

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

Genius Properties Ltd. (the “Listed Issuer”) hereby certifies to CSE 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: December 22, 2017

Signed: _____

(Signature)

Guy Goulet

(Print Name)

President, Chief Executive Officer and Director

(Print Office)