

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of Listed Issuer: **BLACKICE ENTERPRISE RISK MANAGEMENT INC.** (the "Issuer").

Trading Symbol: **BIS**

Date: **December 14, 2016**

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: **N/A**

Issued and Outstanding Securities of Issuer Prior to Issuance: **87,680,875**

Date of News Release Announcing Private Placement:

December 12, 2016

Closing Market Price on Day Preceding the Issuance of the News Release: **\$0.05**

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Units Purchased or to be Purchased	Purchase price per Unit (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer (2)
ACCENT CAPITAL GMBH Sendlinger Str. 24 Munich, Germany	200,000	\$0.05		Sec 2.3 of NI 45-106	400,000		Not related
Jaap van Bergen Langegracht 42A 3601 AJ Maarssen The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related

Alexander Bollinger Elfenstr. 15 Stuttgart 70567 Germany	300,000	\$0.05		Sec 2.3 of NI 45-106	300,000		Not related
Rogier Botting Breitnerlaan 156 2596 HG Den Haag The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	250,000		Not related
Ben Bruggeman Dascottelei 126-3 Deurne Belgium	150,000	\$0.05		Sec 2.3 of NI 45-106	250,000		Not related
Rene Clignett Irisstraat 12 2015 AT Haarlem The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related
Leon van Dam Rozemarijnsingel 5 3544 AE Utrecht The Netherlands	150,000	\$0.05		Sec. 2.3 of NI 45-106	350,000		Not related
Tobias van Dormael Markenhaven 32 3826 AC Amersfoort The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Jozef D'Hauwe Kortseveld 13 Sint-Lievens-Houtem B9520 Belgium	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Hassan Ghrib De Kempenaerstraat 149 1061 CM Amsterdam The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Toon van Ginderen Staartsestraat 42 4635 RC Huijbergen The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	450,000		Not related
Bennie Noornveld Noorderdwarsvaart 77 9201 KH Drachten The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related
Hans Janshen Moleneind 8 5431 HW Cuijk The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related

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Marc Joosten Rigtpad 1 5281 LZ Boxtel The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	250,000		Not related
Gerard Kamp Vredenburg 107 2036 HD Haarlem The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	250,000		Not related
Bert Kok Toermalijn 33 3831 DB Leusden The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related
Adam Mariassy Maros u. 6/B. Budapest 1122 Hungary	600,000	\$0.05		Sec 2.3 of NI 45-106	600,000		Not related
János Meinhardt Jégmadár u. 64. 2132 Göd Hungary	280,000	\$0.05		Sec 2.3 of NI 45-106	280,000		Not related
Marcel Neering Turfstreek 61 3766 HS Soest The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	250,000		Not related
Peter A. Panyiczki Vájár u. 4 Kazincbarcika H-3700 Hungary	300,000	\$0.05		Sec 2.3 of NI 45-106	300,000		Not related
Participa B.V. Mevr. van Vollenhovenpark 21 3971 CW Driebergen The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Istvan Pascal Noszlopy u. 27 A/2 Budapest H-1103 Hungary	300,000	\$0.05		Sec 2.3 of NI 45-106	300,000		Not related
Arie Plomp Hagedisweide 3 Nieuwegein 3437 VN The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related
Imre G. Racz Szilágyi Erzsébet u. 101. Kecskemét 6000 Hungary	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related

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Ingrid Schrijvers Ossebergstraat 4 Zutendaal B-3690 Belgium	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Suzaane Sieverging Van Boshuizenstraat 19 1083 AP Amsterdam The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Shopping Bowl B.V. Markenhaven 32 3826 AC Amersfoort The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Lajos Szabo Kerámia u. 9. Budapest H-1103 Hungary	230,000	\$0.05		Sec 2.3 of NI 45-106	230,000		Not related
Alwin Tetteroo Boylestraat 8 1171 KL Badhoevedorp The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related
Christian Thans Kremersdreef 6C 6216 SX Maastricht The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related
Martin Vandamme Veeweide 44 B-8200 Sint-Michiels The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	250,000		Not related
Edo Veenis Graspol 2 2481 RN Moordrecht The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	250,000		Not related
Adriaan Verburg Dubloen 4 3641 NC Mijdrecht The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Kees Volders Platte Akker 113 4847 KN Teteringen The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related
Wilma de Vries-Mulder Kraailandhof 98 3828 JM Hoogland The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	150,000		Not related

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Renny van Wijk De Brei 12 4031 JE Ingen The Netherlands	150,000	\$0.05		Sec 2.3 of NI 45-106	350,000		Not related
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(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

1. Total amount of funds to be raised: **\$328,000**
2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. **The proceeds will be used for working capital**
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: **Not applicable**
4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities. **Not applicable**
5. Description of securities to be issued:
 - (a) Class **Common shares (the "shares")**
 - (b) Number **6,560,000**
 - (c) Price per security **\$0.05**
 - (d) Voting rights **Each Share is entitled to one vote**
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
 - (a) Number **6,560,000**
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) **3,280,000**

- (c) Exercise price **\$0.10** _____ .
- (d) Expiry date **Two years after issuance date** _____ .
7. Provide the following information if debt securities are to be issued: **Not applicable**
- (a) Aggregate principal amount _____ .
- (b) Maturity date _____ .
- (c) Interest rate _____ .
- (d) Conversion terms _____ .
- (e) Default provisions _____ .
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):
- CM-Equity AG**
Kaufingerstr. 20, 80331
Munich, Germany
- (b) Cash **\$32,800**
- (c) Securities: **None**
- (d) Other **Not applicable**
- (e) Expiry date of any options, warrants etc. **Not applicable**
- (f) Exercise price of any options, warrants etc. **Not applicable**
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship:
- Not applicable**
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.). **None**

11. State whether the private placement will result in a change of control. **Not applicable**
12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. **Not applicable.**
13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102..

2. Acquisition Not applicable.

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: _____
_____ .
2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: _____
_____ .
3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:
 - (a) Total aggregate consideration in Canadian dollars: _____ .
 - (b) Cash: _____ .
 - (c) Securities (including options, warrants etc.) and dollar value: _____
_____ .
 - (d) Other: _____ .
 - (e) Expiry date of options, warrants, etc. if any: _____ .
 - (f) Exercise price of options, warrants, etc. if any: _____ .
 - (g) Work commitments: _____ .
4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).
5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: _____
_____ .
6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: _____
_____ .

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):
 - (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): _____
_____ .
 - (b) Cash _____ .
 - (c) Securities _____ .
 - (d) Other _____ .
 - (e) Expiry date of any options, warrants etc. _____
 - (f) Exercise price of any options, warrants etc. _____ .

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. _____

_____ .

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. _____

_____ .

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated **December 14, 2016**.

Dianne Szigety
Name of Director or Senior
Officer

"D. Szigety"
Signature

Corporate Secretary
Official Capacity