

UNDERTAKING

**To: Ontario Securities Commission
British Columbia Securities Commission
Alberta Securities Commission
Securities Division of the Financial and Consumer Affairs Authority
(Saskatchewan)**

**Re: CUP Capital Corp. (the “Company”)
Final Long Form Prospectus dated December 21, 2017 (the “Prospectus”)
SEDAR Project No. 02678520**

Pursuant to section 9.2(a)(xii) of National Instrument 41-101, the Company undertakes to file a copy of any material contract to be entered on or before the completion of the distribution to be made under the Prospectus and such filing will occur promptly and in any event within seven days after the execution of the material contract.

DATED this 21st day of December, 2017

CUP CAPITAL CORP.

(Signed) “David Mitchell”
David Mitchell, Director