

## **CERTIFICATE**

**TO: BRITISH COLUMBIA SECURITIES COMMISSION  
AND TO: ALBERTA SECURITIES COMMISSION  
AND TO: ONTARIO SECURITIES COMMISSION**

**RE: Abridgement of time prescribed by Subsection 2.2(1) in accordance with Section 2.20 of  
National Instrument 54-101 – Communication with Beneficial Owners of Securities of a  
Reporting Issuer**

The undersigned, being the Chief Executive Officer of Sprout AI Inc.. (the "Company"), hereby certifies for and on behalf of the Company and not in his personal capacity, that (i) the Company is relying on section 2.20 of National Instrument 54-101 – Communication with Beneficial Owners of Securities of a Reporting Issuer (the "Instrument") pertaining to the abridgement of the time periods prescribed by subsection 2.2(1) of the Instrument; and (ii) the requirements set forth in section 2.20 have been complied with, and, specifically:

(a) the Company has arranged to have all proxy-related materials for the annual general meeting of shareholders of the Company to be held on May 30, 2025 (the "Meeting") sent in compliance with the applicable timing requirements in section 2.9 and section 2.12 of the Instrument;

(b) the Company has arranged to carry out in connection with the Meeting all the requirements of the Instrument in addition to those described in paragraph (a) above; and

(c) the Company is relying upon section 2.20 of the Instrument in connection with the abridgement of certain of the time periods specified in the Instrument in respect of the Meeting.

The terms "proxy-related materials" as used in this Certificate shall have the respective meanings ascribed thereto in the Instrument.

**DATED** this 30<sup>th</sup> day of April, 2025.

Sprout AI Inc.

.

Per: "Chris Bolton"

Name: Chris Bolton

Title: Chief Executive Officer