

**EARLY WARNING REPORT  
PURSUANT TO NATIONAL INSTRUMENT 62-103**

**1. Name and address of Offeror:**

Lawrence Ng (the "**Offeror**")  
Room 301, Block 36  
Heng Fa Chuen, Chai Wan  
Hong Kong

**2. Name of the reporting issuer with respect to which this report is filed:**

Fireswirl Technologies Inc. (the "**Issuer**")

**3. The designation and number or principal amount of securities and the Offeror's securityholding percentage in the class of securities of which the Offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file this report, and whether it was ownership or control that was acquired in those circumstances:**

On September 28, 2016, the Offeror, who is the Interim Chief Executive Officer and a director of the Issuer, disposed of 3,000,000 common shares of the Company (the "**Shares**") that he beneficially owned or controlled, to Liang Li, a director of the Issuer, in a private transaction pursuant to a share purchase agreement dated September 27, 2016 (the "**Share Purchase Agreement**").

**4. The designation and number or principal amount of securities and the Offeror's securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file this report:**

Immediately after the disposition of the Shares, the Offeror beneficially owned or controlled shares 2,591,840 common shares of the Issuer representing 4.84% of the Issuer's issued and outstanding common shares.

**5. The designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph 3 over which:**

**(a) the Offeror, either alone or together with any joint actors, has ownership and control:**

The Offeror has ownership or control, either directly or indirectly over all of the securities referred to in paragraph 4.

**(b) the Offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the Offeror or any joint actor:**

Not applicable.

- (c) The Offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership:**

Not applicable.

- 6. The name of the market in which the transaction or occurrence that gave rise to this report took place:**

Not applicable. The Offeror disposed of the Shares pursuant to the Share Purchase Agreement.

- 7. The value, in Canadian dollars, of any consideration offered per security if the Offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file this report:**

Not applicable.

- 8. The purpose of the Offeror and any joint actors in effecting the transaction or occurrence that gave rise to this report, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:**

The purpose of the Offeror in effecting the transaction was to increase the number of common shares of the Issuer owned or controlled by Liang Li. The Offeror intends to hold his remaining common shares and other securities of the Issuer, directly and indirectly, for investment purposes. The Offeror may, directly or indirectly, depending on market and other conditions, increase or change his beneficial ownership or control over his common shares or other securities of the Issuer through market transactions, private agreements, treasury issuances, exercise of convertible securities or otherwise.

- 9. The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the Offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to this report, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:**

Not applicable

- 10. In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value, in Canadian dollars, of the consideration paid by the Offeror:**

Not applicable.

- 11. If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part 4 of National Instrument 62-103 in respect of the reporting issuer's securities:**

Not applicable.



Appendix A

**LAWRENCE NG ANNOUNCE DISPOSITION OF COMMON SHARES OF FIRESWIRL TECHNOLOGIES INC.**

**September 29, 2016 – Vancouver, British Columbia:** Lawrence Ng, the Interim Chief Executive Officer and a director of Fireswirl Technologies Inc. ("Fireswirl") announced today that Mr. Ng has disposed of 3,000,000 common shares in the capital of Fireswirl (the "Shares") pursuant to a share purchase agreement between Lawrence Ng and Liang Li, a director of Fireswirl, dated September 27, 2016.

Before the disposition of the Shares, Mr. Ng had ownership and control of 5,591,840 common shares of Fireswirl, representing approximately 10.44% of Fireswirl's issued and outstanding shares.

Immediately after disposition of the Shares, Mr. Ng owned or exercised control over 2,591,840 common shares of Fireswirl, representing approximately 4.84% of Fireswirl's issued and outstanding shares. Mr. Ng intends to hold his securities of Fireswirl for investment purposes. He may, directly or indirectly, depending on market and other conditions, increase or change his beneficial ownership or control over his Fireswirl Shares or other securities of Fireswirl through market transactions, private agreements, treasury issuances, exercise of convertible securities or otherwise.

Mr. Ng is issuing this press release under the requirements of National Instrument 62-103. For further information, please contact:

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Hong Kong  
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