FORM 6

CERTIFICATE OF COMPLIANCE

| TO: | CANADIAN SECURITIES EXCHANGE | ("CSE") |
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| | | |

Micromem Technologies Inc. (the "**Listed Issuer**") hereby certifies to CSE that the Listed 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: | January 25, 2024 |
|--------|------------------|
| | |
| | |
| Signed | d: "Joseph Fuda" |
| | (Signature) |
| | |
| | Joseph Fuda |
| | (Print Name) |
| | |
| | President & CEO |
| | (Print Office) |