March 28, 2023

AMENDED OFFERING DOCUMENT UNDER THE LISTED ISSUER FINANCING EXEMPTION

ADURO CLEAN TECHNOLOGIES INC. (the "Company" or "Aduro")

SUMMARY OF OFFERING

What are we offering?

Offering:	Units at a price of $0.93 per unit (each, a "**Unit**"). Each Unit consists of one (1) common share in the capital of the Company (each, a "**Common Share**") and one-half of one Common Share purchase warrant (each whole warrant, a "**Warrant**"). Each Warrant is exercisable into one (1) Common Share (each, a "**Warrant Share**") at a price of $1.30 per Warrant Share for a period of two (2) years, provided that if the Common Shares have a closing price on the Canadian Securities Exchange (the "**CSE**") (or such other securities exchange on which the Common Shares may be traded at such time) of $1.60 or greater per Common Share for a period of ten (10) consecutive trading days at any time after the issuance of the Warrant, then the Company may accelerate the expiry date of the Warrants by giving notice to the holders thereof (by disseminating a news release advising of the acceleration of the expiry date of the Warrants) and, in such case, the Warrants will expire on the thirtieth (30th) day after the date of such notice.
Offering Price:	$0.93 per Unit (the "**Issue Price**").
Offering Amount:	A minimum of 2,150,500 Units and a maximum of 4,301,075 Units, for minimum gross proceeds of $1,999,965 and maximum gross proceeds of $4,000,000 (the "**Offering**")
Closing Date:	On or about April 3, 2023 (the "**Closing Date**").
Exchange:	The Common Shares are listed on the Canadian Securities Exchange ("**CSE**") under the trading symbol "ACT", on the OTCQB Venture Market ("**OTCQB**") under the trading symbol "ACTHF" and on the Frankfurt Stock Exchange under the trading symbol "9D50".
Last Closing Price:	The last closing price of the Common Shares on the CSE, on the OTCQB and on the Frankfurt Stock Exchange on March 8, 2023 was $0.98, US$0.7303 and €0.675, respectively.

Description of the Common Shares

The holders of Common Shares are entitled to one vote for each Common Share held at all meetings of Shareholders, to receive dividends if, as and when declared by the Board, and to participate in any distribution of property or assets upon the liquidation, winding-up or other dissolution of the Company. The Common Shares carry no pre-emptive rights, conversion or exchange rights, or redemption, retraction, repurchase, sinking fund or purchase fund provisions. There are no provisions requiring a holder of Common Shares to contribute additional capital, and no restrictions on the issuance of additional securities by the Company. There are no restrictions on the repurchase or redemption of Common Shares by the Company except to the extent that any such repurchase or redemption would render the Company insolvent.

Description of the Warrants

Each Warrant will entitle the holder thereof to acquire one Warrant Share at an exercise price of $1.30 per Warrant Share at any time prior to 5:00 p.m. (Vancouver time) on the date that is two (2) years from the Closing Date, after which time each outstanding Warrant will expire (the "**Expiry Date**"), subject to accelerated expiry as described herein. Warrants not exercised prior to 5:00 p.m. (Vancouver time) on the Expiry Date will be void and of no value.

If the closing price of the Company's Common Shares on the CSE (or such other securities exchange on which the Common Shares may be traded at such time) is $1.60 or greater per Common Share for a period of ten (10) consecutive trading days at any time after the issuance of the Warrants, then the Company may accelerate the Expiry Date of the Warrants by giving notice to the holders thereof (by disseminating a news release advising of the acceleration of the expiry date of the Warrants) and, in such case, the Warrants will expire on the thirtieth (30^{th}) day after the date of such notice.

The certificates representing the Warrants (each, a "**Warrant Certificate**") will provide, in the event of certain alterations of the Common Shares, that the number of Warrant Shares which may be acquired by a holder of Warrants upon the exercise thereof will be accordingly adjusted for the number and price of the securities issuable upon the occurrence of certain events including but not limited to any subdivision, consolidation, or reclassification of the Common Shares, payment of dividends outside of the ordinary course, or amalgamation/merger of the Company.

No fractional Warrant Shares will be issuable to any holder of Warrants upon the exercise thereof, and no cash or other consideration will be paid in lieu of fractional Warrant Shares. The holding of Warrants will not make the holder thereof a shareholder or entitle such holder to any right or interest in respect of the Warrant Shares except as expressly provided in the Warrant Certificate. Holders of Warrants will not have any voting or pre-emptive rights or any other rights enjoyed by shareholders.

The Warrants will not be listed on the CSE and there is currently no market through which the Warrants may be sold and purchasers may not be able to resell the Warrants comprising part of the Units that are purchased under this Offering Document. This may affect the pricing of the Warrants in the secondary market, the transparency and availability of trading prices, and the liquidity of the Warrants.

No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this document. Any representation to the contrary is an offence. This offering may not be suitable for you and you should only invest in it if you are willing to risk the loss of your entire investment. In making this investment decision, you should seek the advice of a registered dealer.

The Company is conducting a listed issuer financing under section 5A.2 of National Instrument 45- 106 – *Prospectus Exemptions*. In connection with this offering, the issuer represents the following is true:

- **the issuer has active operations and its principal asset is not cash, cash equivalents or its exchange listing;**
- **the issuer has filed all periodic and timely disclosure documents that it is required to have filed;**
- **the total dollar amount of this offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption in the 12 months immediately before the date of this offering document, will not exceed $10,000,000;**
- **the issuer will not close this offering unless the issuer reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution; and**
- **the issuer will not allocate the available funds from this offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or to any other transaction for which the issuer seeks security holder approval.**

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

This offering document contains "forward-looking information" within the meaning of applicable Canadian securities laws, which is based upon the Company's current internal expectations, estimates, projections, assumptions and beliefs. The forward-looking information included in this offering document is made only as of the date of this offering document. Such forward-looking statements and forward-looking information include, but are not limited to, statements concerning the planned timeline for development and commercialization of the Company's technology, including development timelines and anticipated costs; the Company's expectations with respect to the use of proceeds and the use of the available funds following completion of the Offering; the completion of the Offering and the expected Closing Date. Forward-looking statements or forward-looking information relate to future events and future performance and include statements regarding the expectations and beliefs of management based on information currently available to the Company. Such forward-looking statements and forward-looking information often, but not always, can be identified by the use of words such as "plans", "expects", "potential", "is expected", "anticipated", "is targeted", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or the negatives thereof or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Forward-looking statements or forward-looking information are subject to a variety of risks and uncertainties, which could cause actual events or results to differ from those reflected in such forward- looking statements and forward-looking information, including, without limitation, risks with respect to: the Company's limited operating history upon which an evaluation of the Company and its prospects can be based; the Company's ability to generate profits; the Company's ability to manage growth; the adverse effect of competitors on the Company's operation, strategies and profitability; the Company's ability to successfully develop, protect and commercialize its technology; the operational risks against which the Company may not be insured against or for which insurance is not available; the impact of negative cash flows on the Company's operations and how, if the Company is unable to obtain further financing, the Company's business operations may fail; the impact of strong market fluctuation that can negatively affect the pricing of commodities such as biofuels or crude oils; the impact of government regulations that can negatively affect economic justifications and or models; other risks described from time to time in our documents filed with Canadian securities regulatory authorities; and the impact COVID-19 has on the Company's ability to raise capital, successfully develop, and commercialize its technology; the volatility of the capital markets and commodities prices, specifically those related to various renewable fuels; dilution as a result of future issuances of equity securities; conflict of interests of the Company's directors and officers, as applicable; adverse impacts on the Company's reported results of operations as a result of adopting new accounting standards or interpretations; changes in accounting standards and subjective assumptions, estimates and judgments by management related to complex accounting matters; environmental risks; litigation risks; volatility in the price of the Common Shares; potential dilution of present and prospective shareholdings; currency risks; financial reporting standards; and climate change.

This list is not exhaustive of the factors that may affect any of the Company's forward-looking statements or forward-looking information. Forward-looking information includes statements about the future and are inherently uncertain, and the Company's actual achievements or other future events or conditions may differ materially from those reflected in the forward-looking information due to a variety of risks, uncertainties and other factors, including, without limitation, those referred to in this Company's continuous disclosure filings available at www.sedar.com.

The Company provides no assurance that forward-looking statements or forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements and information. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, changing circumstances, or otherwise.

SUMMARY DESCRIPTION OF BUSINESS

What is our business?

Aduro is an early-stage, Ontario-based clean technology company that has developed a highly flexible chemical recycling platform featuring three water-based technologies: Hydrochemolytic™ Plastics Upcycling ("**HPU**"), Hydrochemolytic™ Bitumen Upgrading ("**HBU**"), and Hydrochemolytic™ Renewables Upgrading ("**HRU**"). As of today, the Company owns through acquisition and development, eight patents, seven granted and one pending. Aduro currently directs its Hydrochemolytic™ Technology ("**HCT**") platform toward these three principal application areas. Aduro's technology transforms lower-value feedstocks into useful, higher- value chemical feedstocks and fuels. Although Aduro's technology can be implemented in stand-alone operations, management believes its greatest economic relevance and impact is achieved through integration into thermal operation infrastructure at existing plants. Accordingly, Aduro aims to create strategic partnerships to demonstrate and implement the technology through licensing arrangements.

Recent Developments

On February 2, 2023, the Company provided a progress update on its joint research project "Tuning Supercritical Fluids for Polymer Recycling to Monomers and Chemicals". The three-year research project, led by Dr. Paul A. Charpentier and Dr. Cedric L. Briens of University of Western Ontario ("**Western University**"), began in January 2023. As at February 2, 2023, the principal investigators have recruited a team of 6 research members who started working on the first-year project deliverables. In year one of the project, the research team will conduct a thorough review of the literature on intrinsic and extrinsic contaminants in different plastics and composites. They will also design, build, and commission a view cell reactor system to study different types of plastics. Additionally, experiments will be performed in a batch reactor system to optimize the understanding of the behaviour of additives and fillers, as well as the study of the solubility of chain and step-growth plastics in different solvents. The ultimate objective is to determine the interactions and product quality of mixed plastics for upcycling.

On December 29, 2022, the Company granted an aggregate of 2,075,000 stock options to purchase up to 2,075,000 common shares of the Company to certain directors, officers, employees and consultants of the Company. The options are exercisable for a period of 5 years from the date of grant at a price of $1.00 per common share. A total of 1,775,000 options will vest on a monthly basis over a period of two years from the date of grant and 300,000 options will vest immediately. The Company also announces that it has awarded 150,000 restricted share units ("**RSUs**") of the Company to an officer of the Company pursuant to the Company's new Omnibus Equity Incentive Plan (the "**Plan**") which will be brought before the shareholders for ratification and approval at the Company's next annual general meeting. Each RSU represents the right to receive, once vested, one Common Share in the capital of the Company. All of the RSUs will vest immediately upon the date of award.

On December 15, 2022, the Company announced that since September 1, 2022, it has received total proceeds of $1,109,103 from the exercise of 1,638,390 warrants at an exercise price of $0.50, 118,635 warrants at an exercise price of $0.80, and 300,000 stock options at an exercise price of $0.65. Accordingly, the Company issued 2,057,025 common shares upon exercise of the warrants and stock options. The $0.50 warrants were issued pursuant to a private placement that closed on February 4, 2021 and had an expiry date of February 4, 2025. The $0.80 warrants were issued pursuant to a private placement that closed on May 14, 2021 and had an expiry date of May 14, 2023.

On December 1, 2022, the Company announced it had completed construction and mechanical assembly of its pilot-scale Hydrochemolytic™ continuous flow plastic ("**R2 Plastic**") reactor. Plans for testing and certifications are in place and final certification by the Technical Standard and Safety Authority (TSSA) is progressing with registration expected later this month. Once certified, the reactor unit will be moved to the newly expanded laboratory in London, Ontario for final testing and commissioning. The R2 Plastic unit is the Company's customer engagement unit and is designed to handle various plastic feedstocks such as polyethylene, polypropylene, and polystyrene as single-stream materials, followed by a mixture of these feedstock streams. The R2 Plastic will also be used to evaluate the impact of materials found in multilayer plastics, such as paper, paper board, polymeric materials, metalized layers, and aluminum foil, effectively advancing Aduro's plans of processing higher contaminated materials which are currently rejected by existing technologies. This is important data that will support the Company's established scale-up and optimization program for the scaled-up pilot: R3 Plastic.

During 2022, the Company undertook several projects including the construction of both the plastic upcycling and bitumen upgrading reactor units, the construction of a flash drum unit for pre-processing bitumen feedstock, and the expansion of laboratory facilities and laboratory capabilities that will centralize the Company's resources for more efficient execution of our R&D, scale-up and commercialization plans. Completion of these projects positions the Company to execute in 2023 the R2 Reactor research and testing optimization program, the implementation of the customer engagement program and the delivery of reactor unit design, equipment procurement, fabrication, and commissioning of the scaled-up pre-commercial R3 Reactor unit.

On November 3, 2022, the Company announced the successful selection and acceptance into the Shell GameChanger program. Shell GameChanger is an accelerator program designed to partner with businesses to deliver innovative solutions that have the potential to drastically impact the future of energy and the transition to net-zero emissions. Following a rigorous selection process, Aduro has been selected by the Shell GameChanger program to apply its novel Hydrochemolytic™ Technology ("**HCT**") to produce sustainable naphtha cracker feedstock from polyethylene ("**PE**"), and polypropylene ("**PP**"), individually or on a mixed basis, and to also convert polystyrene ("**PS**") into useful platform chemicals. HCT deconstructs hard-to-recycle chain growth polymers at temperatures lower than those used in current technologies. While legacy technologies produce complex product mixtures that require excess investment of resources for further processing and purification, HCT is expected to create higher-value, saturated products from PE and PP, in high yield and purity using lower energy, and to be more tolerant to feedstock contaminants. The HCT final output may be then directly used for the production of new plastics in support of full circularity. To support the project, Shell will contribute non-dilutive funding with the contribution payments being spread over six project phases, each phase and associated payment being contingent on meeting the objectives set for the previous phase. In addition, the Company anticipates that Shell will provide technical expertise to help Aduro develop reliable process designs and optimize the HCT technology for commercial implementation. Shell GameChanger will also mentor Aduro in developing its commercial strategy and market position. Aduro's project with Shell GameChanger is a 12 month, 6 phase project, starting from small scale batch reactors, moving through a continuous flow reactor and into design basis of commercial style facilities. The project is devised to support the rapid movement of the process to commercialization while reducing the developmental risk for the technology.

On October 27, 2022, a joint research project by the Company, in partnership with the Western University, entitled "Tuning Supercritical Fluids for Polymer Recycling to Monomers and Chemicals," has been approved and awarded $1.15 million in non-repayable funds by the National Sciences and Engineering Research Council ("**NSERC**") Alliance and Mitacs Accelerate Grants Program ("**Mitacs**"). Over the duration of the project, Aduro will contribute $382,500 (plus applicable taxes) with NSERC and Mitacs contributing a total of $1,147,500. The research project commenced in November 2022 and will continue for a period of three years.

During the month of October 2022, 300,000 options were exercised at an exercise price of $0.65 and 662,649 warrants were exercised at an exercise price of $0.50 for total proceeds of $526,325. During the month of September 2022, 75,000 options were cancelled.

On September 12, 2022, the Company entered into a letter of intent with Prospera Energy Inc. ("**Prospera**"), with the purpose of collaborating to pilot the HBU process on Prospera wells to assess the commercial application. The pilot will consist of three phases. In consideration for the services to be provided in phase one, Prospera will pay the Company a monthly fee of $25,000, with the total fees for the completion and delivery of phase one capped at $125,000 plus applicable taxes. Phases two and three will be assessed and mutually agreed to separately, subsequent to the completion of phase one.

On July 19, 2022, the Company closed a non-brokered private placement offering of units. The Company issued 2,599,579 units (the "**July 2022 Unit**") at a price of $0.72 per July 2022 Unit for aggregate gross proceeds of $1,871,697. Each July 2022 Unit is comprised of one Common Share and one-half of one Common Share purchase warrant (each full warrant, a “**July 2022 Warrant**”). Each July 2022 Warrant entitles the holder to acquire one Common Share at a price of $1.00 per share, for a period of two years from the date the July 2022 Units are issued. If during the exercise period of the warrants, but after the resale restrictions on the shares have expired, the Company's shares trade at or above a closing price of $1.25 per share for ten (10) consecutive trading days, the Company may accelerate the expiry time of the July 2022 Warrants by giving written notice to the holders of the July 2022 Warrants by dissemination of a news release that the July 2022 Warrants will expire 30 days from the date of providing such notice. No finders' fees were paid in connection with the closing.

On June 29, 2022, the Company announced the expansion of its laboratory facilities to accelerate its research and scale-up capabilities and to increase its capacity to host potential customer trials and demonstrations. The expanded lab is in the Newbold Business Park in London, Ontario. The multi-tenant complex is zoned light industrial. The 4,371 ft2 facility will accommodate renovated offices, modern laboratory space, new additional analytical equipment, and will host the bench scale Hydrochemolytic™ continuous flow plastic upcycling reactor (“**R2 Plastics**”).

On June 29, 2022, the Company entered into an investor relations agreement with Investment Publishing LLC (“**Investment Publishing**”) to provide investor relations services. The consulting agreement (the “**IP Agreement**”) provides for a fee of $8,000 per month. The IP Agreement will continue on a monthly basis for twelve months and either party may terminate the IP Agreement by providing 30 days written notice. On June 20, 2022, 150,000 Options were granted to the principal of Investment Publishing in his capacity as a consultant of the Company.

On June 20, 2022, the Company granted 550,000 stock options to purchase up to 550,000 common shares in the capital of the Company to an officer of the Company and a consultant in accordance with the Company’s Stock Option Plan. Of the 550,000 options, 400,000 options were granted to the officer of the Company and are exercisable for a period of 10 years and 150,000 options were granted to the consultant and are exercisable for a period of 2 years, unless terminated pursuant to the terms of the stock option plan. The options are exercisable at $0.70 per share. The options granted to the officer vest monthly over 24 months. The options granted to the consultant vest monthly over 12 months.

Material facts

There are no material facts about the securities being distributed that have not been disclosed in this offering document or in any other document filed by the Company in the 12 months preceding the date of this offering document.

What are the business objectives that we expect to accomplish using the available funds?

The business objective of the Company is to ensure that, at a minimum, the Company will have positive working capital for a period of 12 months following the distribution and for the Company to maintain its current operations involving the research and development and scale up of its patented Hydrochemolytic™ technology.

The Company has three bench-scale units which are now planned to be in operation for testing and demonstration purposes by April 2023. With these in place, the Company is well positioned with the necessary tools to accomplish its plans over the next 12 months with a focus on expanding stakeholder engagement while advancing the Company’s commercialization interests.

USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the Offering?

		Assuming Minimum Offering	Assuming Maximum Offering
A	Amount to be raised by this offering	$1,999,965	$4,000,000
B	Selling commissions and fees[(1)]	$139,998	$280,000
C	Estimated offering costs (e.g., legal, accounting, audit)	$25,000	$25,000
D	Net proceeds of offering: D = A – (B+C)	$1,834,967	$3,695,000
E	Working capital as at most recent month end (deficiency)	$1,558,831	$1,558,831
F	Additional sources of funding	$0	$0
G	**Total available funds: G = D+E**	**$3,393,798**	**$5,253,831**

Notes:

(1) The estimated selling commissions and fees assumes that all subscribers to the Offering were introduced by a Finder (as defined). For additional details, see "*Fees and Commissions"* below.

How will we use the available funds?

Description of intended use of available funds listed in order of priority	**Assuming Minimum Offering**	**Assuming Maximum Offering**
Research and Development	$1,560,000	$1,860,000
General corporate and administrative expenses	$1,683,600	$2,018,400
Investor Relations and Communication	$150,198	$250,000
Unallocated working Capital	$0	$1,125,431
Total	**$3,393,798**	**$5,253,831**

Notes:

(1) Estimated general corporate and administrative expenses are expected to consist of (without limitation): (i) $28,000 in insurance cost including directors and officers insurance; (ii) $588,000 to792,000 for Salaries and Contractor cost; (iii) $300,000 to 360,000 for Professional fees and consultants; (iv) $60,400 in accounting services and audit fees; (v) $132,000 in Office and general cost; (vi) $144,000 in legal fees; (vii) $192,000 to 276,000 in Conferences and Travel cost; (viii) $15,000 in CSE continued listing fees; and (ix) $75,000 in transfer agent and filing fees.

The above noted allocation of capital and anticipated timing represents the Company's current intentions based upon its present plans and business condition, which could change in the future as its plans and business conditions evolve. Although the Company intends to expend the proceeds from the Offering as set forth above, there may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary and may vary materially from that set forth above, as the amounts actually allocated and spent will depend on a number of factors, including the Company's ability to execute on its business plan. See the "*Cautionary Statement Regarding Forward-Looking Information*" section above.

The most recent audited annual financial statements and interim financial report of the Company included a going concern note. The Company is still focusing on the development of environmentally responsible chemical recycling technologies and the Company has not yet generated positive cash flows from its operating activities, which may cast doubt on the Company's ability to continue as a going concern. The Offering is intended to permit the Company to continue to achieve its business objectives, and is not expected to affect the decision to include a going concern note in the next annual financial statements of the Company.

How have we used the other funds we have raised in the past 12 months?

Date of Financing and Funds Raised	Intent of Use of Funds	Use of Funds to Date/Explanation of Variances (if any)	Impact of Variances on Business Objectives and milestones (if applicable)
On July 19, 2022, the Company closed a non-brokered private placement of units for aggregate gross proceeds of $1,871,697.	General working capital purposes.	The net proceeds were used as planned with the remaining $1.4M included in the net working capital as at the most recent month end.	N/A
On April 8 and April 27, 2022, the Company closed two tranches of a private placement of units for aggregate gross proceeds of $2,352,666.	General working capital purposes.	The net proceeds were used as planned.	No variance.

FEES AND COMMISSIONS

Who are the dealers or finders that we have engaged in connection with this Offering, if any, and what are their fees?

The Company may pay finder's fees to investment dealers and eligible finders (each, a "**Finder**") in respect of subscribers introduced by the Finder.

The Company will pay to each Finder, on the Closing Date, a cash commission of 7% of the gross proceeds raised in respect of the Offering from subscribers introduced by the Finder. In addition, upon the closing of the Offering, the Company shall issue to each Finder Common Share purchase warrants (the "**Finder's Warrants**"), exercisable for a period of two (2) years following the Closing Date, to acquire in aggregate that number of Common Shares (each, a "**Finder's Warrant Share**") which is equal to 7% of the number of Units sold under the Offering to subscribers introduced by the Finder at an exercise price equal to $1.30 per Finder's Warrant Share.

Do the Finders have a conflict of interest?

The Company may pay fees to eligible Finders in accordance with applicable securities laws and the policies of the CSE and to the knowledge of the Company, it will not be a "related issuer" or "connected issuer" of any such Finder, as such terms are defined in National Instrument 33-105 – Underwriting Conflicts.

PURCHASERS' RIGHTS

Rights of Action in the Event of a Misrepresentation

If there is a misrepresentation in this offering document, you have a right

(a) to rescind your purchase of these securities with the Company, or

(b) to damages against the Company and may, in certain jurisdictions, have a statutory right to damages from other persons.

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the securities.

If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.

ADDITIONAL INFORMATION

Where can you find more information about us?

Security holders can access the Company's continuous disclosure filings on SEDAR at www.sedar.com under the Company's profile.

For further information regarding the Company, visit our website at: www.adurocleantech.com

In connection with the purchase of Units under the Offering, investors will be required to enter into a purchase agreement that will include terms and conditions that are typical for private placements of Units by reporting issuers similar to the Company.

Investors should read this offering document and consult their own professional advisors to assess the income tax, legal, risk factors and other aspects of their investment of Units.

CERTIFICATE OF THE COMPANY

This offering document, together with any document filed under Canadian securities legislation on or after March 28, 2023, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.

March 28, 2023

By: *"Ofer Vicus"*
Name: Ofer Vicus
Title: Chief Executive Officer and a Director

By: *"Mena Beshay"*
Name: Mena Beshay
Title: Chief Financial Officer and Corporate Secretary