

UNDERTAKING TO PROVIDE FINANCING


The undersigned, MANITEX CAPITAL INC. ("**Manitex**"), having its registered office located at 16,667 Hymus Blvd., Kirkland, QC, H9H 4R9, hereby unconditionally and irrevocably undertakes and agrees to lend to its affiliate, ORTHO REGENERATIVE TECHNOLOGIES INC. ("**Ortho RTi**"), a sum of up to \$1,130,000 (the "**Loan**"), upon written request from Ortho RTi.

The exact amount of the Loan will be equal to the difference between \$2,600,000 and the total amount of financing secured by Ortho RTi, through cumulative rounds of financing, prior to May 31, 2016. As of this date, Ortho RTi has raised a total of \$1,470,000

The Loan will be provided by Manitex under terms and conditions substantially the same as those governing the Loan Agreement between Manitex and Ortho RTi dated June 19, 2015 and its Amendment No.1, entered into as at January 31, 2016.

MANITEX CAPITAL INC.

Per: _____


Steven Saviuk
President and Chief Executive Officer


Date: _____

APRIL 25, 2016

The undersigned has read and hereby approves the terms and conditions of this Undertaking to Provide Financing.

ORTHO REGENERATIVE TECHNOLOGIES INC.

Per: _____


Edward Margerrison
President and Chief Executive Officer

Date: _____

APRIL 25th 2016