

## UNDERTAKING

**TO: BRITISH COLUMBIA SECURITIES COMMISSION (“BCSC”)  
ONTARIO SECURITIES COMMISSION (“OSC”)**

**AND TO: ALBERTA SECURITIES COMMISSION  
SASKATCHEWAN FINANCIAL AND CONSUMER AFFAIRS AUTHORITY  
THE MANITOBA SECURITIES COMMISSION  
AUTORITÉ DES MARCHÉS FINANCIERS  
FINANCIAL AND CONSUMER SERVICES COMMISSION, NEW BRUNSWICK  
NOVA SCOTIA SECURITIES COMMISSION  
OFFICE OF THE SUPERINTENDENT OF SECURITIES – PRINCE EDWARD ISLAND  
OFFICE OF THE SUPERINTENDENT OF SECURITIES – SERVICE NEWFOUNDLAND  
AND LABRADOR  
OFFICE OF THE SUPERINTENDENT OF SECURITIES NORTHWEST TERRITORIES  
OFFICE OF THE YUKON SUPERINTENDENT OF SECURITIES  
OFFICE OF THE SUPERINTENDENT OF SECURITIES NUNAVUT**

**RE: WONDERFI TECHNOLOGIES INC. (THE “CORPORATION”)  
FINAL SHORT FORM BASE SHELF PROSPECTUS DATED SEPTEMBER 7, 2022  
(THE “PROSPECTUS”)**

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The undersigned, on behalf of the Corporation, hereby undertakes in connection with the WonderFi app (the “App”), that:

- (a) at the time of the launch of the desktop version of the App on January 25, 2022, the Corporation had implemented controls to prevent Ontario residents from downloading or accessing the App (“**Geoblock**”), and as at the date hereof the Geoblock restricts access to the App in all provinces and territories of Canada other than British Columbia and Alberta;
- (b) if at the time of the launch of any subsequent version of the App, including any mobile version, the Geoblock in item (a) above remains in effect, the Corporation will implement a Geoblock on any subsequent version of the App in respect of residents in all provinces and territories of Canada other than British Columbia and Alberta;
- (c) the Corporation will continue to engage in discussions with BCSC and OSC staff as to securities and derivatives laws applicable to its business; and
- (d) the Corporation will not remove the Geoblock in respect of residents in each of the provinces and territories of Canada, other than British Columbia and Alberta, or otherwise make any version of the App available to residents in each of the provinces and territories of Canada, other than British Columbia and Alberta, without the prior written consent of the securities regulatory authorities in each of those jurisdictions; and

Dated this 19<sup>th</sup> day of September, 2022.

### WONDERFI TECHNOLOGIES INC.

Per: “Ben Samaroo”  
Ben Samaroo  
Chief Executive Officer