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)