

**FORM 6**

**CERTIFICATE OF COMPLIANCE**

**TO: CANADIAN NATIONAL STOCK EXCHANGE (“CNSX”)**

NSS Resources Inc. (the “Issuer”) hereby certifies to CNSX

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 CNSX Requirements (as defined in CNSX Policy 1).

Date: December 15, 2014\_

Signed: "Jag Sandhu"  
(Signature)

Jag Sandhu  
(Print Name)

CEO  
(Print Office)