

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN SECURITIES EXCHANGE (“CSE”)

CannaRoyalty Corp. (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: February 17, 2017

Signed: (signed) “Marc Lustig”
(Signature)

Marc Lustig
(Print Name)

Chief Executive Officer
(Print Office)