

Form 45-102F1

Notice of Intention to Distribute Securities under Section 2.8 of
NI 45-102 *Resale of Securities*

Reporting issuer

1. Name of reporting issuer: **Subscribe Technologies Inc.**

Selling security holder

2. Your name: **Harvey D. Dick**

3. The offices or positions you hold in the reporting issuer: **Director**

4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer? **No.**

5. Number and class of securities of the reporting issuer you beneficially own: **6,700,000 common shares and 250,000 stock options.**

Distribution

6. Number and class of securities you propose to sell: **Up to 2,600,000 common shares.**

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. **Privately.**

Warning

It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

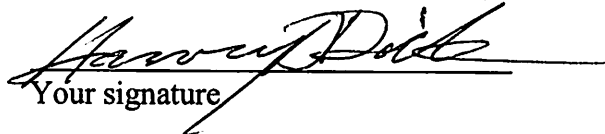
I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date **MAY 9, 2017**

Harvey D. Dick

Your name (Selling security holder)


Your signature

INSTRUCTION:

File this form electronically through SEDAR with the securities regulatory authority or regulator in each jurisdiction where you sell securities and with the Canadian exchange on which the securities are listed. If the securities are being sold on an exchange, the form should be filed in every jurisdiction across Canada.