

**NEXGEN ENERGY LTD.**

**QUALIFICATION CERTIFICATE**

TO: British Columbia Securities Commission

CC: Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
The Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers (Québec)  
Nova Scotia Securities Commission  
Financial and Consumer Services Commission (New Brunswick)  
Office of the Superintendent of Securities (Prince Edward Island)  
Office of the Superintendent of Securities, Service Newfoundland and Labrador  
Superintendent of Securities, Yukon  
Superintendent of Securities, Northwest Territories Securities Office  
Superintendent of Securities, Nunavut

RE: Preliminary short form base shelf prospectus of NexGen Energy Ltd. (the “**Company**”) for Québec and the territories of Canada and the draft amended and restated short form base shelf prospectus for each province in Canada, except Québec (amending and restating the final short form base shelf prospectus of the Company dated August 15, 2022) dated December 22, 2022 (the “**Preliminary Prospectus**”)

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This certificate is delivered pursuant to section 4.1(1)(a)(ii) of National Instrument 44-101 - *Short Form Prospectus Distributions* (“**NI 44-101**”) and section 7.1 of National Instrument 44-102 – *Shelf Distributions* relating to the short form prospectus qualification system. Any capitalized terms not specifically defined herein shall have the meanings respectively given to them in NI 44-101 and NI 44-102.

The undersigned, in his capacity as Chief Financial Officer of the Company and not in his personal capacity, does hereby certify as follows:

1. the Company is relying on the qualification criteria in section 2.2 of NI 44-101 and section 2.2 of NI 44-102 to qualify to file a prospectus in the form of a short form base shelf prospectus;
2. the Company satisfied the criteria set forth in section 2.2. of NI 44-101 and NI 44-102 in that:
  - (a) the Company is an electronic filer under National Instrument 13-101 – *System for Electronic Document Analysis and Retrieval (SEDAR)*;
  - (b) the Company is a reporting issuer in at least one jurisdiction of Canada;
  - (c) the Company has filed with the securities regulatory authority in each jurisdiction in which it is a reporting issuer all periodic and timely disclosure documents that it is required to have filed in that jurisdiction:
    - (i) under applicable securities legislation,
    - (ii) pursuant to an order issued by the securities regulatory authority, or
    - (iii) pursuant to an undertaking to the securities regulatory authority;
  - (d) the Company has, in at least one jurisdiction in which it is a reporting issuer,
    - (i) current annual financial statements (as such term is defined in NI 44-101), and
    - (ii) a current AIF (as such term is defined in NI 44-101);
  - (e) the Company’s equity securities are listed and posted for trading on a short form eligible exchange and the Company is not an issuer:
    - (i) whose operations have ceased, or
    - (ii) whose principal asset is cash, cash equivalents, or its exchange listing; and

- (f) all of the qualification criteria set out in Section 2.2 of NI 44-101 and section 2.2 of NI 44-102 have been satisfied and all of the material incorporated by reference in the Preliminary Prospectus and not previously filed is being filed with the Preliminary Prospectus.

*[Signature Page Follows]*

DATED the 22<sup>nd</sup> day of December, 2022.

**NEXGEN ENERGY LTD.**

By:           /s “Harpreet Dhaliwal”            
Harpreet Dhaliwal  
Chief Financial Officer