

**CERTIFICATE**  
**(Section 2.20 of National Instrument 54-101)**

To: British Columbia Securities Commission  
Alberta Securities Commission  
Ontario Securities Commission

I, Nick DeMare, Corporate Secretary of Tembo Gold Corp. (the “**Corporation**”), hereby certify that the Corporation is relying on section 2.20 of NI 54-101 to abridge the time prescribed in subsections 2.2(1) and 2.5(1) of NI 54-101 and that the Corporation has:

- (a) arranged to have proxy-related materials for the Corporation’s annual and special meeting of shareholders to be held on Monday, July 25, 2022 (the “**Meeting**”) to be sent in compliance with National Instrument 54-101 (“**NI 54-101**”) to all beneficial owners at least 21 days before the date fixed for the Meeting; and
- (b) arranged to have carried out all of the requirements of NI 54-101 in addition to those described in subparagraph (a).

DATED as of the 21<sup>st</sup> day of June, 2022.

**TEMBO GOLD CORP.**

Per: “*Nick DeMare*”

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**NICK DEMARE**  
Corporate Secretary