FORM 6

**CERTIFICATE OF COMPLIANCE**

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

Cruz Cobalt 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: January 15, 2020

 Signed: (signed) “*James Nelson*”

 (Signature)

 James Nelson

 (Print Name)

 President & CEO

 (Print Office)