

**Suite 700 – 1620 Dickson Ave
Kelowna, BC V1Y 9Y2**
info@hilltopcybersecurity.com
www.hilltopcybersecurity.com

**CSE SYMBOL: CYBX
OTC SYMBOL: BGGWF**



Hilltop Cybersecurity Closes First Tranche of Private Placement

December 6, 2018 – Kelowna, B.C., Canada – Hilltop Cybersecurity Inc, (“Hilltop” or the “Company”) (CSE: **CYBX**) (OTC: **BGGWF**), is pleased to announce that it has closed the first tranche of its previously announced non-brokered private placement (the "**Placement**") (see the Company’s news release dated November 15, 2018) of units of the Company ("**Units**"). Each Unit consists of one common share of the Company (each a "**Common Share**") and one common share purchase warrant (each, a "**Warrant**"), with each Warrant entitling the holder thereof to purchase one Common Share at an exercise price of \$0.14 per Common Share for a period of three (3) years from its date of issuance. Aggregate gross proceeds of \$442,342, were raised through the issuance of 4,423,420 Units pursuant to the Placement.

The Units (and securities underlying the Units) issued under the Placement will be subject to a four-month and one day hold period from the date of closing.

An insider participated in the Placement acquiring a total of 629,820 Units on the same basis as other subscribers. The participation in the Placement by insiders of the Company constitutes a “related party transaction” as such term is defined under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The Company is relying on exemptions from the formal valuation and minority approval requirements under MI 61-101. The Company relied on Section 5.5(a) of MI 61-101 for an exemption from the formal valuation requirement and Section 5.7(1)(a) of MI 61-101 for an exemption from the minority shareholder approval requirement of MI 61-101 as the fair market value of the transaction insofar as the transaction involved interested parties did not exceed 25% of the Company’s market capitalization.

The Company also announces that it has settled debts totaling \$17,028 via the issuance issue a total of 170,280 Units at a price of \$0.10 per share. No insider participated in this settlement and the issued shares will be subject to a hold period of four months and one day from the date of closing.

For further information, please contact:

Hilltop Cybersecurity
info@hilltopcybersecurity.com
778-484-8028

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any state

securities law and may not be offered or sold in the “United States”, as such term is defined in Regulation S promulgated under the U.S. Securities Act, unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration requirements is available.

About Hilltop Cybersecurity

Hilltop Cybersecurity (CSE:CYBX) (OTC:BGGWF) is a cybersecurity and cryptocurrency security specialist. The Company has developed a unique, patented, cybersecurity platform, designed to protect businesses from external and internal cyber attack, and has also patented its biometric security solution for cryptocurrencies.

Forward-Looking Information

Certain statements included in this news release constitute forward-looking information or statements (collectively, “forward-looking statements”), including those identified by the expressions “anticipate”, “believe”, “plan”, “estimate”, “expect”, “intend”, “may”, “should” and similar expressions to the extent they relate to the Company or its management or the negative thereof or similar variations. The forward-looking statements are not historical facts but reflect current expectations regarding future results or events. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company.

Statements about the Placement, the business, operations and financial performance and condition of the Company, are all forward-looking information. Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions which are difficult to predict. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, estimates, forecasts, projections and other forward-looking statements will not occur. These assumptions, risks and uncertainties include, among other things, the state of the economy in general and capital markets in particular, and other factors, many of which are beyond the control of the Company. Forward-looking statements are based on the then-current expectations, beliefs, assumptions, estimates and forecasts about the business and the industry and markets in which the Company operates, including that: general business and economic conditions will not change in a material adverse manner; and financing will be available if and when needed on reasonable terms. Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions which are difficult to predict.

Factors that could cause actual results to differ materially from those in forward looking statements include, but are not limited to, continued availability of capital and financing and general economic, market or business conditions, the failure of counterparties to perform their contractual obligations, the loss of key directors, employees, advisors or consultants and fees charged by service providers. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement.

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achievements to be materially different from those implied by such statements. Although such statements are based on management's reasonable assumptions, there can be no assurance that the proposed transaction will occur or that, if the transaction does occur, it will be completed on the terms described above. The Company assumes no responsibility to update or revise forward-looking information to reflect new events or circumstances unless required by law. Readers should not place undue reliance on the Company's forward-looking statements.

The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of this news release.