

June 16, 2021

VIA SEDAR

Ontario Securities Commission, as Principal Regulator

Dear Sirs/Mesdames:

Re: Canadian Banc Corp.
Re: Preliminary Short Form Base Shelf Prospectus
Re: Qualification Certificate

In connection with the filing of a preliminary short form base shelf prospectus of Canadian Banc Corp. (the “**Company**”) dated June 16, 2021, and in accordance with section 4.1(1)(a)(ii) of National Instrument 44-101 *Short Form Prospectus Distributions* (“**NI 44-101**”) and section 2.2(1) of National Instrument 44-102 *Shelf Distributions* (“**NI 44-102**”), the Company hereby:

- (A) advises that it is qualified to file a prospectus in the form of a short form base shelf prospectus pursuant to section 2.2 of NI 44-101 and section 2.2(1) of NI 44-102; and
- (B)
 - (I) certifies that all of the qualification criteria in section 2.2 of NI 44-101 and section 2.2(1) of NI 44-102 have been satisfied; and
 - (II) all of the material incorporated by reference in the preliminary short form base shelf prospectus and not previously filed is being filed with the preliminary short form base shelf prospectus.

Yours truly,

CANADIAN BANC CORP.

By: (signed) S. Wayne Finch
Name S. Wayne Finch
Title: President and Chief Executive Officer