

## DECLARATION OF TRUST

LET ALL MEN TAKE NOTICE that I, JOHN FLOREK, of PO Box 241, 6 Radisson Crescent, Marathon, Ontario, P0T 2E0, do hereby acknowledge and affirm that I do hold in trust to the use and benefit of EMPEROR METALS INC. (the "**Owner**"), having an office address at 10545 – 45 Avenue NW, 250 Southridge NW, Suite 300, Edmonton, AB, T6H 4M9, the mining claims located in the Province of Ontario, as more particularly set out in the attached Schedule "A" (the "**Claims**").

I hereby acknowledge and agree that upon demand of the Owner, and against delivery of 3,000,000 common shares of the Owner, I will convey all my title in and to the Claims to the Owner or its nominee(s) made in writing, at the sole cost and expense of the Owner or its nominee(s), but without any further consideration or remuneration of any kind.

BUT IT IS HEREBY STATED that it is a condition of this trust that I am not liable, accountable, or in any manner responsible for the maintenance of the Claims, whether of assessment work, staking, or otherwise, nor for the establishing or maintenance of the legal title of the Claims, nor for the assurance or effectiveness of the legal validity of my own title or that of the Owner, upon any conveyance of the Claims thereto, and the Claims are registered in my name only as a matter of convenience for the benefit of the Owner.

DATED at Marathon, in the Province of Ontario, as of this 7<sup>th</sup> day of December, 2020.

s/ "*John Florek*"

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**JOHN FLOREK**

## SCHEDULE "A"

### Description of Claims

#### Pic River Claims:

	<b>PROPERTY</b>	<b>TENURE NO.</b>	<b>TITLE TYPE</b>	<b>TENURE STATUS</b>
1.	Pic River	118106	Single Cell Mining Claim	Active
2.	Pic River	153627	Single Cell Mining Claim	Active
3.	Pic River	153628	Single Cell Mining Claim	Active
4.	Pic River	170277	Single Cell Mining Claim	Active
5.	Pic River	183076	Single Cell Mining Claim	Active
6.	Pic River	183084	Single Cell Mining Claim	Active
7.	Pic River	183085	Single Cell Mining Claim	Active
8.	Pic River	188512	Single Cell Mining Claim	Active
9.	Pic River	188513	Single Cell Mining Claim	Active
10.	Pic River	199316	Single Cell Mining Claim	Active
11.	Pic River	207737	Single Cell Mining Claim	Active
12.	Pic River	218458	Single Cell Mining Claim	Active
13.	Pic River	218459	Single Cell Mining Claim	Active
14.	Pic River	218460	Single Cell Mining Claim	Active
15.	Pic River	226407	Single Cell Mining Claim	Active
16.	Pic River	236480	Single Cell Mining Claim	Active
17.	Pic River	266181	Single Cell Mining Claim	Active
18.	Pic River	266556	Single Cell Mining Claim	Active
19.	Pic River	273633	Single Cell Mining Claim	Active
20.	Pic River	273639	Single Cell Mining Claim	Active
21.	Pic River	293021	Single Cell Mining Claim	Active
22.	Pic River	303177	Single Cell Mining Claim	Active
23.	Pic River	322267	Single Cell Mining Claim	Active
24.	Pic River	344650	Single Cell Mining Claim	Active
25.	Pic River	102788	Boundary Cell Mining Claim	Active
26.	Pic River	169348	Boundary Cell Mining Claim	Active
27.	Pic River	169349	Boundary Cell Mining Claim	Active
28.	Pic River	176170	Boundary Cell Mining Claim	Active
29.	Pic River	183077	Boundary Cell Mining Claim	Active
30.	Pic River	207736	Boundary Cell Mining Claim	Active
31.	Pic River	218463	Boundary Cell Mining Claim	Active
32.	Pic River	236478	Boundary Cell Mining Claim	Active
33.	Pic River	236479	Boundary Cell Mining Claim	Active
34.	Pic River	242272	Boundary Cell Mining Claim	Active
35.	Pic River	250333	Boundary Cell Mining Claim	Active
36.	Pic River	254548	Boundary Cell Mining Claim	Active
37.	Pic River	262401	Boundary Cell Mining Claim	Active
38.	Pic River	266180	Boundary Cell Mining Claim	Active
39.	Pic River	273318	Boundary Cell Mining Claim	Active

	<b>PROPERTY</b>	<b>TENURE NO.</b>	<b>TITLE TYPE</b>	<b>TENURE STATUS</b>
40.	Pic River	285721	Boundary Cell Mining Claim	Active
41.	Pic River	293020	Boundary Cell Mining Claim	Active
42.	Pic River	333762	Boundary Cell Mining Claim	Active
43.	Pic River	344651	Boundary Cell Mining Claim	Active

All located in the Province of Ontario.