

IOU FINANCIAL INC.

**CERTIFICATE PURSUANT TO SECTION 2.20
OF NATIONAL INSTRUMENT 54-101 – COMMUNICATION WITH
BENEFICIAL OWNERS OF SECURITIES OF A REPORTING ISSUER**

Reference is made to the special meeting (the “**Meeting**”) of shareholders of IOU Financial Inc. (the “**Company**”) to be held on September 12, 2023.

I, Daniel O’Keefe, Chief Financial Officer of the Company, hereby certify, for and on behalf of the Company, and not in my personal capacity and without personal liability, that the Company:

- (a) has arranged to have the proxy-related materials for the Meeting sent in compliance with the applicable timing requirements in sections 2.9 and 2.12 of National Instrument 54-101 - *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”);
- (b) has arranged to have carried out all of the requirements of NI 54-101 in addition to those described in paragraph (a) above; and
- (c) is relying on section 2.20 of NI 54-101 in connection with the Meeting.

DATED the 16th day of August, 2023.

(signed) “Daniel O’Keefe”

Daniel O’Keefe
Chief Financial Officer