

**ZINC8 ENERGY SOLUTIONS INC.**

#1 - 8765 Ash Street  
Vancouver, BC V6P 6T3

Section 2.20(c) of National Instrument 54-101 ("**NI 54-101**")

November 18, 2020

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

**Re: Annual General and Special Meeting of the shareholders of Zinc8 Energy Solutions Inc. (the "Issuer") to be held on December 16, 2020 (the "Meeting")**

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In connection with the Meeting, the undersigned, being an officer of the Issuer, hereby certifies for and on behalf of the Issuer and not in a personal capacity, that:

- (a) arrangements have been made to have proxy related materials for the Meeting sent in compliance with National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* (the "**Instrument**"), to all beneficial owners at least 21 days before the date fixed for the Meeting;
- (b) arrangements have been made to carry out all of the requirements of the Instrument in addition to those described in subparagraph (a); and
- (c) the Issuer is relying on Section 2.20 of the Instrument to abridge the time prescribed in subsections 2.2(1) and 2.5(1) of the Instrument.

*"Ron MacDonald"*

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Ronald MacDonald  
President, CEO and Executive Chairman