

FORM 12

NOTICE OF PROPOSED STOCK CONSOLIDATION OR RECLASSIFICATION

Name of Listed Issuer: Hilltop Cybersecurity Inc. (the "Issuer")

Trading Symbol: CYBX

Date: June 17, 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

In conjunction with a name change from "Hilltop Cybersecurity Inc." to "Gallagher Security Corp.", the Issuer is completing a share consolidation on a 10:1 basis – that is for ten (10) pre-consolidation shares held, shareholders will be issued one (1) post-consolidation share. No fractional shares will be outstanding post-consolidation and any fractional shares resulting from the consolidation will be rounded down to the closest number. See news release dated June 17, 2019. All issued and outstanding securities will be consolidated on the 10:1 ratio.

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

Following the share consolidation, 7,597,018 common shares, 3,858,816 convertible shares, 1,346,627 warrants and 632,487 options will be issued and outstanding.

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

Management believes that there will be no impact on voting and equity rights of public shareholders and the share consolidation will provide greater shareholder value and access to capital for the Issuer. The voting rights and equity rights of the shareholders of the Issuer do not change. One common share will have one vote. The anticipated liquidity of the market is not expected to materially change however, there will be fewer securities issued and outstanding.

4. Date of shareholders' meeting to approve the reclassification

N/A – the Issuer’s Articles allow the directors to approve a consolidation, which was approved on May 30, 2019.

5. Record date for the reclassification

Record Date: June 21, 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 17, 2019.

Ryan Cheung
Name of Director or Senior Officer

/s/ “Ryan Cheung”
Signature

CFO & Corp. Secretary
Official Capacity