/2014
								Common Shares		10,000.00		07/14/2014
								Common Shares Common Shares		20,000.00 50,000.00		07/14/2014 07/14/2014
									N/A	25.000.00	-	07/14/2014
									N/A	3,000.00	-	07/14/2014
								Common Shares		15,000.00		07/14/2014
								Common Shares		25,000.00	-	07/14/2014
								Common Shares		20,000.00		07/14/2014
								Common Shares		5,000.00		07/14/2014
									N/A	25,000.00		07/14/2014
									N/A	25,000.00		07/14/2014

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Thank you! Your form and the following attachments 45-106Schedule_I_Ontario.xls,, You must attach
Commissions and Finders Fees file before submitting the form have been submitted! Please print and save a copy of this receipt, the Form and attachments for your records.

Submission ID number is EDR1409681685-601, submitted date and time: 2014-09-02 14:14:48.382

FORM 45-106F1 REPORT OF EXEMPT DISTRIBUTION

Issuer Information

Industrial

issuer if its name has	of the issuer of the security distributed s changed since last report. If an unc er of the head office of the underwrite	derwriter is completing this				
Who is completing the form?	* ✓ Issuer Underwriter					
lssuer Full Name *		Former "Issu	er Full Name" if ch	nanged since last re	port	
Prescient Mining Corp.						
Head Office Address Inform	aation					
Street Address *				Phone Number	*	
507 - 700 West Pender Street				6046699788		
City *	Province/Territory/Othe	er * Po	stal/Zip Code *	Country *		
Vancouver	British Co	olumbia V6	SC 1G8		Canada	
Underwriter Name						
Underwriter Head Office Ad	ddress Information					
Street Address				Phone Number		
City	Province/Territory/Othe	er P	ostal/Zip Code	Country		
Item 2: State whether the is	ssuer is or is not a reporting issuer a	nd, if reporting, each of the	e jurisdictions in w	hich it is reporting.		
Reporting Issuer? *	Reporting Jurisdictions *	Select All				
✓ Yes No	✓ Alberta	New Brunswick		Nova Scotia	Prince Edward Island	
	✓ British Columbia	Newfoundland and La	abrador	Nunavut	✓ Quebec	
	Manitoba	Northwest Territories		Ontario	Saskatchewan	
Item 3: Indicate the industry	y of the issuer by checking the appro	opriate box next to one of t	he industries listed	d. *		
Bio-tech	✓ Mini	ng - exploration/developme	ent			
Financial Services - investi	ment companies and funds Mini	ing - production				
Financial Services - mortga	age investment companies Oil a	and Gas				
Forestry	Rea	l estate				
Hi-tech	Utili	ties				

Other (describe)

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

	To attach Schedule I, you must save	a copy of it on your c	omputer before up	loading.	Date	Format: MM/DD/YYYY	
:	State the distribution date. If the represecurities distributed on more than call distribution dates.		state	istribution Date	08/22/2014		
3:	For each security distributed:						
а	describe the type of security *	Debt Sec	curities 🗸 Equity a	and Other Securi	ities Derivativ	es	
				Comn	non shares		
t	b) state the total number of securities terms of exercise or conversion an		curity is convertible	e or exchangeabl	le, describe the t	type of underlying security, the	
	otal number of securities distributed *	•		Expiry Date		Exercise Price	
8,	000,000	Convertible	Exchangeable				_
Ui	nderlying security	☐ Debt Sec	curities	and Other Securi	ities Derivativ	es	,
	nderlying security) State the exemption(s) relied on. *		curities Equity a		ities Derivativ	es	7
		<i>√</i> 45-10		nvestor]			
		√ 45-10	6-2.3 [Accredited in 6-2.5 [Family, frier 6-2.9(1) or (2) [Offe	nvestor] ds and business ering memorandu	associates - ex	cept in Ontario]	
		√ 45-10	6-2.3 [Accredited in 6-2.5 [Family, frien 6-2.9(1) or (2) [Offe 6-2.10 [Minimum a	nvestor] ds and business ering memorandu mount]	associates - ex	cept in Ontario]	
		√ 45-10	6-2.3 [Accredited in 6-2.5 [Family, frier 6-2.9(1) or (2) [Offe 6-2.10 [Minimum a 6-2.12 [Asset acqu	nvestor] ds and business ering memorandu mount] iisition]	associates - ex	cept in Ontario] .tario]	
		45-10 45-10 45-10 45-10 45-10 45-10	6-2.3 [Accredited in 6-2.5 [Family, frier 6-2.9(1) or (2) [Offe 6-2.10 [Minimum a 6-2.12 [Asset acque-2.13 [Petroleum,	nvestor] ds and business ering memorandu mount] isition] natural gas and	associates - ex	cept in Ontario] .tario]	
		45-10 45-10 45-10 45-10 45-10 45-10	6-2.3 [Accredited in 6-2.5 [Family, frier 6-2.9(1) or (2) [Offe 6-2.10 [Minimum a 6-2.12 [Asset acque 6-2.13 [Petroleum, 6-2.14 [Securities for the feet of the fe	nvestor] ds and business ering memorandu mount] disition] natural gas and or debt]	associates - ex m - except in Or mining propertie	cept in Ontario] .tario]	
		45-10 45-10 45-10 45-10 45-10 45-10 45-10	6-2.3 [Accredited in 6-2.5 [Family, frier 6-2.9(1) or (2) [Offe 6-2.10 [Minimum a 6-2.12 [Asset acque-2.13 [Petroleum,	nvestor] ds and business ering memorandu mount] isition] natural gas and or debt] stribution by issue	associates - ex im - except in Or mining propertie er]	cept in Ontario] itario] s]	

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 s (Canadian Low	security ¹ * \$) High	Total dollar value raised from * purchasers in the jurisdiction (Canadian \$)
British Columbia	25	\$ 0.25	\$ 0.25	776,000
Country				
Ontario	1	\$ 0.25	\$ 0.25	14,000
Country				
Alberta	10	\$ 0.25	\$ 0.25	1,066,000
Country	,			
Manitoba	1	\$ 0.25	\$ 0.25	25,000
Country				
Quebec	4	\$ 0.25	\$ 0.25	36,500
Country				
Saskatchewan	4	\$ 0.25	\$ 0.25	60,000
Country				
Other	1	\$ 0.25	\$ 0.25	7,500
Mexico				
Other	1	\$ 0.25	\$ 0.25	15,000
Monaco				

Total number of purchasers

47

Total dollar value of distribution in all jurisdictions (Canadian \$) 2,000,000

Note 1: If securities are issued at different prices list the highest and lowest price the securities were sold for. If securities are issued at the same price, list that price under both "Low" and "High".

Commissions and finder's fees 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. Alternatively, you may provide the same information by completing and uploading the commissions and finder's fee template found at the beginning of the Form. Not applicable Attach Excel File Add footnote 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 Individual ✓ Firm * First Name Last Name Firm Name * Canaccord Genuity Corp. Street Address * City * Province/Territory/Other * 2200-609 Granville Street Vancouver British Columbia Postal/Zip Code Country * V7Y 1H2 Canada √ Cash Securities Cash (Canadian \$)* 74,000 Number of securities issued Type of securities issued Price per security Exemption relied on Date of distribution Select Security Type Select Exemption Total dollar value of compensation (Canadian \$). Total dollar value should include the value of any securities and cash added together. 74,000 First Name Last Name Firm Name * Hudson Capital Corp Street Address * City * Province/Territory/Other * 38017-968 West King Edward Ave Vancouver British Columbia Postal/Zip Code * Country * V5Z 4L9 Canada ✓ Cash Securities Cash (Canadian \$)* 20,120 Number of securities issued Type of securities issued Price per security Exemption relied on Date of distribution Select Security Type Select Exemption Total dollar value of compensation (Canadian \$). Total dollar value should include the value of any securities and cash added together. 20,120 Individual ✓ Firm * First Name Last Name Firm Name * Industrial Alliance Securities Inc. Street Address * City * Province/Territory/Other * 3300-666 Burrard Street British Columbia Vancouver Postal/Zip Code * Country * V6C 2X8 Canada √ Cash Securities Cash (Canadian \$)* 4,800 Type of securities issued

Exemption relied on

4,800

Select Exemption

Price per security

Select Security Type

Total dollar value of compensation (Canadian \$). Total dollar value should include

the value of any securities and cash added together.

Date of distribution

Number of securities issued

Authorization of Indirect Collection of Personal Information for Distributions in Ontario

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.

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.

On behalf of the issuer, i ce	ertify that the statements made	e in this report are true.	
Date: * Sep 2, 2014			
Prescient Mining Corp.			
Name of the issuer (please	print) *		
Nilda Rivera	CFO	6046699788 ext.115	
(name) *	(title) *	(phone number) *	_
Nilda Rivera			
Signature *			
✓ I have been authorized	to submit this form on behalf	of the person signing the form	
Print name and title the per	son submitting the form		
Eva Choi	Accountant		
(name) *	(title) *		
	title and telephone number of than the person signing the c		h respect to any questions regarding the contents of this
Same as above			
Name *	Title *	Phone Number *	
If available, you are reques	ted to provide the Company Na	ame and E-mail address of the person	named above.
Company Name		E-mail	

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

Certificate

Certificate

National Instrument 45-106

Schedule I

		Purchaser Information	Telephone Number of			Number a	nd type of securities	If Type is Notes or Other			Date of distribu
ual First Name (Company Name)	Last Name	Address of Purchaser	Purchaser	Province	Country	Number	Type	[describe]	Total purchase price (Canadian \$)	Exemption relied on	(enter vvvv-mm
Canadian Financial Press Inc.		150-666 Burrard Street, Vancouver, BC V6C 2X8	1-800-574-0901	British Columbia	Canada		Common Shares			National Instrument 45-106 s 2.3	2014-08-2
a 21 Daraana	ا بمین بمین					400,000	Common Shares	N/A	25.000.00	s.21 Personal privacy	2014-08-2
s.21 Persona	i brivacy						Common Shares		10.000.00	o.2 : : o.ooa. pao,_	2014-08-2
	1 3						Common Shares		6,000.00	-	2014-08-2
							Common Shares		10.000.00	-	2014-08-2
							Common Shares		25,000.00		2014-08-
						800,000	Common Shares	N/A	200,000.00		2014-08-2
							Common Shares		300,000.00		2014-08-2
							Common Shares		20,000.00		2014-08-2
High Beam Investments Ltd.		3256 W 37th Ave., Vancouver, BC	604-808-8498	British Columbia	Canada		Common Shares		10,000.00	National Instrument 45-106 s.2.3	2014-08-2
s.21 Persona	l nrivacy						Common Shares		10,000.00	s.21 Personal privacy	2014-08-2
_3.211 6130114	i piivacy						Common Shares		25,000.00		2014-08-2
_	-						Common Shares Common Shares		25,000.00 5.000.00		2014-08-2
							Common Shares		5,000.00		2014-08-2
_							Common Shares		1,000.00		2014-08-2
							Common Shares		3.000.00		2014-08-2
							Common Shares		1,500.00		2014-08-2
						6,000	Common Shares	N/A	1,500.00		2014-08-2
						6,000	Common Shares	N/A	1,500.00	, , , , , , , , , , , , , , , , , , ,	2014-08-2
Vortep Kasi Holdings		278,23381 Cambie St., Vancouver, BC	604-800-8009	British Columbia	Canada		Common Shares			National Instrument 45-106 s.2.3	2014-08-2
s.21 Personal privacy	•						Common shares		14,000.00	s.21	2014-08-2
				1			Common shares		10,000.00	3.41	2014-08-2
WEBWORKS MULTIMEDIA		3248 1st Ave W, Vancouver, BC, V6K 1H5	6047343686	British Columbia	Canada		Common shares			National Instrument 45-106 s.2.3	2014-08-2
s.21 Persona	l privacy						Common Shares Common Shares		6,000.00 10.000.00	s.21	2014-08-2
	i piivacy						Common Shares		10,000.00	0.21	2014-08-2
ROCOTO CAPITAL MANAG		Gryon House, 5 Avenue Saint Laurent, MC98000, Monaco	011-317-979-74-780	Saint Laurent	Monaco		Common Shares		15,000.00	National Instrument 45-106 s.2.3	2014-08-2
a 21 Daraana	1	Organi Todasc, o Avende Calif. Edulent, mescecco, monaco	1011 011 010 14 100	Cuint Edulont	Imoridoo		Common Shares		7,500.00		2014-08-2
s.21 Persona	i brivacy						Common Shares		73,000.00	s.21	2014-08-2
	1 3					100,000	Common Shares	N/A	25,000.00	~. _ .	2014-08-2
CODE CONSULTING LTD.		1080 Mainland St. W, Suite 206, Vancouver, BC V6B 2T4	604-986-5636	British Columbia	Canada	400,000	Common Shares	N/A	100,000.00	National Instrument 45-106 s.2.3	2014-08-2
s.21 Personal privac	·V						Common Shares		50,000.00	s.21	2014-08-2
	у						Common Shares		25,000.00		2014-08-2
748086 ALBERTA LTD. s.21 Personal privacy		52147 Range Road 231. Unit 37. Sherwood Park. AB. T8B 1A4	780-904-9905	Alberta	Canada		Common Shares			National Instrument 45-106 s.2.3	2014-08-2
		Teners 10:0: areasy Bourneyers	Tag. 200 1001	In a contract of	To .		Common Shares		37,500.00	s.21 Personal privacy	2014-08-2
COMAT MORTGAGE CORP		595 Burrard St, Suite 2700 Vancouver, BC V7X 1J2	604-689-1261	British Columbia	Canada		Common Shares			National Instrument 45-106 s.2.3	2014-08-2
s.21 Persona	nrivacy						Common Shares Common Shares		7,000.00 15.000.00	s.21	2014-08-2
0.2 i i 010011a	Pilvaoy						Common Shares Common Shares		200.000.00	0.2	2014-08-2
YCP CONSULTING INC		4720 Kingsway , Suite 900, Burnaby, BC, V5H 4N2	604-435-7700	British Columbia	Canada		Common Shares			National Instrument 45-106 s.2.3	2014-08-2
a 24 Darassa	m #ii / m m /		1004 400 1100	,on columbia	,		Common Shares			s.21 Personal privacy	2014-08-2
s.21 Personal	Drivacy						Common Shares		5.500.00	s.z i reisonai privacy	2014-08-2
							Common Shares		25,000.00		2014-08-2
						100,000					
						100,000	Common Shares Common Shares Common Shares	N/A	25,000.00 25,000.00 15,000.00		2014-08-2

8,000,000 2,000,000

Thank you! Your form and the following attachments 45-106Schedule_I_Ontario.xls,, You must attach
Commissions and Finders Fees file before submitting the form have been submitted! Please print and save a copy of this receipt, the Form and attachments for your records.

Submission ID number is EDR1413497099-265, submitted date and time: 2014-10-16 18:05:01.293

FORM 45-106F1 REPORT OF EXEMPT DISTRIBUTION

Issuer Information

Industrial

issuer if its name has	of the issuer of the security distributed is changed since last report. If an unc er of the head office of the underwrite	derwriter is completing thi				
Who is completing the form?	*					
ssuer Full Name *		Former "Iss	uer Full Name" if ch	nanged since last re	port	
Prescient Mining Corp.						
Head Office Address Inform	aation					
Street Address *				Phone Number	*	
507 - 700 West Pender Street				604-669-9788		
City *	Province/Territory/Othe	er * P	ostal/Zip Code *	Country *		
Vancouver	British Co	olumbia	6C 1G8		Canada	
Underwriter Name						
Underwriter Head Office Ad	ddress Information					
Street Address				Phone Number		
City	Province/Territory/Oth	er I	Postal/Zip Code	Country		
Item 2: State whether the is	ssuer is or is not a reporting issuer a	nd, if reporting, each of th	ne jurisdictions in w	rhich it is reporting.		
Reporting Issuer? *	Reporting Jurisdictions *	Select All				
✓ Yes No	✓ Alberta	New Brunswick	Г	Nova Scotia	Prince Edward Island	
	✓ British Columbia	Newfoundland and I	abrador	Nunavut	✓ Quebec	
	Manitoba	Northwest Territorie	_	Ontario	Saskatchewan	
Item 3: Indicate the industry	y of the issuer by checking the appro	opriate box next to one of	the industries listed	d. *		
Bio-tech	✓ Mini	ing - exploration/developn	nent			
Financial Services - investi	ment companies and funds Mini	ing - production				
Financial Services - mortga	age investment companies Oil a	and Gas				
Forestry	Rea	al estate				
Hi-tech	Utili	ties				

Other (describe)

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

	To attach Sc	hedule I, you must save	a copy of it on your	compute	er before uplo	ading.	Date F	Format: MM/DD/YYYY	
;		tribution date. If the repo stributed on more than o on dates.		state		stribution Date bution Date(s)	07/07/2014		
3:	For each s	ecurity distributed:							
		ne type of security *	Debt Se	ecurities	✓ Equity a	nd Other Secur	ities Derivativ	es	
						Comr	non shares		
b		otal number of securities xercise or conversion and		security is	s convertible	or exchangeab	le, describe the t	ype of underlying security, the	
То	tal number o	of securities distributed *				Expiry Date		Exercise Price	
71	4,000		Convertible	Exc	hangeable				
		consideration to a loan t					hare. The bonus	shares were issued as	
Un	nderlying sec	consideration to a loan t	to the Company in th	ne princip	pal amount of				,
		consideration to a loan t	to the Company in th	ne princip	pal amount of	s\$500,000.			,
		consideration to a loan to	Debt So	ecurities	Equity a	nd Other Secur		es	,
		consideration to a loan to	Debt So	ecurities 06-2.3 [A	Equity and Accredited investments.	nd Other Secur vestor]	ities	es cept in Ontario]	
		consideration to a loan to	Debt So	ecurities 06-2.3 [A	Equity and Accredited investments.	restor] Is and businessing memorandu	ities	es cept in Ontario]	1
		consideration to a loan to	Debt So	ecurities 06-2.3 [A 106-2.5 [F 106-2.9(1) 106-2.10	Equity and Accredited invigations or (2) [Offer	restor] Is and business ing memorandunount]	ities	es cept in Ontario]	,
		consideration to a loan to	☐ Debt So ☐ 45-1 ☐ 45-1 ☐ 45-1 ☐ 45-1 ☐ 45-1	ecurities 06-2.3 [A 106-2.5 [F 06-2.9(1) 06-2.10	Equity and Accredited investments of the Accredited investments of	e \$500,000. Ind Other Secur Vestor] Is and business ing memorandu nount] sition]	ities	es cept in Ontario] tario]	,
		consideration to a loan to	□ Debt Sc □ Debt Sc □ 45-1 □ 45-1 □ 45-1 □ 45-1 □ 45-1	ecurities 06-2.3 [A 106-2.5 [F 06-2.9(1) 106-2.10 [106-2.12 [106-2.13 [106-2.14 [106-	Equity and Accredited inversely friends) or (2) [Offer [Minimum and [Asset acquite]] [Petroleum, responsely for the content of	restor] Is and business ing memorandunount] Is sition] Inatural gas and or debt]	ities Derivativ s associates - exc um - except in On	es cept in Ontario] tario]	
		consideration to a loan to	□ Debt Sc □ Debt Sc □ 45-1 □ 45-1 □ 45-1 □ 45-1 □ 45-1	ecurities 06-2.3 [A 106-2.5 [F 06-2.9(1) 106-2.10 [106-2.12 [106-2.13 [106-2.14 [106-	Equity and Accredited inversely friends) or (2) [Offer [Minimum and [Asset acquite]] [Petroleum, responsely for the content of	vestor] Is and business ing memorandunount] sition] matural gas and	ities Derivativ s associates - exc um - except in On	es cept in Ontario] tario]	
		consideration to a loan to	□ Debt So □ Debt So □ 45-1 □ 45-1 □ 45-1 □ 45-1 □ 45-1 □ 45-1	ecurities 06-2.3 [A 106-2.5 [F 06-2.9(1) 106-2.12 106-2.13 106-2.14 106-2.30	Equity and	ribution by issu	ities Derivativ s associates - exc um - except in On	es cept in Ontario] tario]	,

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 se (Canadian S	•	Total dollar value raised from * purchasers in the jurisdiction (Canadian \$)
British Columbia	0	\$ 0	\$ 0	0
Country				

0

Total number of purchasers Total dollar value of 0 distribution in all jurisdictions (Canadian \$)

Note 1: If securities are issued at different prices list the highest and lowest price the securities were sold for. If securities are issued at the same price, list that price under both "Low" and "High".

Commissions and finder's fees

Number of securities issued*

the value of any securities and cash added together.

714,000

Type of securities issued*

Total dollar value of compensation (Canadian \$). Total dollar value should include

Common shares

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. Alternatively, you may provide the same information by completing and uploading the commissions and finder's fee template found at the beginning of the Form. Not applicable Attach Excel File If the securities being issued as compensation are or include convertible securities, such as warrants or options, please add a Add footnote 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. ✓ Individual Firm First Name Last Name * Firm Name Riva Dubrofsky Street Address * City * Province/Territory/Other * 219 Rue De La, Rouche, Rollard-Des-Ormeaux Quebec Postal/Zip Code * Country * H9A 3C3 Canada Cash √ Securities Cash (Canadian \$)

Price per security *

0.14

Exemption relied on *

99,960

06-2.3 [Accredited inves

Date of distribution *

07/07/2014

Authorization of Indirect Collection of Personal Information for Distributions in Ontario

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.

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.

On behalf of the issuer, I certify that the statements made in this report are true. Date: *2014-10-16 Prescient Mining Corp. Name of the issuer (please print)* CFO Nilda Rivera 6046699788 ext.115 (title) * (name) ³ (phone number) Nilda Rivera Signature * I have been authorized to submit this form on behalf of the person signing the form Print name and title the person submitting the form Nilda Rivera CFO (name) * (title) 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 **√** Title * Phone Number * Name * If available, you are requested to provide the Company Name and E-mail address of the person named above. Company Name E-mail

Certificate

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

Certificate

National Instrument 45-106

Schedule I

ssuer/ Underv	writer Name	Prescient Mining Corp.										
			Purchaser Information				Number and	type of securit	ties purchased			Date of distribution
Individual	First Name (Company Name)	Last Name	Address of Purchaser	Telephone Number of Purchaser	Province	Country	Number	Type	If Type is Notes or Other [describe]	Total purchase price (Canadian \$)	Exemption relied on	(enter yyyy-mm-dd)
						· ·				,		
		 		+		1			+			1
				-		1			-			
						1			+			
	<u> </u>		<u> </u>									

.

Thank you! Your form and the following attachments 45-106Schedule_I_Ontario.xls, , have been submitted! Please print and save a copy of this receipt, the Form and attachments for your records.

Submission ID number is EDR1413496075-298, submitted date and time: 2014-10-16 17:47:56.215

FORM 45-106F1 REPORT OF EXEMPT DISTRIBUTION

Issuer Information

Industrial

issuer if its name has	f the issuer of the security distributed s changed since last report. If an und er of the head office of the underwrite	derwriter is completing this for				
Who is completing the form?	*					
ssuer Full Name *		Former "Issuei	r Full Name" if ch	anged since last rep	port	
Prescient Mining Corp.						
Head Office Address Inform	ation					
Street Address *				Phone Number	k	
507 - 700 West Pender Street				604-669-9788		
City *	Province/Territory/Othe	er * Pos	tal/Zip Code *	Country *		
Vancouver	ncouver British Columbia				Canada	
Underwriter Name						
Underwriter Head Office Ad	ddress Information					
Street Address				Phone Number		
City	Province/Territory/Oth	er Pos	stal/Zip Code	Country		
Item 2: State whether the is	ssuer is or is not a reporting issuer a	nd, if reporting, each of the	jurisdictions in wh	nich it is reporting.		
Reporting Issuer? *	Reporting Jurisdictions *	Select All				
✓ Yes No	✓ Alberta	New Brunswick		Nova Scotia	Prince Edward Island	
	✓ British Columbia	Newfoundland and Lab	orador	Nunavut	✓ Quebec	
	Manitoba	Northwest Territories]Ontario	Saskatchewan	
Item 3: Indicate the industry	of the issuer by checking the appro	opriate box next to one of the	e industries listed	l. *		
Bio-tech	✓ Mini	ng - exploration/developmer	nt			
Financial Services - investi	ment companies and funds Mini	ing - production				
Financial Services - mortga	age investment companies Oil a	and Gas				
Forestry	Rea	ıl estate				
Hi-tech	Utili	ties				

Other (describe)

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

To attach Schedule I, you must save a	a copy of it on your	py of it on your computer before uploading.			Date Format: MM/DD/YYYY			
State the distribution date. If the repor securities distributed on more than on all distribution dates.		state	ribution Date 10/15/2014 ution Date(s)					
: For each security distributed:								
a) describe the type of security *	☐ Debt Se	ecurities 🗸 Equity ar	nd Other Securiti	es Derivativ	ves			
			Commo	on shares				
state the total number of securities of terms of exercise or conversion and		ecurity is convertible	-	e, describe the				
Total number of securities distributed *		□ -	Expiry Date		Exercise Price			
1,176,471	Convertible	Exchangeable						
Underlying security	☐ Debt Se	ecurities	nd Other Securiti	es	ves			
				es Derivativ	ves			
	√ 45-11	ecurities Equity ar 06-2.3 [Accredited inv	estor]					
	✓ 45-1। 45-1	06-2.3 [Accredited inv	estor] s and business a	associates - ex	xcept in Ontario]			
	✓ 45-1	06-2.3 [Accredited inv	restor] s and business a ing memorandun	associates - ex	xcept in Ontario]			
Underlying security c) State the exemption(s) relied on. *	✓ 45-1	06-2.3 [Accredited inv 06-2.5 [Family, friend 06-2.9(1) or (2) [Offeri	estor] s and business a ing memorandun lount]	associates - ex	xcept in Ontario]			
	✓ 45-10	06-2.3 [Accredited inv 06-2.5 [Family, friend 06-2.9(1) or (2) [Offeri 06-2.10 [Minimum am	estor] s and business a ing memorandun lount] sition]	associates - ex n - except in Oi	ccept in Ontario] ntario]			
	✓ 45-10	06-2.3 [Accredited inv 06-2.5 [Family, friend 06-2.9(1) or (2) [Offeri 06-2.10 [Minimum am 06-2.12 [Asset acquis 06-2.13 [Petroleum, n	estor] s and business a ing memorandun iount] sition] atural gas and m	associates - ex n - except in Or nining propertie	ccept in Ontario] ntario]			
	✓ 45-10	06-2.3 [Accredited inv 06-2.5 [Family, friend 06-2.9(1) or (2) [Offeri 06-2.10 [Minimum am 06-2.12 [Asset acquis 06-2.13 [Petroleum, n 06-2.14 [Securities for 06-2.30 [Isolated distr	restor] s and business a ing memorandun ount] sition] atural gas and m r debt] ribution by issuel	associates - ex n - except in Or nining propertie	ccept in Ontario] ntario] es]			
	✓ 45-10	06-2.3 [Accredited inv 06-2.5 [Family, friend 06-2.9(1) or (2) [Offeri 06-2.10 [Minimum am 06-2.12 [Asset acquis 06-2.13 [Petroleum, n 06-2.14 [Securities for 06-2.30 [Isolated distration of the second of the sec	estor] s and business a ing memorandun ount] sition] atural gas and m r debt] ribution by issuel	associates - ex n - except in Or nining propertie r] g - except in O	ccept in Ontario] ntario] es] Ontario]			

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 *	(Canadian	•	Total dollar value raised from * purchasers in the jurisdiction (Canadian \$)
		Low	High	(Gariadian ¢)
British Columbia	1	\$ 0.85	\$ 0.85	12,750
Country				
Alberta	6	\$ 0.85	\$ 0.85	985,000
Country				
Quebec	1	\$ 0.85	\$ 0.85	2,250
Country				

Total number of purchasers

Total dollar value of distribution in all jurisdictions (Canadian \$)

1,000,000

8

Note 1: If securities are issued at different prices list the highest and lowest price the securities were sold for. If securities are issued at the same price, list that price under both "Low" and "High".

Commissions and finder's fees

Number of securities issued

Type of securities issued

Total dollar value of compensation (Canadian \$). Total dollar value should include

the value of any securities and cash added together.

Select Security Type

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. Alternatively, you may provide the same information by completing and uploading the commissions and finder's fee template found at the beginning of the Form. Not applicable Attach Excel File 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. Individual Firm First Name Last Name Firm Name City Street Address Province/Territory/Other Select Province Country Postal/Zip Code Select Country Cash Securities Cash (Canadian \$)

Price per security

Exemption relied on

Select Exemption

Date of distribution

Authorization of Indirect Collection of Personal Information for Distributions in Ontario

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.

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.

On behalf of the issuer, I certify that the statements made in this report are true. Date: *2014-10-16 Prescient Mining Corp. Name of the issuer (please print)* CFO Nilda Rivera 6046699788 ext.115 (title) * (name) ³ (phone number) Nilda Rivera Signature * I have been authorized to submit this form on behalf of the person signing the form Print name and title the person submitting the form Nilda Rivera CFO (name) * (title) 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 **√** Title * Phone Number * Name * If available, you are requested to provide the Company Name and E-mail address of the person named above. Company Name E-mail

Certificate

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

Certificate

National Instrument 45-106

Schedule I

			1									
Issuer/ Under	rwriter Name	Prescient Mining Corp.										
Purchaser Information N						Number and type of securities purchased					Date of distribution	
									If Type is Notes			
Individual	First Name (Company Name)	Last Name	Address of Purchaser	Telephone Number of Purchaser	Province	Country	Number	Type	or Other [describe]	Total purchase price (Canadian \$)	Exemption relied on	(enter yyyy-mm-dd)
								Common Shares		50,000.00		2014-10-15
s.21 Personal privacy								Common Shares	N/A	150,000.00		2014-10-15
							176,470	Common Shares	N/A	150,000.00	†	2014-10-15
	1	1						Common Shares		50,000.00		2014-10-15
	Joel Doctor Professional Corp. Rval & Co. Inc.		314 Pumpridge Place SW, Calgary AB T2V 5E4	403-850-5775	Alberta	Canada	100,000	Common Shares Common Shares	N/A		National Instrument 45-106 s.2.3 National Instrument 45-106 s.2.3	2014-10-15 2014-10-15
	Dr. Brian Bressler Inc.		108-25015 TWO Rd., 544A, Sturgeon Country, AB, P8T 0B9 5726 Selkirk St., Vancouver, BC V6M 2Y6	780-222-0409 604-688-6332	Alberta British Columbia	Canada Canada		Common Shares		12.750.00	National Instrument 45-106 S.2.3	2014-10-15
s.21 Persona	I privacy		15726 Seikilk St., Valicouver, BC Vow 216	1004-088-0332	DITUSTI COMITIDIA	Cdl idud		Common Shares		2.250.00	National Instrument 45-106 s.2.3 s.21 Personal privacy	2014-10-15
				-								

1,176,471 1,000,000