

FSD PHARMA INC.

QUALIFICATION CERTIFICATE

TO: ONTARIO SECURITIES COMMISSION, as Principal Regulator
AND TO: The Securities Commission or Similar Regulatory Authority in each of the Provinces of Canada, except Quebec
RE: FSD Pharma Inc. (the “Corporation”) – Preliminary Short Form Base Shelf Prospectus dated March 31, 2021 (the “Preliminary Prospectus”)

The undersigned hereby certifies, in his capacity as an officer 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”) and Section 2.2 of National Instrument 44-102 *Shelf Distributions* of the Canadian Securities Administrators, the Corporation is eligible to file a prospectus in the form of a short form base shelf prospectus for the distribution of its securities in each of the provinces of Canada, except Quebec, as it has satisfied each of the criteria set forth in Sections 2.2 (a), (b), (c), (d) and (e) of NI 44-101, and all of the material incorporated by reference in the preliminary short form base shelf prospectus of the Corporation has been filed in each of the provinces of Canada, except Quebec. This Certificate is being delivered pursuant to Section 4.1(a)(ii) of NI 44-101.

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DATED this 31st day of March, 2021.

FSD PHARMA INC.

Per: *(signed) "Donal Carroll"*
Donal Carroll
Chief Financial Officer