

**QUALIFICATION CERTIFICATE
PURSUANT TO NATIONAL INSTRUMENT 44-101**

TO: British Columbia Securities Commission (as principal regulator)
Autorité des marchés financiers
Northwest Territories Superintendent of Securities
Office of the Yukon Superintendent of Securities
Government of Nunavut – Office of the Superintendent of Securities

RE: **LI-FT POWER LTD.**
Preliminary Short Form Base Shelf Prospectus for the province of Québec and in the Northwest Territories and in the Territories of Nunavut and Yukon and Draft Amended and Restated Final Short Form Base Shelf Prospectus for each of the provinces of Canada except Québec dated December 20, 2023

I, Francis MacDonald, the CEO of Li-FT Power Ltd. (the "**Issuer**"), hereby certify that:

- (a) the Issuer is filing a preliminary short form base shelf prospectus in Québec, and in the Northwest Territories and in the Territories of Nunavut and Yukon, and a draft amended and restated short form base shelf prospectus amending and restating the prospectus dated September 21, 2023 for each of the provinces of Canada, except Québec, dated December 20, 2023 (the "**Prospectus**") pursuant to National Instrument 44-101 *Short Form Prospectus Distributions* ("**NI 44-101**") and National Instrument 44-102 *Shelf Distributions*;
- (b) the Issuer satisfies the qualification criteria set out in section 2.2 of NI 44-101; and
- (c) all of the material incorporated by reference in the Prospectus and not previously filed is being filed with the Prospectus.

DATED at Vancouver, British Columbia, this 20th day of December, 2023.

LI-FT POWER LTD.

Signed "Francis MacDonald"

Name: Francis MacDonald
Title: Chief Executive Officer