

ESHIPPERS MANAGEMENT LTD.

STATEMENT OF EXECUTIVE COMPENSATION

FOR THE FINANCIAL YEAR ENDING MAY 31, 2017

In accordance with the requirements of National Instrument 51-102 *Continuous Disclosure Obligations*, the Canadian Securities Administrators have issued guidelines on executive compensation disclosure for venture issuers as set out in Form 51-102F6V. The objective of the disclosure is to communicate the compensation the Corporation paid, made payable, awarded, granted, gave or otherwise provided to each named executive officer and director for the financial year, and the decision-making process relating to compensation. The disclosure will provide insight into executive compensation as a key aspect of the overall stewardship and governance of the Corporation and will help Shareholders understand how decisions about executive compensation are made. The Corporation's approach to executive compensation is set forth below.

Director and Name Executive Officer Compensation

Executive Compensation is required to be disclosed for each (i) Chief Executive Officer (or individual who served in a similar capacity during the most recently completed financial year), (ii) each Chief Financial Officer (or individual who served in a similar capacity during the most recently completed financial year), (iii) the most highly compensated executive officer (other than the Chief Executive Officer and the Chief Financial Officer) who were serving as executive officers at the end of the most recently completed fiscal year whose total compensation was, individually, more than \$150,000; and (iv) each individual who would meet the definition set forth in (iii) but for the fact that the individual was neither an executive officer of the Corporation, nor acting in a similar capacity, at the end of that financial year (the "Named Executive Officers" or "NEO's").

Director and Named Executive Officer Compensation, Excluding Compensation Securities

The following table sets forth all compensation paid or accrued, payable, awarded, granted, given or otherwise provided, directly or indirectly, by the Corporation or any subsidiary thereof, to each Named Executive Officer and director of the Corporation, for each of the two most recently completed financial years.

Table of compensation excluding compensation securities							
Name and position ⁽¹⁾	Year	Salary, consulting fee, retainer or commission (\$)	Bonus (\$)	Committee or meeting fees (\$)	Value of perquisites (\$) ⁽²⁾	Value of all other compensation (\$) ⁽³⁾	Total compensation (\$)
BEREZAN, Leo <i>Director and President</i>	2017	Nil	Nil	Nil	Nil	Nil	Nil
	2016	Nil	Nil	Nil	Nil	Nil	Nil
LEUNG, Edward <i>Director and CFO</i>	2017	Nil	Nil	Nil	Nil	Nil	Nil
	2016	Nil	Nil	Nil	Nil	Nil	Nil
HUGHES, David ⁽⁴⁾ <i>Former CFO</i>	2017	Nil	Nil	Nil	Nil	Nil	Nil
	2016	\$4,000	Nil	Nil	Nil	Nil	\$4,000
BURIANYK, Lesia ⁽⁵⁾ <i>Former CFO</i>	2017	\$3,000	Nil	Nil	Nil	Nil	\$3,000
	2016	Nil	Nil	Nil	Nil	Nil	Nil

Notes:

1. If an individual is a NEO and a director, both positions have been listed. Any compensation noted is for NEO position.
2. Includes perquisites provided to an NEO or director that are not generally available to all employees and that, in aggregate, are greater than (a) \$15,000, if the NEO or director's total salary for the financial year is \$150,000 or less; (b) 10% of the NEO or director's salary for the financial year, if the NEO or director's total salary for the financial year is greater than \$150,000 but less than \$500,000; (c) \$50,000, if the NEO or director's total salary for the financial year is \$500,000 or greater.
3. No form of other compensation paid or payable equals or exceeds 25% of the total value of other compensation paid or payable to the director or Named Executive Officer.
4. Mr. Hughes acted as Chief Financial Officer from July 31, 2015 to June 23, 2016. The table above reflects the compensation paid to Hughes Consulting Ltd., a company controlled by Mr. Hughes.
5. Ms. Burianyk acted as Chief Financial Officer from September 5, 2013 to July 29, 2015.

External Management Companies

Please refer to "Employment, Consulting and Management Agreements" below for disclosure relating to any external management company employing, or retaining individuals, acting as Named Executive Officers of the Corporation, or that provide the Corporation's executive management services and allocate compensation paid to any Name Executive Officer or director.

Stock Options and Other Compensation Securities

The following table sets forth all compensation securities granted or issued by the Corporation, or any subsidiary thereof, to each director and Named Executive Officer in the most recently completed financial year for services provided or to be provided, directly or indirectly, to the Corporation or any subsidiary thereof.

Compensation Securities							
Name and position	Type of compensation security	Number of compensation securities, number of underlying securities ⁽¹⁾ , and percentage of class	Date of issue or grant	Issue, conversion or exercise price (\$) ⁽²⁾	Closing price of security or underlying security on date of grant (\$)	Closing price of security or underlying security at year end (\$)	Expiry date
BEREZAN, Leo <i>Director and President</i>	Nil	Nil	Nil	Nil	Nil	Nil	Nil
LEUNG, Edward <i>Director and CFO</i>	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Notes:

1. Compensation securities are exercisable into one Common Share.
2. No compensation securities have been re-priced, cancelled, replaced, had its term extended, or otherwise been materially modified, in the most recently completed financial year.

The following table sets forth each exercise, by a director or Named Executive Officer, of compensation securities during the most recently completed financial year.

Exercise of Compensation Securities by Directors and NEOs							
Name and position	Type of compensation security	Number of underlying securities exercised	Exercise price per security (\$)	Date of exercise	Closing price per security on date of exercise (\$)	Difference between exercise price and closing price on date of exercise (\$)	Total value on exercise date (\$) ⁽¹⁾
BEREZAN, Leo <i>Director and President</i>	Nil	Nil	Nil	Nil	Nil	Nil	Nil
LEUNG, Edward <i>Director and CFO</i>	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Notes:

1. To obtain this number, if applicable, the number in the column entitled "Number of underlying securities exercised" is multiplied by the number in the column entitled "Difference between exercise price and closing price on date of exercise".

Stock Option Plans and Other Incentive Plans

The following is a summary of the Corporation's stock option plan (the "Plan"), which is the only incentive plan in place available to the Name Executive Officers and Directors.

- The number of Common Shares reserved and authorized for issuance pursuant to options granted under the Plan is 1,200,000, twenty percent (20%) of the total number of issued and outstanding shares in the Corporation as at November 28, 2003, the date on which the Plan was approved by the Corporation's shareholders. Since the Corporation is currently listed on the NEX, the maximum number of options that may be reserved for issuance or issued in any 12 month period is now limited to ten percent (10%) of the total number of issued and outstanding shares in the Corporation, since the Plan only allows for the issuance of 1,200,000 Common Shares, the current Plan remains in place.
- Under the Plan, the aggregate number of optioned Common Shares granted to any one optionee in a 12 month period must not exceed 5% of the Corporation's issued and outstanding shares. The number of optioned Common Shares granted to any one consultant in a 12 month period must not exceed 2% of the Corporation's issued and outstanding shares. The aggregate number of optioned Common Shares granted to an optionee who is employed to provide investor relations' services must not exceed 2% of the Corporation's issued and outstanding Common Shares in any 12 month period.
- The exercise price for options granted under the Plan will not be less than the market price of the Corporation's Common Shares at the time of the grant, less applicable discounts permitted by the policies of the TSX Venture Exchange ("TSXV").
- Options will be exercisable for a term of up to five years, subject to earlier termination in the event of the optionee's death or the cessation of the optionee's services to the Corporation.

- Upon the retirement, resignation, or termination of the optionee's employment, the optionee's options will expire ninety (90) days from the date of termination, subject to the options' date of expiration. In the case of death, the options granted to the optionee will expire twelve (12) months following the date of each, subject to the options' date of expiration.
- Options are non-assignable and non-transferable.

Employment, Consulting and Management Agreements

The Corporation does not have any employment, consulting or management agreements in place with its Named Executive Officers or directors.

Oversight and Description of Director and Named Executive Officer Compensation

The Corporation has no standard arrangement pursuant to which Named Executive Officers or directors are compensated by the Corporation for their services, except for the granting from time to time of incentive stock options in accordance with the policies of the TSXV and the Plan.

Neither Named Executive Officers nor directors are permitted to take any derivative or speculative positions in the Corporation's securities. This is to prevent the purchase of financial instruments that are designed to hedge or offset any decrease in the market value of the Corporation's securities.

Compensation details for the most recently completed financial year should not be considered an indicator of expected compensation levels in future periods. All compensation is subject to and dependent on the Corporation's financial resources and prospects.

Pension Disclosure

The Corporation does not have any defined benefit or defined contribution pension plans in place which provide for payments or benefits at, following, or in connection with retirement for its directors or Named Executive Officers.