

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

CARLYLE COMMODITIES CORP. (the “Listed Issuer”) hereby certifies to CSE
[Name of Listed Issuer]

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 25, 2020** _____

Signed: ***/s/ Morgan Good*** _____
(Signature)

Morgan Good _____
(Print Name)

Chief Executive Officer and Director _____
(Print Office)