

Required Disclosure under the Early Warning Requirements

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to common shares (the “**Common Shares**”) in the capital of Titan Logix Corp. (“**Titan**”). Titan’s head office address is located at 4130 - 93rd Street, Edmonton, Alberta T6E 5P5.

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

Titan is listed on the TSX Venture Exchange (“**TSXV**”). The trade occurred by way of private agreement purchase by the Trust from a single block seller.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

The Article 6 Marital Trust created under the First Amended and Restated Jerry Zucker Revocable Trust dated 4-2-07 (the “**Trust**”)
4838 Jenkins Avenue
North Charleston, South Carolina 29405 USA

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On April 23, 2019, the Trust purchased 2,833,500 Common Shares representing approximately 9.93% of the issued and outstanding Common Shares of Titan by way of a private agreement at a price of \$0.55 per Common Share, for total consideration of \$1,558,425.

2.3 State the names of any joint actors.

Not applicable.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s securityholding percentage in the class of securities.

Prior to the acquisition, the Trust owned 7,194,792 Common Shares of Titan representing approximately 25.21% of the issued and outstanding Common Shares. Following the acquisition, the Trust owns 10,028,292 Common Shares representing approximately 35.14% of the issued and outstanding Common Shares.

The Trust’s securityholding percentage in the total issued and outstanding Common Shares increased by 9.93%.

- 3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.**

The Trust acquired additional ownership and control.

- 3.3 If the transaction involved a securities lending arrangement, state that fact.**

Not applicable.

- 3.4 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.**

See Section 3.1 above.

- 3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which**

- (a) the acquiror, either alone or together with any joint actors, has ownership and control,**

See Section 3.1 above.

- (b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and**

Not applicable.

- (c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

Not applicable.

- 3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.**

Not applicable.

- 3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.**

State if the securities lending arrangement is subject to the exception provided in

section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

Not applicable.

Item 4 – Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

The Trust acquired 2,833,500 of the issued and outstanding Common Shares of Titan at a price of \$0.55 per Common Share, for total consideration of \$1,558,425.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.**

The Trust acquired 2,833,500 of the issued and outstanding Common Shares of Titan by way of private agreement at a price of \$0.55 per Common Share, for total consideration of \$1,558,425.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.**

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**

- (e) a material change in the present capitalization or dividend policy of the reporting issuer;
- (f) a material change in the reporting issuer's business or corporate structure;
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (j) a solicitation of proxies from securityholders;
- (k) an action similar to any of those enumerated above.

The Trust acquired the aforementioned 2,833,500 Common Shares in Titan for investment purposes. The Trust will continue to review the performance of and prospects for this investment and investment alternatives. As part of the ongoing review of the investment in Common Shares in Titan, the Trust may explore from time to time a variety of alternatives, including the acquisition of securities of Titan or the disposition of securities of Titan in the open market or in privately negotiated transactions. The Trust may also explore other alternatives with respect to the investment in Titan securities, including but not limited to an extraordinary corporate transaction involving Titan, changes in the present board of directors or management of Titan, or changes in Titan's business or corporate structure. Although the foregoing reflects activities presently contemplated with respect to Titan, the foregoing is subject to change at any time, and there can be no assurance that the Trust will take any of the actions referred to above.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

All relevant details are previously disclosed in this Report.

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

The Trust acquired the Common Shares in reliance on the “private agreement exemption” under section 4.2 of National Instrument 62-104 – *Take-Over Bids and Issuer Bids*. The Common Shares acquired were acquired in a single block purchase by the Trust from a single seller for consideration that, including brokerage fees or commissions, is not greater than 115% of the market price as determined in accordance with applicable securities laws.

Item 9 - Certification Certificate

I, as the acquiror, certify, or I, as the agent filing this report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

DATED this 23rd day of April, 2019.

**The Article 6 Marital Trust created under the First
Amended and Restated Jerry Zucker Revocable
Trust dated 4-2-07**

By: “Anita G. Zucker”

Name: Anita G. Zucker

Title: Trustee