

## QUALIFICATION CERTIFICATE

TO: British Columbia Securities Commission  
Alberta Securities Commission  
Manitoba Securities Commission  
Ontario Securities Commission  
Nova Scotia Securities Commission

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I, Mark Wayne, Chief Financial Officer of Stem Cell Therapeutics Corp. (the "Corporation"), certify that:

1. This certificate is delivered pursuant to National Instrument 44-101 ("NI 44-101") of the Canadian Securities Administrators relating to short form prospectus distributions.
2. I have reviewed the basic qualification criteria set forth in paragraph 2.2 of NI 44-101 and confirm that the Corporation satisfies such criteria in that:
  - (a) the Corporation is an electronic filer under NI 13-101;
  - (b) the Corporation is a reporting issuer in at least one jurisdiction of Canada;
  - (c) the Corporation 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 Corporation 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 the TSX Venture Exchange and the Corporation 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 material incorporated by reference in the preliminary short form prospectus has been previously filed as of the date of this certificate.

Terms used but not otherwise defined herein shall have the meaning ascribed to such terms in NI 44-101.

DATED October 26, 2007.

### STEM CELL THERAPEUTICS CORP.

By: (signed) "Mark Wayne"  
Mark Wayne  
Chief Financial Officer