

**Appendix C — To National Instrument 41-101 General Prospectus Requirements —
Non-Issuer Form of Submission to Jurisdiction and Appointment of Agent for Service
of Process**

1. Name of issuer (the “Issuer”):

Martello Technologies Group Inc.

2. Jurisdiction of incorporation, or equivalent, of Issuer:

Canada

3. Address of principal place of business of Issuer:

390 March Road
Unit 110
Ottawa, Ontario
K2K 0G7

4. Description of securities (the “Securities”):

Common shares

5. Date of the prospectus (the “Prospectus”) under which the Securities are offered:

September 20, 2019

6. Name of person filing this form (the “Filing Person”):

Michael Galvin

7. Filing Person’s relationship to Issuer:

Director

8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person:

Great Britain

9. Address of principal place of business of Filing Person:

20 Mill Road, Sharnbrook, Beds, United Kingdom, MK44 1NX

10. Name of agent for service of process (the “Agent”):

Martello Technologies Group Inc.

11. Address for service of process of Agent in Canada (the address may be anywhere in Canada):

390 March Road, Suite 110, Kanata, ON K2K 0G7

12. The Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal, penal or other proceeding (the "Proceeding") arising out of, relating to or concerning the distribution of the Securities made or purported to be made under the Prospectus, and irrevocably waives any right to raise as a defence in any such Proceeding any alleged lack of jurisdiction to bring the Proceeding.

13. The Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of

- (a) the judicial, quasi-judicial and administrative tribunals of each of the provinces of Canada in which the securities are distributed under the Prospectus; and

- (b) any administrative proceeding in any such province,

in any Proceeding arising out of or related to or concerning the distribution of the Securities made or purported to be made under the Prospectus.

14. Until six years after completion of the distribution of the Securities made under the Prospectus, the Filing Person shall file a new submission to jurisdiction and appointment of agent for service of process in this form at least 30 days before termination of this submission to jurisdiction and appointment of agent for service of process.

15. Until six years after completion of the distribution of the Securities under the Prospectus, the Filing Person shall file an amended submission to jurisdiction and appointment of agent for service of process at least 30 days before a change in the name or above address of the Agent.

**Appendix C — To National Instrument 41-101 General Prospectus Requirements —
Non-Issuer Form of Submission to Jurisdiction and Appointment of Agent for Service
of Process**

1. Name of issuer (the “Issuer”):

Martello Technologies Group Inc.

2. Jurisdiction of incorporation, or equivalent, of Issuer:

Canada

3. Address of principal place of business of Issuer:

390 March Road
Unit 110
Ottawa, Ontario
K2K 0G7

4. Description of securities (the “Securities”):

Common shares

5. Date of the prospectus (the “Prospectus”) under which the Securities are offered:

September 20, 2019

6. Name of person filing this form (the “Filing Person”):

Michael Galvin

7. Filing Person’s relationship to Issuer:

Director

8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person:

Great Britain

9. Address of principal place of business of Filing Person:

20 Mill Road, Sharnbrook, Beds, United Kingdom, MK44 1NX

10. Name of agent for service of process (the “Agent”):

Martello Technologies Group Inc.

11. Address for service of process of Agent in Canada (the address may be anywhere in Canada):

390 March Road, Suite 110, Kanata, ON K2K 0G7

16. This submission to jurisdiction and appointment of agent for service of process shall be governed by and construed in accordance with the laws of Ontario.

Dated: 19 Sept. 2019

 Signature of Filing Person

MICHAEL GALVIN

Mike Galvin Print name of person signing and, if the Filing Person is not an individual, the title of the person

Agent

The undersigned accepts the appointment as agent for service of process of [insert name of Filing Person] under the terms and conditions of the appointment of agent for service of process stated above.

Dated: Sept 20 2019

 Signature of Agent

Martello Technologies Group Inc. CFO
an individual, the title of the person

Print name of person signing and, if Agent is not