

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

RIV CAPITAL INC. (the “**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: August 18, 2021

RIV CAPITAL INC.

by (signed) “*Matthew Mundy*”
Name: Matthew Mundy
Title: Chief Strategy Officer and
General Counsel