

XTM INC.

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

August 9, 2021

**ONTARIO SECURITIES COMMISSION, as Principal Regulator
BRITISH COLUMBIA SECURITIES COMMISSION
ALBERTA SECURITIES COMMISSION**

XTM 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 This notice will remain in effect until withdrawn by the Issuer.

XTM INC.

Per: "Marilyn Schaffer"
Chief Executive Officer