

**FORM 13-502F2  
CLASS 2 REPORTING ISSUERS – PARTICIPATION FEE**

**MANAGEMENT CERTIFICATION**

I, Brian McKinney, an officer of the reporting issuer noted below have examined this Form 13-502F2 (the **Form**) being submitted hereunder to the Ontario Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s)  \_\_\_\_\_ April 30, 2018  
Name: \_\_\_\_\_ Date: \_\_\_\_\_  
Title: \_\_\_\_\_

**Reporting Issuer Name:** ICESoft Technologies Canada Corp

**End date of previous financial year:** December 31, 2018

**Financial Statement Values:**

(Use stated values from the audited financial statements of the reporting issuer as of the end of its previous financial year)

|   |                     |     |
|---|---------------------|-----|
| Retained earnings or deficit  | <u>\$ -28234549</u> | (A) |
| Contributed surplus   | <u>\$ 3177105</u>   | (B) |
| Share capital or owners' equity, options, warrants and preferred shares (whether such shares are classified as debt or equity for financial reporting purposes) | <u>\$ 24018708</u>  | (C) |
| Non-current borrowings (including the current portion)  | <u>\$ 776568</u>    | (D) |
| Finance leases (including the current portion)  | <u>\$ 0</u>         | (E) |
| Non-controlling interest  | <u>\$ 0</u>         | (F) |
| Items classified on the statement of financial position as non-current liabilities (and not otherwise listed above)   | <u>\$ 0</u>         | (G) |
| Any other item forming part of equity and not set out specifically above  | <u>\$ -1615298</u>  | (H) |

**Capitalization for the previous financial year**  
(Add items (A) through (H))

\$ -1877446

**Participation Fee**

(From Appendix A of OSC Rule 13-502 *Fees*, select the participation fee beside the capitalization calculated above)

\$ 890.00

**Late Fee, if applicable**

(As determined under section 2.7 of OSC Rule 13-502 *Fees*)

\$ 0

**Total Fee Payable**

(Participation Fee plus Late Fee)

\$ 890.00