

UNDERTAKING

Ontario Securities Commission, as Principal Regulator

and

British Columbia Securities Commission
Alberta Securities Commission

(collectively, the “**Commissions**”)

In connection with the filing of the final short form base shelf prospectus of Theralase Technologies Inc. dated January 9, 2015 (the “**Prospectus**”), the undersigned hereby undertakes to file with the Commissions promptly and in any event within seven days following the completion of the distribution pursuant to the Prospectus (i) any warrant indenture entered into with respect to the issuance of warrants and (ii) any other material contract or document affecting the rights of securityholders that has not yet been executed but will become effective on or before the completion of the distribution.

DATED this 9th day of January, 2015.

THERALASE TECHNOLOGIES INC.

“Roger Dumoulin-White”

Roger Dumoulin-White
Chief Executive Officer