

CERTIFICATE

Pursuant to subsection 2.20(c) of National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* ("NI 54-101"), and in connection with the Annual General and Special Meeting of shareholders of Visionstate Corp. ("Visionstate") to be held on December 5th, 2023 (the "Meeting"), the undersigned, in his capacity as an officer of Visionstate and not in his personal capacity and without personal liability, hereby certifies that Visionstate:

- (a) has arranged to have proxy-related materials for the Meeting sent in compliance with the applicable timing requirements in sections 2.9 and 2.12 of NI 54-101;
- (b) has arranged to have carried out all of the requirements of NI 54-101 in addition to those described in paragraph (a) above; and
- (c) is relying upon section 2.20 of NI 54-101 to abridge the time periods prescribed in subsections 2.1(b), 2.2(1) and 2.5(1) of NI 54-101.

Dated as of this 3rd day of November, 2023.

Visionstate Corp.

(signed)



Name: Randa Kachkar

Title: CFO & Corporate Secretary