

**Form 45-102F1**

**Notice of Intention to Distribute Securities under Section 2.8 of  
NI 45-102 Resale of Securities**

**Reporting issuer**

1. Name of reporting issuer: **Gallagher Security Corp.**

**Selling security holder**

2. Your name: **RD Capital Inc. and Devinder Randhawa**
3. The offices or positions you hold in the reporting issuer: **Mr. Devinder Randhawa is the Chief Executive Officer and Director of the reporting issuer and owns and controls the selling security holder.**
4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer? **No**
5. Number and class of securities of the reporting issuer you beneficially own: **approximately 8,801,894 common shares and 1,897,482 common share purchase warrants.**

**Distribution**

6. Number and class of securities you propose to sell: **up to 3,000,000 common shares.**
7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. **Privately, or publicly through the facilities of the Canadian Securities Exchange or other markets.**

**Warning**

**It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.**

**Certificate**

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date: December 10, 0202

RD Capital Inc.  
Your name (Selling security holder)

"Devinder Randhawa" (signed)  
Your signature (or if a company, the signature of your authorized signatory)

Devinder Randhawa  
Name of your authorized signatory