



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

22nd Floor
20 Queen Street West
Toronto ON M5H 3S8

22e étage
20, rue queen ouest
Toronto ON M5H 3S8

RECEIPT

Shopify Inc.

This is the receipt of the **Ontario Securities Commission** for the **Amended and Restated Base Shelf Prospectus** dated **May 17, 2017** (the amended prospectus) amending and restating the **Base Shelf Prospectus** of the above Issuer dated **August 5, 2016**.

The amended prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland and Labrador, Northwest Territories, Yukon and Nunavut**. A receipt for the amended prospectus is deemed to be issued by the regulator in each of those jurisdictions, if the conditions of the Instrument have been satisfied.

May 17, 2017

Huston Loke

Huston Loke
Director, Corporate Finance Branch

SEDAR Project # **2511675**