

Glance Pay Inc.
Suite 200, 1238 Homer Street
Vancouver, BC
V6B 2Y5

December 3, 2017

Cannapay Financial Inc.
Suite 200, 1238 Homer Street
Vancouver, BC
V6B 2Y5

Re: Subsidiary Licence Agreement

We provide this letter to confirm our agreement respecting the Amended and Restated Licence Agreement dated May 29, 2017 (as amended) (the "Agreement") between Glance Pay Inc. (the "Licensor") and Cannapay Financial Inc. (the "Licensee").

We confirm that in consideration for the payment by the Licensee to the Licensor of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

- 1) The Licence (as such term is defined in the Agreement) granted to the Licensee pursuant to the Agreement is extended to the Licensee's wholly owned subsidiaries Super Dope Delivery Inc. and Juve Wellness Inc. ~~and to any future subsidiaries of Cannapay of which 100% of the issued and outstanding voting securities are owned by Cannapay (the "Subsidiaries").~~ S
- 2) To the extent the Licence extends ^{Super Dope and Juve Wellness} to any ~~Subsidiary~~, the Licence to that Subsidiary shall be terminated upon Cannapay ceasing to own 100% of the issued and outstanding voting shares of such Subsidiary until the Subsidiary pays a licence fee of \$200,000 to the Licensor, which shall extend the Licence to that Subsidiary for a 50 year term, with no royalties payable in respect of such Licence by the Subsidiary during such 50 year term.
- 3) The terms of the Licence Agreement shall be binding and enforceable by the Licensor and by ~~each Subsidiary~~, with the necessary changes being made.

Please confirm your agreement with the forgoing by signing and returning the enclosed copy of this letter.

Yours truly,

GLANCE PAY INC.

Per:

"Desmond Griffin"

Desmond Griffin
CEO

Acknowledged and agreed this 3rd day of December, 2017

CANNAPAY FINANCIAL INC.

Per:

"Penny Green"

Penny Green
President