

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: Itasca Capital Ltd.

Selling security holder

2. Your name: Kingsway Financial Services Inc.

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

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: 6,799,449 common shares

Distribution

6. Number and class of securities you propose to sell: up to 6,799,449 common shares

7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. The securities will be sold 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 July 30, 2018

Kingsway Financial Services Inc.

Your signature (or if a company, the signature of your authorized signatory)

“William A. Hickey, Jr.”

William A. Hickey, Jr.
Chief Financial Officer