

**CERTIFICATE OF ABRIDGEMENT  
AGT FOOD AND INGREDIENTS INC.**

Reference is made to the special meeting of holders of common shares in the capital of AGT Food and Ingredients Inc. (the “**Corporation**”) scheduled to be held on Tuesday, February 5, 2019 (the “**Meeting**”).

I, Lori Ireland, Chief Financial Officer of the Corporation, hereby certify in my capacity as an officer of the Corporation, for and on behalf of the Corporation, and not in my personal capacity, that:

1. arrangements have been made to have proxy-related materials in connection with the Meeting sent in compliance with the applicable timing requirements of sections 2.9 and 2.12 of National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”);
2. the Corporation has arranged to carry out in connection with the Meeting all of the requirements of NI 54-101 in addition to those described in item 1 above; and
3. the Corporation is relying upon Section 2.20 of NI 54-101 in connection with the abridgement of certain of the time periods specified in NI 54-101 in respect of the Meeting.

The term “proxy-related materials” as used in this Certificate shall have the meaning ascribed thereto in NI 54-101.

DATED this 15th day of January, 2019.

**AGT FOOD AND INGREDIENTS INC.**

Per: \_\_\_\_\_

