

NOTICE OF CHANGE IN CORPORATE STRUCTURE

National Instrument 51-102 – Section 4.9

Item 1 – Names of the parties to the transaction

Express Capital Corp. (“Express”)
UWO Consulting Ltd. (“UWO”)
1018747 B.C. Ltd. (“747”)
1018758 B.C. Ltd. (“758”)
1018759 B.C. Ltd. (“759”)
1018760 B.C. Ltd. (“760”)
1018761 B.C. Ltd. (“761”)
1018763 B.C. Ltd. (“763”)
1018764 B.C. Ltd. (“764”)
1018765 B.C. Ltd. (“765”)
1018766 B.C. Ltd. (“766”)

Item 2 – Description of the transaction

Pursuant to and on the terms and subject to the conditions set out in an arrangement agreement dated November 12, 2014, and further amended on November 14, 2014, January 25, 2015, February 16, 2015, and April 13, 2015, among Express Capital Corp. (formerly known as 1018746 B.C. Ltd.), UWO Consulting Ltd., 1018758 B.C. Ltd., 1018747 B.C. Ltd., 1018760 B.C. Ltd., 1018761 B.C. Ltd., 1018763 B.C. Ltd., 1018764 B.C. Ltd., 1018765 B.C. Ltd., 1018766 B.C. Ltd. and 1018759 B.C. Ltd., UWO completed a court approved statutory plan of arrangement (the “Arrangement”) under Part 9, Division 5 of the Business Corporations Act (British Columbia). Shareholder approval of UWO was received on December 17, 2014 and final court approval was received on December 19, 2014. As a result of the Arrangement, the effective date for Arrangement with Express was ultimately set for September 14, 2017 and Express became a reporting issuer in British Columbia and Alberta. Under the Arrangement, UWO transferred \$1,000 cash to Express in exchange for the issuance of 1,010,549 common shares of Express to UWO’s shareholders of record as of April 14, 2015, on a pro rata basis.

Management of UWO has determined that the push out of other parties to the Arrangement will occur, if it has not already occurred, at a later date.

Express’ financial year end is July 31st.

“1018746 B.C. Ltd.” changed its name to “Express Capital Corp.” on August 22, 2017.

Item 3 – Effective Date of the transaction

September 14, 2017.

Item 4 – Names of each party, if any, that ceased to be a reporting issuer subsequent to the transaction and name of the continuing entities

No party ceased to be a reporting issuer subsequent to the Arrangement. As a result of the Arrangement, Express became a reporting issuer in the provinces of Alberta and British Columbia on the Effective Date.

Item 5 – The date of the reporting issuer’s first financial year-end after the transaction.

July 31, 2018.

Item 6 – The periods, including the comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer’s first financial year after the Arrangement

Express’ first financial statements (audited) after becoming a reporting issuer will be for the period ended July 31, 2018. Express’ first interim financial statements after it becomes a reporting issuer will be for the three-month interim period ending October 31, 2017, the six-month interim period ending January 31, 2018 and the nine-month interim period ending April 30, 2018.

Item 7 – Documents filed that describe the Transaction and where those documents can be found in electronic format.

All of the following on UWO’s SEDAR page:

- News release of UWO dated September 12, 2017 and filed on September 12, 2017 on www.sedar.com
- News release of UWO dated April 7, 2015 and filed on April 7, 2015 on www.sedar.com
- News release of UWO dated March 30, 2015 and filed on March 30, 2015 on www.sedar.com
- Material Change Report of UWO dated March 30, 2015 and filed on March 30, 2015 on www.sedar.com
- News release of UWO dated December 19, 2014 and filed on December 19, 2014 on www.sedar.com
- Material Change Report of UWO dated December 19, 2014 and filed on December 19, 2014 on www.sedar.com
- Information Circular of UWO dated November 18, 2014 and filed on November 19, 2014 on www.sedar.com
- Arrangement Agreement dated November 12, 2014, and amended on November 14, 2014, January 25, 2015, February 16, 2015, April 13, 2015, and June 8, 2017 and filed on November 12, 2014, November 14, 2014, January 27, 2015, February 18, 2015, April 14, 2015 and June 20, 2017 on www.sedar.com

Item 8 – Date of Report

September 14, 2017.