

**National Instrument 44-101**  
***Short Form Prospectus Distributions***

**Appendix A**  
**Notice Declaring Intention to be Qualified under**  
**National Instrument 44-101 *Short Form Prospectus Distributions***  
**(“NI 44-101”)**

Date: April 17, 2018

To: Ontario Securities Commission  
British Columbia Securities Commission  
Alberta Securities Commission

Netcents Technology Inc. (the “**Issuer**”) intends to be qualified to file a short form prospectus under NI 44-101. The Issuer acknowledges that it must satisfy all applicable qualification criteria prior to filing a preliminary short form prospectus. This notice does not evidence the Issuer’s intent to file a short form prospectus, to enter into any particular financing or transaction or to become a reporting issuer in any jurisdiction. This notice will remain in effect until withdrawn by the Issuer.

**NETCENTS TECHNOLOGY INC.**

“*Michael Laitinen*”

Name: Michael Laitinen

Title: Chief Financial Officer