

NOTICE OF CHANGE IN CORPORATE STRUCTURE

Section 4.9 of National Instrument 51-102 (“NI 51-102”)

1. Names of the parties to the transaction

Upco International Inc. (formerly NSS Resources Inc.) (the “Issuer”).

2. Description of the transaction

The Issuer changed its name from NSS Resources Inc. to Upco International Inc.

3. Effective date of transaction

The effective date of the name change was October 26, 2017.

4. The name of each party, if any, that ceased to be a reporting issuer after the transaction and of each continuing entity

Not applicable.

5. Date of the reporting issuer’s first financial year-end after the transaction if section 4.9(a) or 4.9(b)(ii) of NI 51-102 applies

Not applicable.

6. Periods, including comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer’s first financial year if section 4.9(a) or 4.9(b)(ii) of NI 51-102 applies

Not applicable.

7. The documents filed under NI 51-102 that describe the transaction and where those documents can be found in electronic format, if section 4.9(a) or 4.9(b)(ii) of NI 51-102 applies

The following documents which describe the change of name were filed on SEDAR and are available under the Issuer’s profile at www.sedar.com:

- a) news release dated October 26, 2017 announcing the name change; and
- b) certificate of change of name.

8. Executive Officer

For further information, please contact:

Jag Sandhu - Vice President, Corporate Development Tel. 778.218.9638.

9. Date of Notice

October 30, 2017.