

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN NATIONAL STOCK EXCHANGE (“CNSX”)

Versus Systems Inc. (the “Issuer”) hereby certifies to CNSX

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 CNSX Requirements (as defined in CNSX Policy 1).

Date: October 6, 2016

Signed: **“Kelsey Chin”**
(Signature)

Kelsey Chin
(Print Name)

Corporate Secretary
(Print Office)