



DISCLOSURE & CONFIDENTIALITY POLICY

INTRODUCTION

MineHub Technologies, Inc. (“MineHub” or the “Company”) is committed to fairness. Disclosing information in the manner that is set out in this Disclosure and Confidentiality Policy (this “Policy”) enables the same information to be received by all market participants at the same time, thereby facilitating a fair marketplace for existing and prospective shareholders. This Policy discusses confidentiality, what constitutes material information, how and when this information should be disclosed and by whom.

PURPOSE OF THE POLICY

The purpose of this Policy is to establish procedures which permit the disclosure of information about MineHub and its subsidiaries to the public in a timely manner. It is the intention of this Policy to ensure that, when information has not been publicly disclosed, it remains confidential. Strict adherence to this Policy will help the Company maintain credibility in the marketplace by ensuring that all investors in securities of the Company have equal access to information that may affect their investment decisions.

DEFINITIONS USED IN THIS POLICY

Disclosure Officer means the individual who is responsible for communicating with analysts, the news media and investors, and ensuring that other employees do not communicate confidential information about the Company.

Disclosure Committee consists of the Company's Chief Executive Officer (CEO), Executive Chairman (Chair), Chief Financial Officer (CFO) and such other persons as are designated from time to time by the Board of Directors of the Company (Board).

Employees means all individuals currently employed by the Company in a permanent, part-time or consulting capacity, and all directors and officers.

Exchange means the TSX Venture Exchange and any other stock exchange on which the securities of the Company are listed at any time.

IIROC means the Investment Industry Regulatory Organization of Canada.

Material Change means a change in the business, operations or capital of the Company that would reasonably be expected to have a significant effect on the market price or value of any of the

securities of the Company. It includes a decision to implement a Material Change change by the Board or by senior management of the Company.

Material Fact means a fact that significantly affects, or would reasonably be expected to have a significant effect on, the market price or value of the Company's securities.

Material Information means any information (Material Fact or Material Change) relating to the business and affairs of the Company that results in, or would reasonably be expected to result in, a significant change in the market price or value of any of the Company's securities, or that a reasonable investor would likely consider important in making investment decisions.

Undisclosed Material Information means Material Information pertaining to the Company that has not been publicly disclosed, or information that has been publicly disclosed but a reasonable period of time for its dissemination has not passed.

TERMS OF THIS POLICY

This Policy applies to the directors, officers and Employees of the Company and to contractors, consultants and other persons engaged on behalf of the Company, and to advisory board members acting on behalf of the Company or that possess confidential information on the Company.

If there is any question or concern with respect to the application of this Policy to any Employee or to any particular circumstance, the Disclosure Officer should be contacted for guidance.

DISCLOSURE

Timely Disclosure

The Company will publicly disclose Material Information concerning its business and affairs as soon as is practical upon it becoming apparent that the information is material, except in circumstances in which immediate release of the information a) would be unduly detrimental to the interests of the Company, b) may compromise certain strategic business opportunities of the Company or c) may not be permissible due to third-party confidentiality restrictions or uncertainty of events, provided the Company complies with all applicable laws and regulations, including any confidential filing obligations, and maintains confidentiality of the information.

The determination of when not to immediately disclose Material Information will be made by the Disclosure Committee, which shall assess when confidential filings must be made. Unusual trading marked by significant changes in the price or trading volumes of any of the Company's securities prior to the announcement of Material Information damages the reputation of the Company with the investing public.

Disclosure Officer

For purposes of this Policy, and unless other persons are designated by the Company's Board, the CEO (primary) and the Chair (backup) have been designated as the Disclosure Officers. The names of these individuals shall be given to the market surveillance division of the Exchange as Company contacts.

Generally, the Disclosure Officer or other specific persons authorized by the CEO are the only individuals authorized to communicate with analysts, the news media and investors regarding the Company. If it is appropriate for another Employee to discuss information about the Company, the Employee should first advise the Disclosure Officer of the nature of the information to be discussed and, afterwards, advise the Disclosure Officer of what actually was discussed.

Persons subject to this Policy are prohibited from communicating Undisclosed Material Information about the Company unless they have prior permission from the Disclosure Officer, which permission shall not be given unless a) the information has been publicly disclosed or b) if it has been determined that the information is to be kept confidential pursuant to Part E of this Policy, all rules and procedures under Part E hereof have been complied with.

What Constitutes Material Information?

Information is material if it would reasonably be expected to result in a significant change in the market price or value of any of the Company's securities, or if it would be likely to influence an investor's decision to buy or sell securities of the Company. Any person who is unsure whether information is material should contact the Disclosure Officer before disclosing it and should err on the side of caution. If the Disclosure Officer is unable to determine whether the information is material, he may convene a meeting of the Disclosure Committee or of senior management and, if necessary, the Board, to determine whether the information is material, whether it should be or needs to be disclosed, and if so, the method for disseminating the information.

Basic Disclosure Rules

All public disclosure of Material Information pursuant to this Policy must be made in a way that ensures full disclosure is available to the public. The methods used to ensure full public disclosure may include the following: issuing a widely disseminated press release, including the information in a document filed with Canadian securities regulators, or including the information in a webcast or conference call that is available to the public and for which adequate advance public notice has been given.

In order to maintain consistent and accurate disclosure about the Company, the following rules must be followed in respect of such public disclosures:

- Half-truths are misleading. Disclosure must include information necessary to make any disclosure clear and accurate
- Unfavourable information must be disclosed as promptly and completely as favourable information
- Previously undisclosed Material Information should not be disclosed solely to selected individuals. If there is disclosure, it must be done widely, i.e. by way of a press release
- Disclosures must be updated if earlier disclosures have become materially misleading or incorrect as a result of intervening events
- If Material Information is to be announced at an analyst or shareholder meeting or press conference, its announcement must be coordinated with a general public announcement by press release.

Correction of Selective Disclosure

If previously undisclosed Material Information has been inadvertently disclosed to an analyst or any other person, the information must be publicly disclosed promptly.

Contact with Analysts

The Disclosure Officer should avoid involvement in the contents of an analyst's report except to correct factual errors. Confirmation of or attempting to influence an analyst's opinions or conclusions may be considered to be disclosure by the Company. Employees should avoid entirely commenting on questions that cannot be answered without violating the rule against selective disclosure. To the extent practicable, more than one Disclosure Officer or persons specifically authorized by the Disclosure Officer should be present at each meeting with analysts or the media. After such a meeting, if the authorized spokesperson has any concerns regarding the information disclosed, he or she should discuss the matter with the CEO or legal counsel. Analyst reports will not be posted on the Company's website.

Notification of Market Surveillance

If required or if otherwise applicable in the circumstances, the Disclosure Committee should supply copies of press releases to IIROC and to the applicable Exchange, and should seek assistance and direction from IIROC as to whether an announcement should be released and whether trading in the securities should be halted for the dissemination of an announcement.

Disclosure Records

The Disclosure Officer or his designate will maintain a file containing all public information about the Company. This includes news releases, brokerage research reports, reports in the press and notes from meetings with analysts or shareholders.

CONFIDENTIALITY

When Information May Be Kept Confidential

Where the immediate disclosure of Material Information concerning the business and affairs of the Company would be unduly detrimental to the interests of the Company (and where the Company complies with all applicable laws and regulations, including any confidential filing obligations and maintains confidentiality of the information), its disclosure may be delayed and kept confidential temporarily. Keeping information confidential can only be justified when the potential harm to the Company or to investors caused by immediate disclosure may reasonably be considered to outweigh the undesirable consequences of delaying disclosure.

Examples of circumstances in which disclosure might be unduly detrimental to the interests of the Company include:

- When the release of information would prejudice the ability of the Company to pursue specific business objectives or to complete a transaction or series of transactions that are underway
- When the disclosure of information would provide competitors with confidential corporate information that would be of significant benefit to them

- When the disclosure of information concerning the status of ongoing negotiations would prejudice the successful completion of those negotiations

All decisions to keep Material Information confidential must be made by either the Disclosure Committee or the Board.

Access to Confidential Information

Employees and other personnel shall be given access to confidential information on an as-needed basis and must not disclose that information to anyone except in the necessary course of business (e.g., discussions with the Company's bankers or advisers where the disclosure of the confidential information is necessary). Persons subject to this Policy must not discuss confidential information in situations where they may be overheard nor should they participate in discussions regarding decisions by others about investments in the Company.

In certain circumstances, the Disclosure Officer may assign a code name to confidential information. Persons subject to this Policy should utilize the code name at all times when discussing the confidential information. Printed documents containing confidential information must be stored in a secured cabinet and access to these documents on the Company's computer network must be restricted.

Maintaining Confidentiality

In the event that confidential Material Information, or a rumor respecting the same, is divulged in any manner (other than in the necessary course of business), consideration should be given as to whether immediate disclosure of the relevant Material Information must be made by the Company. A trading halt may be instituted by the Exchange pending release and dissemination of the information. IIROC and the applicable Exchange should be notified of the announcement in advance in the usual manner.

Disclosure of Information to Outsiders

Before a meeting with other parties at which Undisclosed Material Information may be discussed, the other parties must agree that they will not divulge that information to anyone else.

Penalties

Where the Company determines that this Policy has been violated and it is able to identify the individual person that breached this Policy, the Company will take its own disciplinary actions, which could result in termination of employment or engagement or implementation of a probationary period. The Company also is entitled to pursue legal remedies through the courts. If appropriate, the Company will report the matter to the regulatory authorities.

Policy Review

The Company will review this Policy regularly to ensure that it is achieving its purpose. Based on the results of the review, the Policy may be revised accordingly.