CERTIFIED COPY

Certified copy of the resolutions of directors of BlackIce Enterprise Risk Management Inc. (the "Company") passed by consent resolution dated as of November 9, 2017.

"RESOLVED that subject to the acceptance of the Canadian Securities Exchange:

1. The Company's authorized share structure and its Notice of Articles, if applicable, be altered by consolidating all of the Company's issued and outstanding common shares on the basis of two (2) pre-consolidation common shares for one (1) post-consolidation common share (the "Consolidation").

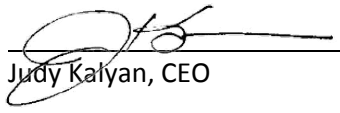
2. Any resulting fractional common share that is held by a holder of common shares will be cancelled, and the aggregate number of common shares held by such holder will be rounded down to the nearest whole number of common shares.

3. The board of directors of the Company be and is hereby authorized, in its sole discretion, to determine whether or not, and when, to implement the Consolidation.

4. Any one director or officer of the Company be and is hereby authorized for and on behalf of the Company to execute and deliver all such documents and instruments and take all such other actions as such director or officer may determine necessary or desirable to implement this resolution and the matters authorized hereby, such determination to be conclusively evidenced by the execution and delivery of such documents and instruments or the taking of such actions.

5. These resolutions may be signed by the directors in as many counterparts as may be necessary, each of which so signed shall be deemed to be an original, (and each signed copy sent by electronic facsimile transmission shall be deemed to be an original) and such counterparts together shall constitute one and the same instrument and notwithstanding the date of execution shall be deemed to bear the date as set forth above. "

I, Judy Kalyan do hereby certify that I am the Chief Executive Officer and a director of the Company and, in such capacity and not my personal capacity, I hereby certify that the foregoing is a true and correct extract of resolutions passed by consent resolutions of the directors of the Company and that said resolutions have not been rescinded, amended or modified and are in full force and effect as of December 15, 2017.



Judy Kalyan, CEO