

OFFICER'S CERTIFICATE

**TO: British Columbia Securities Commission
 Alberta Securities Commission**

**RE: Annual General Meeting of the Shareholders of Minerva Intelligence Inc. (the
 “Company”) to be held on September 26, 2019 (the “Meeting”)**

With reference to National Instrument 54-101 — *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”), the undersigned, Charles Jenkins, Chief Financial Officer of the Company, in such capacity and not in his personal capacity, certifies for and on behalf of the Company, that:

1. in accordance with the requirements set out in section 2.20(a) of NI 54-101, arrangements have been made to have the proxy-related materials for the Meeting sent in compliance with the applicable timing requirements in sections 2.9 and 2.12 of NI 54-101;
2. in accordance with the requirements set out in section 2.20(b) of NI 54-101, arrangements have been made to carry out all of the requirements of NI 54-101 in addition to those described in paragraph 1 above; and
3. the Company is relying upon section 2.20 of NI 54-101 in connection with the Meeting.

DATED as of the 4th day of September, 2019.

MINERVA INTELLIGENCE INC.

“Charles Jenkins”

Per: _____

Name: Charles Jenkins

Title: Chief Financial Officer