

January 31, 2020

xMatters Inc. 510 Burrard St. Suite 200 Vancouver, BC V6C 3A8

We have examined the design of xMatters Inc. (the "Company") controls related to the Software as a Service ("SaaS") products that the Company provides as of January 31, 2020. The controls implemented refer to the management of Personal Health Information ("PHI") as defined in the Health Insurance Portability and Accountability Act ("HIPAA") to provide reasonable assurance that the controls were designed in conformity with the requirements stated as part of the HIPAA Rules including Security, Privacy, Breach Notification, Notice of Privacy Practices and Patient Access Requests and Complaints.

The Company's management is responsible for the adequate design of these controls. Our responsibility is to express an opinion on the design of these controls and the Company's SaaS products compliance based on our examination.

Our examination included (1) obtaining an understanding of the design of the Company's SaaS controls over HIPAA; and (2) performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion.

Because of inherent limitations, controls may not prevent, detect or correct errors or fraud which may occur. Also, projections of any evaluation of adequate design to future periods are subject to the risk that controls may become inadequate because of change in conditions, or that the degree of compliance with the policies and procedures may deteriorate.

In our opinion, as of January 31, 2020 the Company's SaaS products in all material respects have adequately designed controls that satisfy HIPAA requirements and that the data used as part of the SaaS products is managed compliantly.

This report is intended solely for the information and use of the Company and its stakeholders and is not intended to be and should not be used by anyone other than these specified parties.

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