

**UNDERTAKING PURSUANT TO PART 7 OF NATIONAL INSTRUMENT 44-102 - SHELF
DISTRIBUTIONS AND SECTION 4.2(a)(x) AND (x.1) OF NATIONAL INSTRUMENT 44-101 – SHORT
FORM PROSPECTUS DISTRIBUTIONS**

TO: British Columbia Securities Commission, as principal regulator
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
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 and Labrador
Superintendent of Securities, Northwest Territories
Registrar of Securities, Nunavut
Superintendent of Securities, Yukon

**RE: Ballard Power Systems Inc. (the “Issuer”)
Short Form Base Shelf Prospectus dated May 9, 2023 (the “Prospectus”)**

DATE: May 9, 2023

In connection with the filing of the Prospectus, the Issuer hereby undertakes to file the following documents in accordance with section 4.2(a)(x) and (x.1) of National Instrument 44-101 – *Short Form Prospectus Distributions* with the principal regulator on SEDAR under the same project number as that of the Prospectus promptly and in any event within seven days after (i) the date on which each document has been executed or (ii) in the case of documents which do not need to be executed to become effective, the date on which each document becomes effective:

- (i) Any Indenture for any offering of Debt Securities (as such terms are defined in the Prospectus);
- (ii) Any Warrant Indenture for any offering of Warrants (as such terms are defined in the Prospectus);
- (iii) Any Unit Agreements for any offering of Units (as such terms are defined in the Prospectus);
- (iv) Any other similar document as may be required in respect of any Securities (as such term is defined in the Prospectus) that may be offered.

[Remainder of page left intentionally blank. Signature page follows.]

DATED as of the date first written above.

BALLARD POWER SYSTEMS INC.

By: (signed) "Paul Dobson"

Name: Paul Dobson

Title: Senior Vice President and CFO