

**OFFICER'S CERTIFICATE
UNDER SECTION 2.20 OF NATIONAL INSTRUMENT 54-101**

OF

AMPD VENTURES INC.

To: British Columbia Securities Commission
 Ontario Securities Commission

RE: Annual General and Special Meeting of the Shareholders of AMPD Ventures Inc. (the "**Company**") to be held on November 25, 2021 (the "**Meeting**")

I Anthony Brown, Chief Executive Officer of the Company, hereby certify for and on behalf of the Company as an officer of the Company, and not in my personal capacity, that, as of the date of this Certificate:

- (a) the Company has arranged to have proxy-related materials for the Meeting sent in compliance with National Instrument 54-101 (the "**Instrument**"), to all beneficial owners at least 21 days before the date fixed for the Meeting;
- (b) the Company has arranged to have carried out all of the requirements of the Instrument in addition to those described in subparagraph (a); and
- (c) the Company is relying upon section 2.20 of the Instrument to abridge the time prescribed in the Instrument applicable to the Meeting.

Dated this 28th day of October, 2021.

"Anthony Brown"

Anthony Brown
Chief Executive Officer