GATEKEEPER

Gatekeeper Announces $8M in TD Bank Working Capital Facilities to Enable Growth

Abbotsford, BC – June 6, 2022 – Gatekeeper Systems Inc. ('Gatekeeper' or the 'Company') (TSX-V: GSI) (OTC: GKPRF) (FSE: 1GK) a leading provider of intelligent video solutions for public transport and smart cities, is pleased to announce the Company has entered credit facilities for additional working capital to facilitate recently announced major contracts and continued growth.

The Company has entered a revolving credit facility ("Credit Facility") with Toronto Dominion Bank pursuant to which the Company may draw up to CAD $6 million for working capital provisions. Interest on the Credit Facility is based on either the Canadian bank prime rate plus 0.85 percent or US bank base rate plus 0.75 percent. The Credit Facility is subject to set up fees as well as export guarantee program fees payable quarterly to Export Development Canada.

The Company has also entered a letter of credit facility ("Letter of Credit Facility") with Toronto Dominion Bank pursuant to which Toronto Dominion Bank will issue letters of credit, including supplier payment guarantees, up to CAD $2 million to certain Company suppliers. The Letter of Credit Facility fee is 0.65 percent of the amounts issued under the Letter of Credit Facility.

For the fiscal six-month period ending February 28, 2022, the Company reported six-month revenues of $5.8 million and working capital of $8.8 million. Since February 28, 2022, the Company has announced over $7 million in new contract awards in addition to the Company's regularly occurring business. The Company also recently announced a perpetual contract framework for sales to National Express LLC, which operates over 20,000 school buses.

Doug Dyment, President and CEO commented, "We are delighted that TD Bank, after completing their careful due diligence and reviewing our growth prospects, has equipped Gatekeeper with $8 million in aggregate working capital facilities on very favorable terms. This working capital financing is a cornerstone in our foundation for growth and we are solidly executing our growth agenda."

The Credit Facility and Letter of Credit Facility is secured by a General Security Agreement (GSA) for Gatekeeper Systems Inc., representing a first charge on the Company's present and after acquired personal property, and a Uniform Commercial Code Security Agreement ("UCC") for Gatekeeper Systems USA Inc., among other customary guarantees, and is repayable upon demand.

About Gatekeeper Systems Inc.

Gatekeeper is a leading provider of intelligent video and data solutions designed to provide a safer transportation environment for children, passengers, and public safety personnel on multiple transportation modes. The Company uses AI, video analytics, thermal cameras, and mobile data collectors to inter-connect public transit assets as part of intelligent transportation systems in a Smart City ecosystem. The Company's Platform-as-a-Service (PaaS) business model is an enabling transformation to a video and data solutions provider for intelligent transit and Smart Cities. www.gatekeeper-systems.com

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Cautionary Note Regarding Forward-Looking Statements: Certain statements made in this press release that are not historical facts are forward-looking statements and are subject to important risks, uncertainties and assumptions, both general and specific, which give rise to the possibility that actual results or events could differ materially from our expectations expressed in or implied by such forward-looking statements. As a result, we cannot guarantee that any forward-looking statement will materialize, and readers are cautioned not to place undue reliance on these forward-looking statements. For more exhaustive information on these risks and uncertainties, the reader should refer to the risk factors described in the management's discussion and analysis for the quarter ended February 28, 2022. The forward-looking statements contained in this press release represent our expectations as of the date hereof. We disclaim any intention and assume no obligation to update or revise any forward-looking statements. Forward-looking statements are presented for the purpose of providing information about management's current expectations and plans and allowing investors and others to obtain a better understanding of our anticipated operating environment. Readers are cautioned that such information may not be appropriate for other purposes. The Company undertakes no obligations to update or revise such statements to reflect new circumstances or unanticipated events as they occur, unless required by applicable law.