FORM 6

**CERTIFICATE OF COMPLIANCE**

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

Empower Clinics Inc. (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 23, 2020

 Signed: *“Steven McAuley”*

 (Signature)

 Steven McAuley

 (Print Name)

 Chief Executive Officer

 (Print Office)