

FORM 6

CERTIFICATE OF COMPLIANCE

TO: **CANADIAN SECURITIES EXCHANGE (“CSE”)**

Emperor Metals Inc. (the “**Listed Issuer**”) hereby certifies to CSE that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in Policy 1).

Date: May 8, 2024

“Sean Mager”
(Signature)

Sean Mager
(Print Name)

Chief Financial Officer
(Print Office)