

**NOTICE DECLARING INTENTION TO BE QUALIFIED UNDER NATIONAL  
INSTRUMENT 44-101 *SHORT FORM PROSPECTUS DISTRIBUTIONS*  
("NI 44-101")**

September \_\_ 6 \_\_, 2023

To: Alberta Securities Commission

Helium Evolution Incorporated (the "**Issuer**") intends to be qualified to file a short form prospectus under NI 44-101. The Issuer acknowledges that it must satisfy all applicable qualification criteria prior to filing a preliminary short form prospectus. This notice does not evidence the Issuer's intent to file a short form prospectus, to enter into any particular financing or transaction or to become a reporting issuer in any jurisdiction. This notice will remain in effect until withdrawn by the Issuer.

**HELIUM EVOLUTION INCORPORATED**

Per: 

Name: Gregory A. Robb

Title: Chief Executive Officer

**FORM 52-109F1 – AIF**  
**CERTIFICATION OF ANNUAL FILINGS**  
**IN CONNECTION WITH VOLUNTARILY FILED AIF**

This certificate is being filed on the same date that Helium Evolution Incorporated (the “issuer”) has voluntarily filed an AIF.

I, Kristi Kunec, Chief Financial Officer of the issuer, certify the following:

1. **Review:** I have reviewed the AIF, annual financial statements and annual MD&A, including for greater certainty all documents and information that are incorporated by reference in the AIF (together, the “annual filings”) of the issuer for the financial year ended December 31, 2022.
  
4. **No misrepresentations:** Based on my knowledge, having exercised reasonable diligence, the annual filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the annual filings.
  
5. **Fair presentation:** Based on my knowledge, having exercised reasonable diligence, the annual financial statements together with the other financial information included in the annual filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the periods presented in the annual filings.

Date: September 6, 2023.



Kristi Kunec  
Chief Financial Officer

**FORM 52-109F1 – AIF**  
**CERTIFICATION OF ANNUAL FILINGS**  
**IN CONNECTION WITH VOLUNTARILY FILED AIF**

This certificate is being filed on the same date that Helium Evolution Incorporated (the “issuer”) has voluntarily filed an AIF.

I, Greg Robb, Chief Executive Officer of the issuer, certify the following:

1. **Review:** I have reviewed the AIF, annual financial statements and annual MD&A, including for greater certainty all documents and information that are incorporated by reference in the AIF (together, the “annual filings”) of the issuer for the financial year ended December 31, 2022.
2. **No misrepresentations:** Based on my knowledge, having exercised reasonable diligence, the annual filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the annual filings.
3. **Fair presentation:** Based on my knowledge, having exercised reasonable diligence, the annual financial statements together with the other financial information included in the annual filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the periods presented in the annual filings.

Date: September   6  , 2023.



Greg Robb  
Chief Executive Officer