

A detailed description of the transactions described in this Letter of Transmittal is contained in the Notice and Management Information Circular for the Annual & Special Meeting of Shareholders of **SustainCo Inc.** (the "**Circular**") dated October 2, 2020, mailed to Shareholders with this Letter of Transmittal in connection with the annual and special meeting of Shareholders to be held on November 10, 2020 (the "**Meeting**"). You are strongly encouraged to read the Circular before completing this Letter of Transmittal. You may obtain an additional copy of the Circular under the profile of "SustainCo Inc." at [www.sedar.com](http://www.sedar.com). Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Circular.

The instructions accompanying this Letter of Transmittal should be read carefully before completing this Letter of Transmittal. TSX Trust Company (the "**Transfer Agent**") (see below for address and telephone number) or your broker or other financial advisor will be able to assist you in completing this Letter of Transmittal.

**SUSTAINCO INC.**

**LETTER OF TRANSMITTAL**

This Letter of Transmittal is for use by registered holders ("**Shareholders**") of common shares ("**Common Shares**") of SustainCo Inc. (the "**Issuer**") in connection with the proposed name change of the Issuer to "Universal PropTech Inc." (the "**Name Change**") to be approved at the Meeting.

**The Name Change is expected to become effective in November 2020. In order for the Shareholders to receive a share certificate in the new name of the Issuer in exchange for their existing share certificate(s), Shareholders are required to deposit the certificates representing the old form of share certificate held by them with the Transfer Agent. This Letter of Transmittal, properly completed and duly executed, together with all other required documents, must accompany all certificates in the name of "SustainCo Inc." deposited for share certificates in the new name of the Issuer pursuant to the Name Change.**

**Please read the Circular and the instructions set out below carefully before completing this Letter of Transmittal. Delivery of this Letter of Transmittal to an address other than as set forth herein will not constitute a valid delivery. If share certificates are registered in different names, a separate Letter of Transmittal must be submitted for each different registered owner.**

The completed letter of transmittal, accompanied by the share certificate(s) of the Company should be delivered or forwarded by registered mail or courier to: TSX TRUST COMPANY, Suite 301 - 100 Adelaide Street West, Toronto, ON M5H 4H1.

**PLEASE DO NOT FORWARD SHARE CERTIFICATES TO THE HEAD OFFICE OF SUSTAINCO INC.**

**PLEASE TYPE OR WRITE LEGIBLY IN BLOCK LETTERS.**

The undersigned hereby delivers to you the following share certificate(s) representing Common Shares of which the undersigned has full power and authority to deposit, sell, assign and transfer.

Number on certificate	Name in which registered	Number of Common Shares shown on face of certificate

(Attach additional list if the space above is insufficient)

The undersigned hereby represents and warrants that:

- (a) the undersigned has full power and authority to deposit, sell, assign and transfer the Common Shares being deposited and has not sold, assigned or transferred or agreed to sell, assign or transfer any of such deposited Common Shares, or any interest therein, to any other person;

- (b) the undersigned, or the person on whose behalf the Common Shares are being deposited, has good title to and is the beneficial owner of the Common Shares being deposited, free and clear of all liens, restrictions, charges, encumbrances, claims and rights of others;
- (c) the undersigned has the full power and authority to execute and deliver this Letter of Transmittal and all information inserted into this Letter of Transmittal by the undersigned is complete and accurate;
- (d) the delivery of Common Shares by the undersigned under this Letter of Transmittal does not violate any laws applicable to the undersigned; and
- (e) unless the undersigned shall have revoked this Letter of Transmittal by notice in writing given to the Depository prior to the effective date of the Name Change, the undersigned will not, prior to such time, transfer or permit to be transferred any of its Common Shares.

The undersigned hereby covenants to execute, upon request, any additional documents, transfers and other assurances as may be necessary or desirable to complete the deposit of the Common Shares.

If the Name Change is not completed or proceeded with, the enclosed certificate(s) in respect of the Common Shares and all other ancillary documents will be returned forthwith to the undersigned at the address set out below or, if no instructions are given, to the address if any, of the undersigned as appears on the share register maintained by the Transfer Agent.

Each authority conferred or agreed to be conferred by the undersigned in this Letter of Transmittal shall survive the death or incapacity of the undersigned and any obligation of the undersigned hereunder shall be binding upon the heirs, personal representatives, successors and assigns of the undersigned.

#### A. NAME AND NUMBER OF CERTIFICATES FOR COMMON SHARES OF THE COMPANY

Certificate(s) representing Common Shares are to be issued as follows:

Name on Certificate	Number of Common Shares

(See instruction 4. Attach additional list if the space above is insufficient)

<p><b>B. DELIVERY</b></p> <p>Mail or make available for delivery certificate(s) representing Common Shares as follows:</p> <p>Name: _____</p> <p>Address: _____</p> <p>Postal (Zip) Code: _____</p> <p>Email Address: _____</p> <p><b>Due to the current COVID-19 pandemic situation, pick-up at the offices of TSX Trust Company is not available to the public when the Name Change is effective. If pick-up is not available at such time, TSX Trust Company will mail the new share certificates to the shareholder in accordance with the information provided in Box B as applicable.</b></p>	<p><b>C. IMPORTANT: This box must be completed fully if the name in which any Common Share is to be issued differs from the name of the registered holder appearing on the existing certificate(s).</b></p> <p>Date: _____</p> <p>Signature: _____</p> <p>Name: _____</p> <p>Address: _____</p> <p>Postal (Zip) Code: _____</p> <p>Signature Guaranteed by: _____</p>
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**IMPORTANT: THIS LETTER OF TRANSMITTAL MUST BE DATED AND SIGNED**

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of Shareholder

\_\_\_\_\_  
Phone Number

**NOTE: The instructions on the following pages should be read carefully before completing this Letter of Transmittal. The Depositary (see below for address and telephone number) or your broker or other financial advisor will be able to assist you in completing this Letter of Transmittal.**

## INSTRUCTIONS

1. Unless defined in this Letter of Transmittal or these Instructions, capitalized terms have the meaning ascribed thereto in the Information Circular of the Company dated October 2, 2020.
2. Shareholders should refer to the Information Circular of the Company dated October 2, 2020 for particulars of the Name Change.
3. Each registered holder of Common Shares must deliver the Letter of Transmittal completed and signed, together with their certificate(s) to TSX Trust Company (the "**Transfer Agent**") at the office of the Transfer Agent set out in Instruction 9 below. The method of delivery of the Common Share certificate(s) is at the option and risk of the holder of Common Shares. It is recommended such documents be delivered to the Transfer Agent. If mail is used, registered mail, properly insured with acknowledgement of receipt requested, is suggested. Delivery will be effected only when documents are actually received by the Transfer Agent at the office set out below.
4. Each registered holder of Common Shares must fill in the delivery instructions in Part B and sign and date this Letter of Transmittal. If Part B is not completed, the new share certificate(s) will be mailed to the shareholder's address recorded on the books of the Transfer Agent.
5. If no change in the name of the registered holder appearing on the existing Common Share certificate(s) is desired but more than one new certificate is to be issued in that name, a holder should also fill out Part A of this Letter of Transmittal. Any holder who does not fill out Part A will receive one Common Share certificate for each Common Share certificate delivered herewith. No charge will be made for one new replacement certificate but where more than one certificate is requested a charge of \$7.00 (plus H.S.T.) will be levied for each additional certificate.
6. A registered holder of Common Shares who wishes to have the new share certificate(s) registered in the name of a person other than the registered holder must fill in Part C as well as Parts A and B of the Letter of Transmittal and must endorse the existing Common Share certificate(s) or a stock transfer power of attorney, delivered with the Letter of Transmittal. The signature of the registered holder must correspond in every respect with the name appearing on the face of the certificate(s). Such signature must be guaranteed by a Canadian chartered bank, or a member of the Securities Transfer Association Medallion Program (STAMP).
7. Where the Letter of Transmittal is executed on behalf of a corporation, partnership or association or by any agent, executor, administrator, trustee, curator, guardian or any person acting in a representative capacity, the Letter of Transmittal must be accompanied by evidence of authority to act satisfactory to the Transfer Agent.
8. Additional copies of the Letter of Transmittal may be obtained by contacting the Transfer Agent at the office of the Transfer Agent specified below.

TSX Trust Company  
Suite 301, 100 Adelaide Street West  
Toronto, ON, M5H 4H1

Attention: Corporate Actions  
Email: [TMXEInvestorServices@tmx.com](mailto:TMXEInvestorServices@tmx.com)

9. If a share certificate has been lost or destroyed, the Letter of Transmittal should be completed as fully as possible and forwarded to TSX Trust Company, at the address set out in Instruction 9 above, together with correspondence stating that the original certificate has been lost. TSX Trust Company will forward appropriate documentation. Any questions should be directed to TSX Trust Company; telephone number 1-866-600-5869, facsimile number (416) 361-0470.