

**ICO THERAPEUTICS INC.**  
**(the “Company”)**

**CERTIFICATE**

**TO:** British Columbia Securities Commission  
Alberta Securities Commission  
Ontario Securities Commission

**RE:** **The abridgement of time pursuant to National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“NI 54-101”)**

---

In connection with the abridgement of the time periods (the “**Abridgement**”) by the Company for notifying various regulatory authorities, exchanges and depositories of the record date and meeting date for the Company’s annual meeting of shareholders to be held on June 24, 2016 (the “**Meeting**”), the undersigned, John Meekison, Chief Financial Officer of the Company, hereby certifies for and on behalf of the Company and not in his personal capacity as follows:


- (a) the Company has made arrangements regarding the delivery of proxy-related materials in compliance with the applicable timing requirements in Sections 2.9 and 2.12 of NI 54-101;
- (b) the Company has otherwise carried out all of the requirements of NI 54-101 in addition to those described in paragraph (a) above; and
- (c) the Company is relying upon Section 2.20 of NI 54-101 in making the Abridgement with respect to subsections 2.2(1) of NI 54-101.

***[Remainder of page left intentionally blank.]***

---

**DATED** as of May27, 2016.

**ICO THERAPEUTICS INC.**

By:   
Name: John Meekison  
Title: Chief Financial Officer