

Amended Form 45-106F6
British Columbia Report of Exempt Distribution

This is the form required under section 6.1 of National Instrument 45-106 for a report of exempt distribution in British Columbia.

Issuer/underwriter information

Item 1: Issuer/underwriter name and contact information

A. State the following:

Powertech Uranium Corp. (the “Issuer”)
PO Box 49212, Bentall Three
Suite 3023 – 595 Burrard Street
Vancouver, BC V7X 1K8
Email: tdoyle@powertechuranium.com
Telephone: 604.685.9181
Website: www.powertechuranium.com

B. If an underwriter is completing this report, state the following:

- the full name of the underwriter;
- the underwriter’s website address; and
- the address, telephone number and email address of the underwriter’s head office.

Item 2: Reporting issuer status

A. State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

The Issuer is a reporting issuer in British Columbia, Alberta and Ontario

B. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, name the investment fund manager and state the jurisdiction(s) where it is registered.

Not Applicable

Item 3: Issuer’s industry

Indicate the industry of the issuer by checking the appropriate box below.

- | | |
|---------------------------------------------------------|-------------------------------------------------------------|
| <input type="checkbox"/> Bio-tech | Mining |
| <input type="checkbox"/> Financial Services | <input checked="" type="checkbox"/> exploration/development |
| <input type="checkbox"/> investment companies and funds | <input type="checkbox"/> production |
| <input type="checkbox"/> mortgage investment companies | <input type="checkbox"/> Oil and gas |
| <input type="checkbox"/> Forestry | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Hi-tech | <input type="checkbox"/> Utilities |
| <input type="checkbox"/> Industrial | <input type="checkbox"/> Other (describe) |

Item 4: Insiders and promoters of non-reporting issuers

If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

Not Applicable

If the issuer is not a reporting issuer in any jurisdiction of Canada, complete the following table by providing information about each insider and promoter of the issuer. If the insider or promoter is not an individual, complete the table for directors and officers of the insider or promoter.

Not Applicable

Information about insiders and promoters			
Full name, municipality and country of principal residence	All positions held (e.g., director, officer, promoter and/or holder of more than 10% of voting securities)	Number and type of securities of the issuer beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution	Total price paid for all securities beneficially owned or, directly or indirectly controlled, on the distribution date, including any securities purchased under the distribution (Canadian \$)

Details of distribution**Item 5: Distribution date**

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

February 26, 2013

Item 6: Number and type of securities

For each security distributed:

- (a) describe the type of security,

Units at \$0.10 per unit.

- (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

15,000,000 units. Each unit consists of one common share and one share purchase warrant. Each warrant allows the purchaser to acquire one additional common share in the Issuer at \$0.20 per share until February 26, 2016.

Item 7: Geographical information about purchasers

Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report. The information provided in this table must reconcile with the information provided in item 8 and Schedules I and II.

	Number of purchasers	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
British Columbia	4	\$0.10	\$17,000
Alberta	3	\$0.10	\$20,000
Ontario	3	\$0.10	\$157,000
Quebec	1	\$0.10	\$5,000
Northwest Territories	1	\$0.10	\$5,000
United States	16	\$0.10	\$172,000
Bermuda	1	\$0.10	\$200,000
Switzerland	2	\$0.10	\$314,000
Germany	1	\$0.10	\$5,000
Mexico	1	\$0.10	\$600,000
Japan	1	\$0.10	\$5,000
Total number of Purchasers	34		
Total dollar value of distribution in all jurisdictions (Canadian \$)			\$1,500,000

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

Item 8: Information about purchasers*Instructions*

A. If the issuer is an investment fund managed by an investment fund manager registered in a jurisdiction of Canada, do not complete this table.

B. Information about the purchasers of securities under the distribution is required to be disclosed in different tables in this report. Complete

- the following table for each purchaser that is not an individual, and

- the tables in Schedules I and II of this report for each purchaser who is an individual.

Do not include in the tables information about securities issued as payment of commissions or finder's fees disclosed under item 9 of this report.

C. An issuer or underwriter completing this table in connection with a distribution using the exemption in subparagraph 6.1(1)(j) [TSX Venture Exchange offering] of National Instrument 45-106 *Prospectus and Registration Exemptions* may choose to replace the information in the first column with the total number of purchasers, whether individuals or not, by jurisdiction. If the issuer or underwriter chooses to do so, then the issuer or underwriter is not required to complete the second column or the tables in Schedules I and II.

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
Brownstone Family LLLP 11820 Quail Village Way Naples, FL 34419 Contact: Mordy L. Brownstone Phone: 239.592.7930	N/A	50,000 common shares and 50,000 share purchase warrants	\$5,000	Section 2.3 of NI 45-106	2013-02-26
The K2 Principal Fund LP 2 Bloor Street W., Suite 801 Toronto, ON M4W 3E2 Contact: Shawn Kimel Telephone: 416.365.2155	I	1,500,000 common shares and 1,500,000 share purchase warrants	\$150,000	Section 2.3 of NI 45-106	2013-02-26
Malibrigo Ltd. 129 Front Street, 5th Floor Suite #4 Hamilton, HM 12 Bermuda Contact: Dianne L. Tatem Phone: 441.295.7753	N/A	2,000,000 common shares and 2,000,000 share purchase warrants	\$200,000	Section 2.10 of NI 45-106	2013-02-26
Barnum Family Trust 131 Hawks Way Sequim, WA 98382 Contact: Karl Barnum 360.681.4039	N/A	20,000 common shares and 20,000 share purchase warrants	\$2,000	Section 2.3 of NI 45-106	2013-02-26
0116064 BC Ltd. 115-170 Stocks Crescent Penticton, BC V2A 9C6 Contact: Curtis Hamilton Phone: 250.493.3829	N/A	50,000 common shares and 50,000 share purchase warrants	\$5,000	Section 2.3 of NI 45-106	2013-02-26
Jeff and Kimberly Phillips Living Trust UAD 1/31/06 146 South Granados Avenue Solana Beach, CA 92075 Phone: 858.481.4231	N/A	1,000,000 common shares and 1,000,000 share purchase warrants	\$100,000	Section 2.3 of NI 45-106	2013-02-26
KC50, LLC c/o Pernet Portfolio Management CH-8806 Bach Switzerland Contact: Olivier Garret Phone: 011 41 0 44 786 9000	N/A	1,570,000 common shares and 1,570,000 share purchase warrants	\$157,000	Section 2.3 of NI 45-106	2013-02-26

Information about non-individual purchasers					
Full name and address of purchaser and name and telephone number of a contact person	Indicate if the purchaser is an insider (I) of the issuer or a registrant (R)	Number and type of securities purchased	Total purchase price (Canadian \$)	Exemption relied on	Date of distribution (yyyy-mm-dd)
KCO, LLC c/o Pernet Portfolio Management CH-8806 Bach Switzerland Contact: Olivier Garret Phone: 011 41 0 44 786 9000	N/A	1,570,000 common shares and 1,570,000 share purchase warrants	\$157,000	Section 2.3 of NI 45-106	2013-02-26
CGD Investments, LLC 3507 Lone Hill Lane Encinitas, CA 92024 Phone: 619.540.9225 Contact: Charles Duncan	N/A	50,000 common shares and 50,000 share purchase warrants	\$5,000	Section 2.3 of NI 45-106	2013-02-26
Clinique Dentaire Des Bois-Francis Inc. 247 Bouldes Bois-Francis Sud Victoriaville, Quebec G6P 4S9 Contact: Olivier Bedard Phone: 315.481.3712	N/A	50,000 common shares and 50,000 share purchase warrants	\$5,000	Section 2.3 of NI 45-106	2013-02-26
TOTAL		7,860,000 common shares and 7,860,000 share purchase warrants	\$786,000		

Commissions and finder's fees

Item 9: Commissions and finder's fees

Instructions

A. Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include information about payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

B. If the securities being issued as compensation are or include convertible securities, such as warrants or options, add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Full name and address of the person being compensated	Indicate if the person being compensated is an insider (I) of the issuer or a registrant (R)	Compensation paid or to be paid (cash and/or securities)				
		Cash (Canadian \$)	Securities			Total dollar value of compensation (Canadian \$)
			Number and type of securities issued	Price per security (Canadian \$)	Exemption relied on and date of distribution (yyyy-mm-dd)	
Global Market Development LLC 195 4445 Cedros Avenue Solana Beach, CA 92075	N/A	\$77,980	779,800 share purchase warrants ⁽¹⁾	N/A	Section 2.3 of NI 45-106 2013-02-26	\$77,980
ReQuest Equity Corp. 530 – 800 West Pender Street Vancouver, BC V6C 2V2	N/A	\$7,000	70,000 share purchase warrants ⁽¹⁾	N/A	Section 2.3 of NI 45-106 2013-02-26	\$7,000

⁽¹⁾ Each warrant is exercisable into one common share of the Company at a price of \$0.115 per share until February 26, 2016.

Certificate

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

Date: March 28, 2013

POWERTECH URANIUM CORP.

Name of issuer (please print)

Thomas A. Doyle, Chief Financial Officer

Telephone: 604.685.9181

Print name, title and telephone number of person signing

"Thomas Doyle"

Signature

Instruction

The person certifying this report must complete the information in the square brackets by deleting the inapplicable word. For electronic filings, substitute a typewritten signature for a manual signature.

Item 10: Contact information

State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

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

Notice - Collection and use of personal information

The British Columbia Securities Commission collects and uses the personal information required to be included in this report for the administration and enforcement of the *Securities Act*. If you have any questions about the collection and use of this information, contact the British Columbia Securities Commission at the following address:

British Columbia Securities Commission

P.O. Box 10142, Pacific Centre

701 West Georgia Street

Vancouver, British Columbia V7Y 1L2

Telephone: (604) 899-6500

Toll free across Canada: 1-800-373-6393

Facsimile: (604) 899-6581

Guidance for completing and filing Form 45-106F6

1. **Required form in British Columbia** - In British Columbia, file this report and the applicable fee using BCSC e-services in accordance with British Columbia Instrument 13-502 Electronic filing of reports of exempt distribution. If the distribution occurs in British Columbia and one or more other jurisdictions, the issuer is required to file this report in British Columbia and file Form 45-106F1 in the other applicable jurisdictions.
2. **What is a distribution?** - In British Columbia, “distribution” includes distributions made from British Columbia to purchasers resident in other Canadian or foreign jurisdictions if the issuer has a significant connection to British Columbia. If the issuer has a significant connection to British Columbia, complete the tables in item 8 and Schedules I and II for all purchasers.

In British Columbia, “distribution” also includes distributions made from another Canadian or foreign jurisdiction to purchasers resident in British Columbia. If the issuer is from another Canadian or foreign jurisdiction, complete the tables in item 8 and Schedules I and II only for purchasers resident in British Columbia.

3. **What is a purchaser?** - References to a purchaser in this report are to the beneficial owner of the securities.
4. **What is an individual?** - An individual is a natural person. A corporation, partnership, party, trust, fund, association, and any other organized group of persons is not an individual.
5. **Space in tables** - If the space provided in any table in this Form is insufficient, please adjust the table to include additional space.
6. **Multiple distributions** - One report may be used for multiple distributions occurring within 10 days of each other if the report is filed on or before the 10th day following the first of such distributions.
7. **Fees** - In order to determine the applicable fee, consult Fee Checklist British Columbia Form 11-901F (item # 16).