

UNDERTAKING

TO: Alberta Securities Commission

AND TO: British Columbia Securities Commission
Ontario Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Autorité des marchés financiers
Financial and Consumer Services Commission of New Brunswick
Nova Scotia Securities Commission
Office of the Superintendent of Securities, Service Newfoundland and Labrador Office of the
Superintendent of Securities, Prince Edward Island
Office of the Yukon Superintendent of Securities
Office of the Superintendent of Securities, Northwest Territories
Nunavut Securities Office

(collectively, the "**Commissions**")

RE: NOA Lithium Brines Inc. – Final Short Form Base Shelf Prospectus dated September 5, 2023
(the "**Prospectus**")

Capitalized terms used but not defined herein shall have the meanings ascribed thereto in the Prospectus.

In connection with the filing of the Prospectus, the undersigned undertakes to file with the Commissions all material contracts and documents affecting the rights of securityholders, in accordance with subsections 4.2(a)(x) and (x.1) of National Instrument 44-101 – *Short Form Prospectus Distributions*, including the following:

1. if applicable, the underwriting or agency agreement for any offering of Securities;
2. the warrant indenture or warrant agency agreement for any offering of Warrants;
3. the subscription receipt agreement for any offering of Subscription Receipts;
4. the trust indenture or supplemental trust indenture for any offering of Debt Securities; and
5. the unit agreement and, if applicable, collateral agreements and depository agreements, for any offering of Units,

promptly and in any event within seven days after the execution of the document or after the document becomes effective, as applicable.

DATED: September 5, 2023.

NOA LITHIUM BRINES INC.

By: "*Gabriel Rubacha*"

Name: Gabriel Rubacha
Title: Chief Executive Officer
and Director