

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

Spirit Blockchain Capital Inc. (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).

Without limiting the generality of the foregoing, the Listed Issuer further confirms that all conditions of closing in connection with its non-brokered private placement, as disclosed in the related CSE Form 9, have been satisfied, and that the Listed Issuer has received the proceeds of such financing.

Date: 22 day of May, 2026

Signed: “Raymond O’Neill”
(Signature)

Raymond O’Neill
(Print Name)

Interim CEO & CFO
(Print Office)