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RECEIPT

Ironwood Capital Corp.

This is the receipt of the **British Columbia Securities Commission** for the **Amended and Restated Preliminary CPC Prospectus** dated **January 30**, **2018** (the amended preliminary prospectus) amending and restating the **Preliminary CPC Prospectus** of the above Issuer dated **January 9**, **2018**.

This receipt also evidences that the **Ontario Securities Commission** has issued a receipt for the amended preliminary prospectus.

The amended preliminary prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **Alberta**. A receipt for the amended preliminary prospectus is deemed to be issued by the regulator in this jurisdiction, if the conditions of the Instrument have been satisfied.

February 2, 2018

Allan Lim

Allan Lim, CPA, CA Manager, Corporate Finance

SEDAR Project Number 2717247