

UNDERTAKING

TO: British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission
(the “**Securities Regulators**”)

FROM: Medicenna Therapeutics Corp. (the “**Issuer**”)

RE: Short form prospectus of the Issuer dated October 10, 2019 (the “**Prospectus**”)

The undersigned, for and on behalf of the Issuer, undertakes that the Issuer will file with the Securities Regulators:

1. any document affecting the rights of securityholders that related to the securities being distributed required to be filed under section 12.1(1) of National Instrument 51-102 – *Continuous Disclosure Obligations*; and
2. any material contract required to be filed under sections 12.2 of National Instrument 51-102 – *Continuous Disclosure Obligations*;

in each case, that has not been previously filed, promptly and in any event within seven days after the document or material contract has been executed or otherwise becomes effective, namely:

- (a) Warrant Indenture (as defined in the Prospectus).

(Signature page follows)

DATED October 10, 2019.

MEDICENNA THERAPEUTICS CORP.

By: (s) Elizabeth Williams

Name: Elizabeth Williams

Title: Chief Financial Officer