

OFFICER'S CERTIFICATE

TO: Alberta Securities Commission
British Columbia Securities Commission

RE: Annual and Special Meeting of the Shareholders of CoTec Holdings Corp. (the
“Company”) to be held on December 13, 2024 (the “Meeting”)

With reference to National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“NI 54-101”), the undersigned, Abraham (Braam) Jonker, Chief Financial Officer and Corporate Secretary of the Company, in such capacity and not in his personal capacity, certifies for and on behalf of the Company, intending that the same may be relied upon by you without further inquiry, that:

1. in accordance with the requirements set out in section 2.20(a) of NI 54-101, arrangements have been made to have the proxy-related materials for the Meeting sent in compliance with NI 54-101 to all beneficial owners at least 21 days before the date fixed for the Meeting;
2. in accordance with the requirements set out in section 2.20(b) of NI 54-101, arrangements have been made to carry out all of the requirements of NI 54-101 in addition to those described in paragraph 1 above; and
3. the Company is relying upon section 2.20 of NI 54-101 in connection with the Meeting.

DATED as of the 18th day of November, 2024.

COTEC HOLDINGS CORP.

Per: “Abraham (Braam) Jonker”
Name: Abraham (Braam) Jonker
Title: Chief Financial Officer and Corporate
Secretary