

PRIVATE COMPANY LIMITED BY SHARES

SONORA LITHIUM LTD

(company number 11349694)

(the "Company")

**STATEMENT OF COMPLIANCE BY THE BOARD OF DIRECTORS OF THE COMPANY
UNDER SECTION 644(5) OF THE COMPANIES ACT 2006 (the "Act")**

We, the undersigned, being all the directors of the Company as at the date of this statement, make the following statement under section 644(5) of the Act.

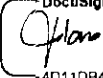
As set out in the written resolutions circulated to members of the Company on 30 April 2021, the Company proposes to reduce its capital by means of the solvency statement procedure under section 642 of the Act. The directors of the Company signed a solvency statement in the form prescribed by the Companies (Reduction of Share Capital) Order 2008 and section 643 of the Act (the "**Solvency Statement**") on 10 May 2021 and the special resolutions approving the reduction of capital (the "**Resolutions**") were passed on 10 May 2021.

We confirm that the Solvency Statement was:

- 1 made not more than 15 days before the date on which the Resolutions were passed; and
- 2 provided to each member of the Company in accordance with section 642(2) of the Act.

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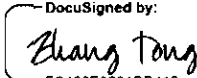


DocuSigned by:

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Name: Janet Blas

Title: Director

Date: 10 May 2021

DocuSigned by:

FC400E0091DB415

Name: Zhang Tong

Title: Director

Date: 10 May 2021

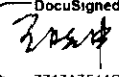
DocuSigned by:

27DFA0AB753D454

Name: Peter Anthony Secker

Title: Director

Date: 10 May 2021

DocuSigned by:

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Name: Xiaoshen Wang

Title: Director

Date: 10 May 2021