

QUALIFICATION CERTIFICATE

I, Kelvin Lee, Chief Financial Officer of MegaWatt Lithium And Battery Metals Corp. (the “**Issuer**”), hereby certify that:

- (a) the Issuer is entitled to file a base shelf short form prospectus under National Instrument 44-101 and National Instrument 44-102 (together, the “**Instruments**”) in all provinces and territories of Canada by virtue of the Issuer satisfying the requirements of Section 2.2 of the Instruments; and
- (b) all of the material incorporated by reference in the preliminary base shelf short form prospectus and not previously filed is being filed with the preliminary base shelf short form prospectus.

DATED: April 28, 2022

MEGAWATT LITHIUM AND BATTERY METALS CORP.

“Kelvin Lee”

Kelvin Lee
Chief Financial Officer