

NOTICE DECLARING INTENTION TO BE QUALIFIED UNDER
NATIONAL INSTRUMENT 44-101 *SHORT FORM PROSPECTUS DISTRIBUTIONS*
("NI 44-101")

September 11, 2012

VIA SEDAR

To: British Columbia Securities Commission
Ontario Securities Commission

CounterPath Corporation (the "Issuer") intends to be qualified to file a short form prospectus under NI 44-101. The Issuer acknowledges that it must satisfy all applicable qualification criteria prior to filing a preliminary short form prospectus. This notice does not evidence the Issuer's intent to file a short form prospectus, to enter into any particular financing or transaction or to become a reporting issuer in any jurisdiction. This notice will remain in effect until withdrawn by the Issuer.

COUNTERPATH CORPORATION

"Donovan Jones"

Donovan Jones
President and Chief Executive Officer