

CERTIFICATE

TO: BRITISH COLUMBIA SECURITIES COMMISSION

AND TO: ALBERTA SECURITIES COMMISSION

AND TO: FINANCIAL AND CONSUMER AFFAIRS AUTHORITY OF SASKATCHEWAN

AND TO: ONTARIO SECURITIES COMMISSION

AND TO: NOVA SCOTIA SECURITIES COMMISSION

RE: Abridgement of time prescribed by Subsection 2.2(1) in accordance with Section 2.20 of National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer*

The undersigned, being the Chief Executive Officer of Hydro66 Holdings Corp. (the “**Company**”), hereby certifies for and on behalf of the Company and not in his personal capacity, that (i) the Company is relying on section 2.20 of National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the “**Instrument**”) pertaining to the abridgement of the time periods prescribed by subsection 2.2(1) of the Instrument; and (ii) the requirements set forth in section 2.20 have been complied with, and, specifically:

- (a) the Company has arranged to have all proxy-related materials for the annual and special meeting of shareholders of the Company to be held on February 16, 2021 (the “**Meeting**”) sent in compliance with the Instrument to all beneficial owners of the Company at least 21 days before the date fixed for the Meeting; and
- (b) the Company has arranged to carry out in connection with the Meeting all the requirements of the Instrument in addition to those described in paragraph (a) above; and
- (c) the Company is relying upon section 2.20 of the Instrument in connection with the abridgement of certain of the time periods specified in the Instrument in respect of the Meeting.

The terms “beneficial owner” and “proxy-related materials” as used in this Certificate shall have the respective meanings ascribed thereto in the Instrument.

DATED this 27th day of January, 2021.

HYDRO66 HOLDINGS CORP.

Per: “David Rowe” (signed)
Name: David Rowe
Title: Chief Executive Officer