

INX Digital Company, Inc.

NOTICE OF CHANGE IN CORPORATE STRUCTURE

(Pursuant to Section 4.9 of National Instrument 51-102 *Continuous Disclosure Obligations*)

1. Name of the parties to the transaction:

The INX Digital Company, Inc. (formerly Valdy Investments Ltd.) (the “**Issuer**”) and INX Limited (“**INX**”).

2. Description of the transaction:

On March 31, 2021, the Issuer and INX, entered into an securities exchange agreement which was subsequently amended on July 23, 2021 and November 3, 2021 (the “**Exchange Agreement**”) providing for the acquisition of INX (the “**Transaction**”).

On January 10, 2022, in connection with the completion of the Transaction, the Issuer filed articles of amendment to change its name from “Valdy Investments Ltd.” to “The INX Digital Company, Inc.” (the “**Name Change**”) and to consolidate its outstanding common shares on the basis of 1 post-consolidation common share for 2.7266667 pre-consolidation common shares (the “**Consolidation**”).

3. Effective date of the transaction:

The Name Change, Consolidation and closing of the Transaction were completed on January 10, 2022.

4. Names of each party, if any, that ceased to be a reporting issuer subsequent to the transaction and of each continuing entity:

Not applicable.

5. The date of the reporting issuer’s first financial year-end subsequent to the transaction:

December 31, 2022.

6. The periods, including the comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer’s first financial year after the transaction:

The interim and annual financial statements to be filed by the Issuer in its first financial year subsequent to the Qualifying Transaction are:

- Unaudited interim financial statements of the Issuer for the three month period ended March 31, 2022;
- Unaudited interim financial statements of the Issuer for the six month period ended June 30, 2022; and
- Unaudited interim financial statements of the Issuer nine month period ended September 30, 2022.
- Audited annual consolidated financial statements of the Issuer for the year ended December 31, 2022;

7. The documents filed under NI 51-102 that described the qualifying transaction:

The following documents have been filed on the Issuer' SEDAR profile:

- Press releases dated February 23, 2021, March 31, 2021, May 4, 2021, July 13, 2021, July 27, 2021, November 3, 2021, November 15, 2021, January 4, 2022 and January 10, 2022
- Securities Exchange Agreement dated March 31, 2021
- Amendment No. 1 to Securities Exchange Agreement dated July 23, 2021
- Amended and Restated Securities Exchange Agreement dated November 3, 2021
- Management information circular filed on April 20, 2021
- Material Change Reports filed on February 25, 2021, March 31, 2021, November 17, 2021 and January 5, 2022

DATED this 11th day of January, 2022.

THE INX DIGITAL COMPANY, INC

“Shy Datika”

Name: Shy Datika

Title: President and Chief Executive Officer

[Notice of Change in Corporate Structure]