

SHARC INTERNATIONAL SYSTEMS INC.

1443 Spitfire Place
Port Coquitlam, BC
V3C 6L4

May 7, 2019

Canadian Securities Exchange
100 King Street West, Suite 7210
Toronto, Ontario
M5X 1E1

Dear Sirs/Mesdames:

Re: Private Placement of Debenture Units at a price of \$1,000 per Debenture Unit

With respect to the private placement of debenture units of Sharc International Systems Inc. (the “**Debenture Units**”) at a price of \$1,000 per Debenture Unit, we hereby confirm receipt of aggregate subscription proceeds of \$1,330,000. Each Debenture Unit consisted of \$1,000 principal amount of 8% convertible unsecured debenture and 1,563 share purchase warrants. The Private Placement consisted of the sale of 1,330 Debenture Units closed on May 3, 2019.

Yours very truly,

SHARC INTERNATIONAL SYSTEMS INC.

“Hanspaul Pannu”

Name: Hanspaul Pannu

Position: Interim Chief Financial Officer