

CERTIFICATE

TO: British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission

RE: Annual General Meeting (the “**Meeting**”) of Shareholders of Deer Horn Capital Inc. (the “**Company**”) to be held on December 31, 2020

In connection with the abridgement of the time periods (the “**Abridgement**”) by the Company for notifying various regulatory authorities, exchanges and depositories of the record date and meeting date for the Company’s annual general meeting of shareholders to be held on December 31, 2020 (the “**Meeting**”), and for delivering requests for beneficial ownership information to certain participants and intermediaries in connection with the Meeting, the undersigned, Tyrone Docherty, President and Chief Executive Officer of the Company, hereby certifies for and on behalf of the Company and not in his personal capacity as follows:

- (a) the Company has made arrangements regarding the delivery of proxy-related materials for the Meeting in compliance with the applicable timing requirements in Sections 2.9 and 2.12 of National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”);
- (b) the Company has otherwise carried out all of the requirements of NI 54-101 in addition to those described in paragraph (a) above; and
- (c) the Company is relying upon Section 2.20 of NI 54-101 in making the Abridgement with respect to subsections 2.2(1) and 2.5(1) of NI 54-101.

DATED as of December 10, 2020.

“*Tyrone Docherty*”
Tyrone Docherty
President & CEO of Deer Horn Capital Inc.