

**Certificate of an Officer in respect of the
Qualification of Burcon NutraScience Corporation (the "Issuer")
to File a Prospectus in the Form of a Short Form Prospectus
Pursuant to National Instrument 44-101**

DATE: February 3, 2020

TO: British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission
The Manitoba Securities Commission
Ontario Securities Commission
The Financial and Consumer Services Commission (New Brunswick)
Nova Scotia Securities Commission

RE: Burcon NutraScience Corporation filing of a Preliminary Short Form Prospectus dated February 3, 2020

The undersigned, Dorothy Law, Senior Vice-President Legal, in her capacity as an executive officer of the Issuer, hereby certifies on behalf of the Issuer 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 the qualification criteria set forth in 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 Document Analysis and Retrieval (SEDAR)*;
 - (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 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 short form prospectus and not previously filed is being filed with the preliminary short form prospectus.

[Signature page follows.]

DATED AND SIGNED this 3rd day of February, 2020.

BURCON NUTRASCIENCE CORPORATION

Per: (Signed) "Dorothy K.T. Law"

Name: Dorothy K.T. Law

Position: Senior Vice-President, Legal and Corporate
Secretary