

Reply to the Attention of	Michael T. Shannon
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Our File No.	252689
Date	September 14, 2017

Covalon Technologies Ltd.
1660 Tech Avenue, Unit 5
Mississauga, Ontario
Canada L4W 5S7

Dear Sirs/Mesdames:

**Re: Covalon Technologies Ltd. (the “Company”)
OTC Pink Trading Symbol – CVALF
Attorney PAL Letter of Introduction**

This letter may be relied upon only by OTC Markets Group for purposes of qualification for trading of the Company’s securities on OTCQX, but not by any other person or for any other reason.

Attorney PAL Qualifications

McMillan LLP (the “**Attorney PAL**”) is a law firm with its headquarters in Canada, and each attorney who will provide services for the Attorney PAL is licensed to practice law in good standing in the U.S. and is not subject to any disciplinary actions within the last five years in each U.S., Canadian or other jurisdiction in which such person is licensed to practice law. The Attorney PAL is not currently subject to any sanctions resulting from any disciplinary actions from any U.S., Canadian or other federal or state securities regulator, or from any self-regulatory organization that would prohibit or restrict attorney’s ability to serve for the Attorney PAL. The Attorney PAL has been approved by OTC Markets Group to serve as an Attorney PAL, continues to satisfy the standards for serving as an Attorney PAL, as provided in its “Application to Serve as an Attorney DAD or PAL or Investment Bank DAD or PAL,” and is competent and able to serve and to exercise independent judgment as the Company’s Attorney PAL without reservation.

Attorney PAL’s Engagement

The Attorney PAL has been engaged by the Company to assist with the admission process and to provide this Letter of Introduction together with the Company’s application for admission.

Company's Formal Compliance

Based on available information, the Attorney PAL has a reasonable belief that the Company is in compliance with the OTCQX Rules for International Companies and that the Company continues to satisfy the eligibility requirements of OTCQX International.

No Disqualifying Events

The Attorney PAL has made specific inquiry of the Company with respect to:

- (i) whether the Company has been delisted, removed or suspended from a Qualifying Foreign Stock Exchange;
- (ii) if the Company is exempt from registration pursuant to Exchange Act Rule 12g3-2(b), whether the Company has failed to make publicly available the materials required under Exchange Act Rule 12g3-2(b); and
- (iii) if the Company has a class of securities registered under Section 12(g) of the Exchange Act, whether the Company has deregistered its securities or is not current in its filing responsibilities thereunder;

and, based on such inquiries, confirms that no such events have occurred with respect to the Company.

If you have any questions with respect to the information contained in this letter, please do not hesitate to contact the undersigned at your earliest convenience.

Yours truly,



Michael T. Shannon

MTS