

FORM 12

NOTICE OF PROPOSED STOCK CONSOLIDATION OR RECLASSIFICATION

Name of Listed Issuer: 37 Capital Inc. (the "Issuer")

Trading Symbol: JJJ

Date: June 13, 2019

This form is to be used to report a proposed reclassification, which is any change to the terms of a listed security other than a stock split or dividend.

1. Provide full details of the reclassification

By means of News Release dated June 11, 2019, the Company announced that it will be consolidating its common shares on the basis of five old common shares for one new common share (5:1) and that it will be changing its name from 37 Capital Inc. to "Bronx Capital Inc.", all effective on or about July 4, 2019.

2. Number of securities outstanding and reserved for issuance following the reclassification

Outstanding after consolidation:	<u>1,418,541</u>
Reserved after consolidation:	<u>964,997</u>
Fully Diluted:	<u>2,383,538</u>

3. Describe the anticipated impact of the reclassification on the liquidity of the market for the listed security and on voting and equity rights of public shareholders

Immediately after the consolidation of the Company's share capital, it is anticipated that there shall be less liquidity of the market for the Company's listed securities, and the voting and equity rights of the Company's public shareholders shall be unaffected. However, it is anticipated that the liquidity of the market for the Company's listed securities could improve and the voting and equity rights of the Company's public shareholders could be adversely affected if the Issuer effects equity financings in the share capital of the Company after the consolidation of the Company's share capital.

4. Date of shareholders' meeting to approve the reclassification

Pursuant to section 9 of the Business Corporations Act (*British Columbia*), shareholders' approval is not required for the consolidation of the Company's share capital and for the Company's name change, however, the Board of Directors of the Company has passed a resolution on June 11, 2019 approving the consolidation of the Company's share capital and the Company's name change.

5. Record date for the reclassification

On or about July 4, 2019

6. 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.
2. As of the date hereof there is no 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 CNSX Policy 1).
4. All of the information in this Form 12 Notice of Proposed Stock Consolidation or Reclassification is true.

Dated June 13, 2019.

Jake H. Kalpakian
Name of Director or Senior
Officer

"Jake H. Kalpakian"
Signature

President & CEO
Official Capacity

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