

APPENDIX C TO NATIONAL INSTRUMENT 41-101
General Prospectus Requirements

Non-Issuer Form of Submission to Jurisdiction and Appointment of Agent for Service of Process

1. Name of issuer (the "Issuer"):
Voyager Digital Ltd.
2. Jurisdiction of incorporation, or equivalent, of Issuer:
British Columbia
3. Address of principal place of business of Issuer:
33 Irving Plaza, Suite 3060, New York, NY, USA 10003
4. Description of securities (the "Securities"):
Common Shares, Warrants, Subscription Receipts, Units, or Debt Securities, or any combination thereof.
5. Date of the prospectus (the "Prospectus") under which the Securities are offered:
August 17, 2021 as it may be supplemented by a shelf prospectus supplement from time to time
6. Name of person filing this form (the "Filing Person"):
Brandi Reynolds
7. Filing Person's relationship to Issuer:
Chief Compliance Officer
8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person:
391 Indian Creek Road, Spartanburg, SC 29302, USA
9. Address of principal place of business of Filing Person:
391 Indian Creek Road, Spartanburg, SC 29302, USA
10. Name of agent for service of process (the "Agent"):
Voyager Digital Ltd.
11. Address for service of process of Agent in Canada (the address may be anywhere in Canada):
595 Burrard Street, Suite 2900, Vancouver, BC, Canada V7X 1J5
12. The Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal, penal or other proceeding (the "Proceeding") arising out of, relating to or concerning the distribution of the Securities made or purported to be made under the Prospectus, and irrevocably waives any right to raise as a defence in any such Proceeding any alleged lack of jurisdiction to bring the Proceeding.
13. The Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of

- (a) the judicial, quasi-judicial and administrative tribunals of each of the provinces and territories of Canada in which the securities are distributed under the Prospectus; and
- (b) any administrative proceeding in any such province or territory,

in any Proceeding arising out of or related to or concerning the distribution of the Securities made or purported to be made under the Prospectus.

- 14. Until six years after completion of the distribution of the Securities made under the Prospectus, the Filing Person shall file a new submission to jurisdiction and appointment of agent for service of process in this form at least 30 days before termination of this submission to jurisdiction and appointment of agent for service of process.
- 15. Until six years after completion of the distribution of the Securities under the Prospectus, the Filing Person shall file an amended submission to jurisdiction and appointment of agent for service of process at least 30 days before a change in the name or above address of the Agent.
- 16. This submission to jurisdiction and appointment of agent for service of process shall be governed by and construed in accordance with the laws of British Columbia.

Dated: August 17, 2021

"Brandi Reynolds"

Signature of Filing Person

Brandi Reynolds, Chief Compliance Officer

Print name of person signing and, if the Filing Person is not an individual, the title of the person

AGENT

The undersigned accepts the appointment as agent for service of process of Brandi Reynolds under the terms and conditions of the appointment of agent for service of process stated above.

Dated: August 17, 2021

"Stephen Ehrlich"

Signature of Agent

Stephen Ehrlich, Chief Executive Officer

Print name of person signing and, if Agent is not an individual, the title of the person