

TECHX TECHNOLOGIES INC.

April 16, 2021

By Email: LZandvliet@OdysseyTrust.com

Odyssey Trust Company  
350-409 Granville Street  
Vancouver, BC, V6C 1T2

**Re: TechX Technologies Inc. (the "Company")  
Treasury Issuance Request**

Dear Sir/Madam:

By resolution of the board of directors of the Company, you are authorized and directed to issue a total of 15,000,000 common shares (the "**Shares**") as of April 15, 2021 in favor of the holder(s) listed in the attached schedule for the number of shares set opposite the name(s) listed.

Shares are being issued at a deemed price of \$0.488 per Share for a total consideration of \$7,320,000.

We certify that the Company has received the full consideration for this issuance and that these shares are therefore validly issued as fully paid and non-assessable.

Furthermore, we also certify that the Treasury Direction adheres to the requirements as set out in the Company's Articles and any and all applicable statutes and regulations.

The Company shall indemnify and save harmless Odyssey Trust Company and any of its assignees from and against any and all liabilities, claims, damages, actions, charges, and expenses sustained or incurred in connection with the cancellation of such shares.

Upon issuance, we hereby give you instruction to deliver the securities as set out under "Delivery Address" on the attached schedule.

Yours truly,

**TECHX TECHNOLOGIES INC.**



Kelly Pladson, Authorized Signatory

DocuSigned by:



Zara Kanji, Authorized Signatory

TECHX TECHNOLOGIES INC.

**Schedule to the Treasury Direction**

						<i>( Applicable only to U.S. addresses )</i>			
Registration	Address of registration	Delivery Address (if applicable)	Number of Securities	Hold Period Expiry	Registration Method DRS/Certificate	Covered Securities Y/N	Acquisition Date	Acquisition Price	CAD or USD?
CatalX CTS Ltd.	3078 421 7 <sup>th</sup> Avenue SW, 30 <sup>th</sup> Floor, Calgary, AB T2P 4K9	Email to kellypladson@idoud.com	15,000,000 <sup>(1)</sup>	August 16, 2021	DRS				

**ISSUANCE TO U.S. RESIDENTS**

**For securities being issued to U.S. resident(s), please indicate which of the following statement applies by ticking the applicable box:**

These securities are exempt from registration [securities are not registered with the SEC] - see text below for the restrictive legend to be placed on the securities.

These securities are registered with the SEC (copies of relevant pages of the registration statement indicating the securities are registered as well as a copy of the Notice of Effect from the SEC – is attached).

Filing Number: \_\_\_\_\_

Effective Date: \_\_\_\_\_

These securities are exempt from registration and no legend is required. A legal opinion from U.S. counsel will be provided.

These securities are a further issuance to an already provided registration statement – this direction confirms that the registration statement previously provided is still in effect and covers these securities.

Registration Statement filing number: \_\_\_\_\_

TECHX TECHNOLOGIES INC.

**LEGEND TEXT:**

(1)

UNLESS PERMITTED UNDER SECURITIES LEGISLATION, THE HOLDER OF THIS SECURITY MUST NOT TRADE THE SECURITY BEFORE AUGUST 16, 2021.