



November 9, 2015

Canadian Securities Exchange  
220 Bay Street, 9th Floor  
Toronto, Ontario M5J 2W4

Dear Sirs/Mesdames:

**Re: Qualification for Listing of Petrocapita Income Trust (the "Issuer")**

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The Issuer hereby applies to have the following securities qualified for listing on the Canadian Securities Exchange: Common Trust Units ("Trust Units").

There are currently 1,109,731,962 Trust Units issued and outstanding. In addition, Trust Units are reserved for future issuance on the potential conversion of an outstanding \$217,000 convertible debenture due June 30, 2022 at a conversion price equal to a 20-day weighted average trading price of the Trust Units. As the conversion price of the debenture will vary according to the trading price of the underlying Trust Units from time-to-time, the number of Trust Units potentially issuable on conversion cannot be determined with certainty.

Please find enclosed a completed Form 1B – Listing Application, Form 2A – Listing Statement and Form 2B – Listing Summary, an originally executed Listing Agreement, various supporting documents set out in Appendix A to the Listing Application, as applicable, and a cheque representing the unpaid balance of the initial listing fee (\$10,000 plus GST).

Yours very truly,

**PETROCAPITA INCOME TRUST**, by its  
Administrator, Petrocapita GP I Ltd.

Per: (signed) "Alex Lemmens"  
Alex Lemmens  
President and Chief Executive Officer

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#2210, 8561 – 8A Avenue S.W., Calgary, Alberta T3H 0V5

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