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February 14, 2018

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3rd Floor, 510 Burrard Street
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Attention: Dave Bains

RE: Meeting of the shareholders of Napier Ventures Inc. to be held on March 29th, 2018 (the "Meeting")

I (name of officer), the (state office held) of (Issuer name) hereby certify that:

- (a) arrangements have been made to have proxy related materials for the Meeting sent in compliance with National Instrument 54-101 (the "Instrument"), to all beneficial owners at least 21 days before the date fixed for the Meeting;
- (b) arrangements have been made to carry out all of the requirements of the Instrument in addition to those described in subparagraph (a) and
- (c) [Issuer name] is relying on section 2.20 of the Instrument to abridge the time prescribed in subsection 2.5(1) of the Instrument.

A handwritten signature in black ink, appearing to read "Lisa Maxwell", is written over a horizontal line.

Lisa Maxwell, Corporate Secretary;