

POUNDER ANNOUNCES DISTRIBUTION AGREEMENT FOR THE MIDDLE EAST AND NORTH AFRICA BETWEEN POOL SAFE INC. AND ALAWWAL PROPERTIES CORP. AND PROVIDES UPDATE ON PROPOSED QUALIFYING TRANSACTION

Not for distribution to U.S. Newswire Services or for dissemination in the United States. Any failure to comply with this restriction may constitute a violation of U.S. Securities laws.

CALGARY, April 6, 2017 - Pounder Venture Capital Corp. (NEX: PDR.H, "Pounder"), a capital pool company listed on the NEX board of the TSX Venture Exchange and Pool Safe Inc. ("Pool Safe") announce that Pool Safe has signed a Preliminary Distribution Agreement ("Agreement") with Alawwal Properties Corp. ("Alawwal") for sales and revenue share partnerships, of its PoolSafe product, within the Middle East and North Africa Region ("MENA" or "MENA Region"). In conjunction with the Agreement, Pool Safe is pleased to announce the appointment of Mohammed Yahya A. Alhadi to its Board of Directors.

The Agreement sets forth the terms of engagement under which Pool Safe and Alawwal (the "Parties") define the conditions behind their joint venture. In principle, Pool Safe will manufacture and deliver PoolSafe products for instillation at sites within the MENA Region. These sites will include hotels, resorts, waterparks and other suitable locations or facilities identified by Alawwal. It is Alawwal's intention to build-out sales offices and representation throughout the Region. "I am truly delighted about the creation of this joint venture, which will enable Pool Safe to provide our product to some of the most beautiful resorts and beaches in the world," said David Berger, Chairman & CEO of Pool Safe. "The agreement is a major step forward for our activities in the MENA Region and to have a vested and dedicated local partner to work with is exciting."

In addition Pool Safe announces the appointment of Mohammed Yahya A. Alhadi as an independent director of Pool Safe, effective immediately. Mr. Alhadi will be a member of each of the firm's Audit, Compensation, Corporate Governance and Nominating Committees.

"Mohammed has over 15 years of broad experience in the MENA region in the area of business development and client and team management knowhow across a number of related important industries. His experience and knowledge will add valuable insight to our Board of Directors," said David Berger, Chairman and CEO. "We appreciate his willingness to serve as a director and look forward to benefitting from his involvement."

Mr. Alhadi is Chief Executive Officer Alawwal Properties Corp., an Investment Advisory Services Company with strong ties and established relationships within the Middle East, Southeast Asia and North Africa. Before becoming CEO at Alawwal Properties, he was a VP of Wealth Management for Alawwal Capital Co., where he managed portfolios of the firm's major clients, with assets of over \$250 million. Prior to 2014 Mr. Alhadi held the position of VP, Head of Investment and Corporate Finance for Alawwal Capital Co. Mr. Alhadi holds a Bachelor's Degree in Management from King Fahd University.

Update on Proposed Qualifying Transaction

Pounder is also pleased to announce that it has received conditional approval from the Exchange for the closing of its Qualifying Transaction, as defined under Exchange Policy 2.4 – *Capital Pool Companies*. As previously announced, Pounder’s Qualifying Transaction will consist of the acquisition of all of the issued and outstanding securities in the capital of Pool Safe by way of three-cornered amalgamation pursuant to which a wholly owned subsidiary of Pounder will amalgamate with Pool Safe and each Pool Safe shareholder will receive 28 common shares in the capital of Pounder (each a “**Pounder Share**”) for each one Pool Safe common share held by them, and will receive 28 common share purchase warrants in the capital of Pounder (each a “**Pounder Warrant**”) for each one Pool Safe common share purchase warrant held by them. Each Pounder Warrant will be exercisable at \$0.178 for a period of two years from the date of issuance of the original Pool Safe Warrant.

Assuming all conditions to closing are satisfied, the Corporation expects to close the Qualifying Transaction on or about April 12, 2017. Upon completion of the proposed Qualifying Transaction, the Corporation is expected to meet all of the initial listing requirements for a Tier 2 Industrial Issuer.

Further Information

Pounder has filed a filing statement disclosing information related to the Qualifying Transaction and a copy of the filing statement can be found under Pounder’s profile at www.SEDAR.com.

About Pool Safe Inc.

Pool Safe Inc. designs, develops and distributes a product known as the “Pool Safe”, which functions as a multi-purpose personal poolside attendant. The Pool Safe is designed to provide safety, convenience and peace of mind for hotels, resorts, waterparks and cruise ship guests. Functions include: lockable safe, solar-powered charger for USB compatible electronic devices including phones, cameras and tablets in addition to beverage or server call-buttons, a beverage cooler and holders. Conveniently located alongside pool or beach lounge chairs, Pool Safe is a unique way of providing vacationers with a comforting sense of security for their belongings, while they enjoy their vacation.

For more information please visit www.poolsafeinc.com

The TSXV and NEX Exchanges do not accept responsibility for the adequacy or accuracy of this release.

-30-

All information contained in this news release with respect to Pool Safe and Pounder was supplied by the parties respectively, for inclusion herein, and each party and its directors and officers have relied on the other party for any information concerning the other party.

Further Information Pounder has filed a filing statement disclosing information related to the Qualifying Transaction and a copy of the filing statement can be found under Pounder’s profile at www.SEDAR.com.

Cautionary Statements

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to

matters that are not historical facts are intended to identify forward-looking information and are based on the Corporation's current belief or assumptions as to the outcome and timing of such future events. The forward looking information contained in this release is made as of the date hereof and the Corporation is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.

SOURCE: Pounder Venture Capital Corp.

For further information:

Pounder Venture Capital Corp.

Tom Patterson CEO Tel: 416-891-6500

Pool Safe Inc.

David Berger, CEO Tel: 416-630-2444