

July 31, 2024

VIA SEDAR+

Ontario Securities Commission, as Principal Regulator

Dear Sirs/Mesdames:

Re: Prime Dividend 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 Prime Dividend Corp. (the “**Company**”) dated July 31, 2024, and in accordance with clause 4.1(1)(a)(ii) of National Instrument 44-101 *Short Form Prospectus Distributions* (“**NI 44-101**”), the Company hereby:

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

Yours truly,

PRIME DIVIDEND CORP.

By: “S. Wayne Finch”
Name S. Wayne Finch
Title: President and Chief Executive Officer