

## **UNDERTAKING**

**Ontario Securities Commission**, as Principal Regulator

and

British Columbia Securities Commission  
Alberta Securities Commission  
Autorité des marchés financiers

(collectively, the “**Commissions**”)

In connection with the filing of the final short form prospectus of NeuPath Health Inc. dated November 6, 2020 (the “**Prospectus**”), the undersigned hereby undertakes to file with the Commissions a copy of the warrant indenture as referenced in the Prospectus, any material contract to be entered into on or before the completion of the distribution to be made under the Prospectus and such filing will occur promptly upon execution by the parties thereto and in any event within seven days after the completion of the distribution.

DATED this 9th day of November, 2020.

**NEUPATH HEALTH INC.**

*"Stephen Lemieux"*

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Stephen Lemieux  
Chief Financial Officer