

ALTIUS MINERALS CORPORATION

QUALIFICATION CERTIFICATE

TO: Ontario Securities Commission

AND TO: Alberta Securities Commission
Autorité des marchés financiers (Quebec)
British Columbia Securities Commission
The Manitoba Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
Nova Scotia Securities Commission
Financial and Consumer Services Commission (New Brunswick)
Office of the Superintendent of Securities (Prince Edward Island)
Office of the Superintendent of Securities Service Newfoundland & Labrador
Northwest Territories Securities Office
Nunavut Securities Office
Office of the Superintendent of Securities (Yukon Territory)

The undersigned, Ben Lewis, Chief Financial Officer of Altius Minerals Corporation (the “**Issuer**”), hereby certifies for and on behalf of the Issuer, and not in his personal capacity, that:

1. This certificate is delivered pursuant to Section 4.1(a)(ii) of National Instrument 44-101, *Short Form Prospectus Distributions* (“**NI 44-101**”);
2. The Issuer is relying on Section 2.2 of NI 44-101 in order to be qualified to file a prospectus in the form of a short form prospectus, in that:
 - a. the Issuer is an electronic filer under National Instrument 13-101, *System for Electronic Documentation Analysis and Retrieval*;
 - b. the Issuer is a reporting issuer in at least one jurisdiction of Canada;
 - c. the Issuer has filed with the securities regulatory authority in each jurisdiction in which it is a reporting issuer all periodic and timely disclosure documents that it is required to have filed in that jurisdiction
 - i. under applicable securities legislation;
 - ii. pursuant to an order issued by the securities regulatory authority; or
 - iii. pursuant to an undertaking to the securities regulatory authority;
 - d. the Issuer has, in at least one jurisdiction in which it is a reporting issuer:
 - i. current annual financial statements; and

- ii. a current AIF;
- e. the Issuer's equity securities are listed and posted for trading on a short form eligible exchange and the Issuer is not an issuer:
 - i. whose operations have ceased; or
 - ii. whose principal asset is cash, cash equivalents, or its exchange listing.
- 3. All of the qualification criteria set out in Section 2.2 of NI 44-101 have been satisfied by the Issuer; and
- 4. All of the material incorporated by reference in the Preliminary Prospectus and not previously filed is being filed with the Preliminary Prospectus.

[Signature page follows]

IN WITNESS WHEREOF the undersigned has signed this certificate this 28th day of April, 2014.

ALTIUS MINERALS CORPORATION

By: (signed) "Ben Lewis"

Name: Ben Lewis

Title: Chief Financial Officer