

**Certificate of an Officer in respect of the  
Qualification of Lumenpulse Inc.  
to File a Prospectus in the Form of a Short Form Prospectus  
Pursuant to Section 4.1(a)(ii) of National Instrument 44-101**

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DATE: September 22, 2014

TO: *Autorité des marchés financiers* (Québec)  
British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan - Securities Division  
The Manitoba Securities Commission  
Ontario Securities Commission  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Superintendent of Securities, Government of Prince Edward Island  
Department of Government Services, Newfoundland and Labrador  
Superintendent of Securities, Government of the Northwest Territories  
Superintendent of Securities, Government of Nunavut  
Superintendent of Securities, Office of the Yukon Superintendent of Securities

RE: Lumenpulse Inc. - Filing of a preliminary short form prospectus dated September 22, 2014 (the “**Preliminary Prospectus**”)

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The undersigned, Nicolas Vanasse, Executive Vice President, Chief Legal Officer and Corporate Secretary of Lumenpulse Inc. (the “**Issuer**”) hereby certifies 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 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 annual information form;
- (e) the Issuer's equity securities are listed and posted for trading on a short form eligible exchange, the Toronto Stock 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 Prospectus and not previously filed is being filed with the Preliminary Prospectus.

**[The remainder of this page has been intentionally left blank]**

**DATED AND SIGNED** this 22<sup>nd</sup> day of September 2014.

**LUMENPULSE INC.**

Per : (s) *Nicolas Vanasse*

Nicolas Vanasse, Executive Vice President,  
Chief Legal Officer and Corporate Secretary