

UNDERTAKING

TO: Alberta Securities Commission

AND TO: British Columbia Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
Financial and Consumer Services Commission, New Brunswick
Nova Scotia Securities Commission
Financial and Consumer Services Division, 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: Final short form base shelf prospectus of Northstar Clean Technologies Inc. (the “**Issuer**”) dated December 5, 2025 (the “**Prospectus**”)

The Issuer undertakes pursuant to sections 4.2(a)(x) and (x.1) of National Instrument 44-101 - *Short Form Prospectus Distributions*, that the Issuer will file, in respect of any offering of securities under the Prospectus and a supplement thereto, a copy of any material contract required to be filed under section 12.2 of National Instrument 51-102 and a copy of any document required to be filed under subsection 12.1(1) of National Instrument 51-102 that relates to the securities being distributed, and that has not previously been filed, including: (i) the trust indenture in respect of an offering of debt securities; (ii) the warrant indenture or agreement in respect of an offering of warrants; (iii) the subscription receipt agreement in respect of an offering of subscription receipts; and (iv) the agreement in respect of an offering of common shares, preferred shares, convertible securities or units, with the Commissions promptly and in any event no later than seven days after the execution of such document, or if such document does not need to be executed in order to become effective, no later than seven days after the document becomes effective, in respect of any offering of the applicable securities under the Prospectus and a supplement thereto.

DATED the 5th day of December, 2025.

NORTHSTAR CLEAN TECHNOLOGIES INC.

By: “Aidan Mills”
Name: Aidan Mills
Title: President and Chief Executive Officer