

**BITFARMS LTD.**

**UNDERTAKING**

**TO: ONTARIO SECURITIES COMMISSION**

**AND TO: ALBERTA SECURITIES COMMISSION  
FINANCIAL AND CONSUMER AFFAIRS AUTHORITY OF SASKATCHEWAN  
MANITOBA SECURITIES COMMISSION  
BRITISH COLUMBIA SECURITIES COMMISSION  
QUÉBEC AUTORITÉ DES MARCHES FINANCIERS  
FINANCIAL AND CONSUMER SERVICES COMMISSION (NEW BRUNSWICK)  
NOVA SCOTIA SECURITIES COMMISSION  
JUSTICE AND PUBLIC SAFETY, SUPERINTENDENT OF SECURITIES (PRINCE EDWARD ISLAND)  
SERVICE NL - FINANCIAL SERVICES REGULATION DIVISION (NEWFOUNDLAND AND LABRADOR)  
OFFICE OF THE YUKON SUPERINTENDENT OF SECURITIES  
NORTHWEST TERRITORIES SUPERINTENDENT OF SECURITIES  
GOVERNMENT OF NUNAVUT – OFFICE OF THE SUPERINTENDENT OF SECURITIES**

**RE: Final short form base shelf prospectus of Bitfarms Ltd. (the “Issuer”) dated November 10, 2023 (the “Prospectus”)**

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In connection with the filing of the Prospectus, the undersigned, for and on behalf of the Issuer, undertakes that it will not distribute warrants or share purchase contracts that, according to their terms as described in the applicable prospectus supplement, are “novel” specified derivatives within the meaning of Canadian securities legislation, separately to any member of the public in Canada, unless the offering is in connection with and forms part of the consideration for an acquisition or merger transaction or unless such prospectus supplement containing the specific terms of the warrants or share purchase contracts, as applicable, to be distributed separately is first approved by or on behalf of the securities commissions or similar regulatory authorities in each of the Provinces and Territories of Canada where the warrants or share purchase contracts, as applicable, will be distributed.

Dated the 10<sup>th</sup> day of November, 2023.

**BITFARMS LTD.**

per: (signed) “Jeffrey Lucas”

Name: Jeffrey Lucas  
Title: Chief Financial Officer