

**FSD PHARMA INC.**

**QUALIFICATION CERTIFICATE**

The undersigned, Raza Bokhari in his capacity as Chief Executive Officer of FSD Pharma Inc. (the "**Corporation**"), hereby certifies for and on behalf of the Corporation, and not in his personal capacity, that, relying on the qualification criteria set forth in Section 2.2 of National Instrument 44-101 *Short Form Prospectus Distributions* ("**NI 44-101**") that:

- (i) the Corporation is eligible to file a prospectus in the form of a preliminary short form base shelf prospectus (the "**Preliminary Prospectus**") for the distribution of its securities in each of the provinces of Canada (other than Québec) (the "**Offering Jurisdictions**") as it has satisfied each of the criteria set forth in subsections 2.2(a), (b), (c), (d) and (e) of NI 44-101 and subsection 2.2(1) of NI 44-102 *Shelf Distributions*; and
- (ii) that all of the material incorporated by reference in the Preliminary Prospectus of the Corporation has been filed with the securities commissions or similar regulatory authority in each of the Offering Jurisdictions.

This certificate is delivered pursuant to Section 4.1(a)(1)(ii) of NI 44-101.

Dated this 28<sup>th</sup> day of February, 2020.

**FSD PHARMA INC.**

*"Raza Bokhari"*

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Raza Bokhari  
Chief Executive Officer