

kneat.com, inc.

UNDERTAKING

To: Ontario Securities Commission (*Principal Regulator*)
Alberta Securities Commission
British Columbia Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Nova Scotia Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Office of the Superintendent of Securities, Service Newfoundland & Labrador
The Office of the Superintendent of Securities (Prince Edward Island)
(collectively, the "**Securities Commissions**")

Re: **kneat.com, inc.**

(Final) Short Form Prospectus dated October 7, 2024 (the "**Prospectus**")

New Issue: 7,368,500 Common Shares at a price of \$4.75 per Common Share

SEDAR+ Project No. 06186519

REFERENCE IS MADE to the Prospectus pursuant to which kneat.com, inc. (the "**Corporation**") offers for distribution common shares of the Corporation (the "**Securities**").

WHEREAS pursuant to National Instrument 44-101, section 4.2 (a)(x) and (x.1) the filing of a document not previously filed with the Securities Commissions is a requirement pursuant to the issuance of a receipt by the Ontario Securities Commissions for the Prospectus.

THE UNDERSIGNED advises that:

- (a) there may be one or more documents and/or material contracts required to be filed under subsection 12.1(1) and/or section 12.2 of National Instrument 51-102 that relate to the distribution of the Securities pursuant to the Prospectus that have not been executed before the filing of the Prospectus, but such documents would be executed on or before the completion of the distribution of the Securities pursuant to the Prospectus (an "**Unfiled Material Document**"); and
- (b) there may be one or documents affecting the rights of securityholders required to be filed pursuant to subsection 12.1(1) of National Instrument 51-102 that relate to the distribution of the Securities pursuant the Prospectus that do not need to be executed in order to become effective and have not become effective before the filing of the Prospectus, but such documents would become effective on or before the completion of the distribution the Securities pursuant to the Prospectus (an "**Unfiled Securityholder Document**"); and

(Signature page follows)

accordingly, **THE UNDERSIGNED** hereby undertakes to file:

- (i) an Unfiled Material Document with the Securities Commissions via the System for Electronic Document Analysis and Retrieval+ (SEDAR+) promptly and in any event no later than seven (7) days after the execution of such Unfiled Material Document; and
- (ii) an Unfiled Securityholder Document with the Securities Commissions via SEDAR+ promptly and in any event no later than seven (7) days after such Unfiled Securityholder Document becomes effective.

DATED this 7th day of October, 2024.

kneat.com, inc.

Per: /s/ "Hugh Kavanagh"

Hugh Kavanagh
Chief Financial Officer