

UNDERTAKING REGARDING MATERIAL CONTRACTS

TO: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Nova Scotia Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Office of the Superintendent of Securities (Prince Edward Island)
Office of the Superintendent of Securities Service Newfoundland and Labrador
Office of the Superintendent of Securities (Yukon Territory)
Northwest Territories Securities Office
Nunavut Securities Office

RE: Filing of final short form base shelf prospectus dated October 27th, 2022 (the “Prospectus”) of Propel Holdings Inc. (the “Issuer”)

The Issuer hereby undertakes to file any material contracts not already executed as of the date hereof, including but not limited to any warrant indenture, subscription receipt agreement and trust indenture with the principal regulator on SEDAR under the same project number as that of the Prospectus promptly and in any event within seven days after each has been executed.

[Remainder of this page left intentionally blank. Signature page follows.]

DATED this 27th day of October, 2022.

PROPEL HOLDINGS INC.

By: (signed) "*Clive Kinross*" _____

Clive Kinross

Chief Executive Officer