

OTCQB Certification

I, James Bordian, CFO and Director of Nine Mile Metals Ltd. ("the Company"), certify that:

1. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below:

REGISTERED or REPORTING WITH THE SEC:

- Company is registered under Section 12(g) of the Exchange Act
 Company is reporting under Section 15(d) of the Exchange Act.
 Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
 Company is reporting under Regulation A (Tier 2)
 Other (describe) _____

EXEMPT FROM SEC REGISTRATION/NO SEC REPORTING OBLIGATIONS:

- Company is exempt from registration under Exchange Act Rule 12g3-2(b)
 Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
 Company is reporting under the Alternative Reporting Company Disclosure Guidelines and is otherwise exempt from registration and not required to file periodic reporting

2. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.
3. The company is duly organized, validly existing and in good standing under the laws of the state or jurisdiction in which the Company is organized or does business.
4. The share information below is for the primary OTCQB traded security as of the latest practicable date:

US Trading Symbol:		VMSXF	As of January 29, 2024:
Shares Authorized	(A)	Unlimited	
Total Shares Outstanding	(B)	69,468,387	
Number of Restricted Shares ¹	(C)	8,294,182	
Unrestricted Shares Held by Officers, Directors, 10% Control Persons & Affiliates	(D)	21,144,657	
Public Float: <i>Subtract Lines C and D from Line B</i>	(E)	40,029,548	
% Public Float: <i>Line E Divided by Line B (as a %)</i> ²	(F)	57.6%	
Number of Beneficial Shareholders of at least 100 shares ³	(G)	73 ^{3a}	

5. Convertible Debt:

¹ Restricted Shares means securities that are subject to resale restrictions for any reason. Your transfer agent should be able to provide the total number of restricted securities.

² Public Float means the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "10 percent Control Person"), or any Affiliates thereof, or any Family Members of officers, directors, and control persons. Family Member shall mean a Person's spouse, parents, children, and siblings, whether by blood, marriage or adoption, or anyone residing in such Person's home. OTCQB traded securities are required to have a freely traded public float of at least 10% of the shares outstanding unless an exemption applies.

³ Beneficial Shareholder means any person who, directly or indirectly has or shares voting power of such security or investment power, which includes the power to dispose, or to direct the disposition of, such security. OTCQB traded securities are required to have at least 50 beneficial shareholders unless an exemption applies.

^{3a} Registered shareholders

{03313421;1}

OTC Markets Group Inc.

The following is a complete list of all promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities that were issued or outstanding at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification. **(If the note is no longer outstanding as of the current date, but was outstanding during the previously described period, the note must still be disclosed in the table below.):**

Check this box to confirm there were no promissory notes, convertible notes, or other convertible debt arrangements issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁴	Name of Noteholder (entities must have individual with voting / investment control disclosed), ⁵	Reason for Issuance (e.g., Loan, Services, etc.)
14Dec23	5,000	5,750	14Dec25	\$0.10 per share	Nil	57,500	Brydon Chan	Loan
14Dec23	7,500	8,625	14Dec25	\$0.10 per share	Nil	86,250	Winnie Chew	Loan
14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Dr. Robert McKenzie Inc.	Loan
14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Hassan Hamza	Loan
14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Hamza Ventures Inc.	Loan
14Dec23	2,500	2,875	14Dec25	\$0.10 per share	Nil	28,750	Susan Ingram	Loan
14Dec23	25,000	28,750	14Dec25	\$0.10 per share	Nil	287,500	Charles MaLette	Loan
14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Momentum Premium Services Group Inc.	Loan
14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Riverwind Electrical Ltd.	Loan
14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Sincere Healthcare Ltd.	Loan
14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Aldo Venier	Loan
14Dec23	5,000	5,750	14Dec25	\$0.10 per share	Nil	57,500	Malcolm Venier	Loan
14Dec23	7,500	8,625	14Dec25	\$0.10 per share	Nil	86,250	Ryan Venier	Loan
14Dec23	5,000	5,750	14Dec25	\$0.10 per share	Nil	57,500	Jordan Visco	Loan
14Dec23	2,500	2,875	14Dec25	\$0.10 per share	Nil	28,750	Voelpel Gold Medal Investments Ltd.	Loan

⁴ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

⁵ International Reporting Companies may elect not to disclose the names of noteholders who are non-affiliates of the company. "Affiliate" is a Person that directly, or indirectly through one or more intermediaries, controls or is controlled by, or is under common control with, an officer, a director, or a shareholder beneficially owning 10 percent or more of the Company's outstanding shares.

14Dec23	10,000	11,500	14Dec25	\$0.10 per share	Nil	115,000	Gabriel Manuge	Loan
14Dec23	25,000	28,750	14Dec25	\$0.10 per share	Nil	287,500	Justin Drake	Loan
14Dec23	11,000	12,650	14Dec25	\$0.10 per share	Nil	126,500	Dalip Kalar	Loan
14Dec23	25,000	28,750	14Dec25	\$0.10 per share	Nil	287,500	Beluga Media Corp.	Loan
Total Outstanding Balance:		231,150	Total Shares:		Nil	2,311,500		

Use the space below to provide any additional details, including footnotes to the table above:

6. Disclosure and Administrative Service Providers:

Annual Report Preparation:

List any law firm(s) and attorney(s) (including internal counsel) that acted as the Company's primary legal counsel in preparing its most recent annual report. (If no attorney assisted in putting together the disclosure, identify the person(s) who prepared the disclosure and their relationship to the company.)

Owen Bird Law Corporation
2900 – 733 Seymour Street, Vancouver, BC V6B 0S6
Kari Richardson
604-691-7525
krichardson@owenbird.com

Ongoing Disclosure and Administrative Services:

List any other attorney or service provider, if different than the primary legal counsel listed above, that assisted the company during the prior fiscal year on any matter related to preparation of company disclosure documents, corporate actions and activities related to submission of a Form 211 or OTC Markets' Application. **Please include the following items in this list: firm name, firm address, primary contact name and description of services provided.** If none, please state "None."

None

7. Investor Relations Providers:

The following is a complete list of third-party providers engaged by the Company, its officers, directors or controlling shareholders, at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification, to provide investor relations services, public relations services, marketing, brand awareness, stock promotion, or any other related services to the Company. **Please include the following items in this list: firm name, firm address, primary contact name and description of services provided.** If none, please state "None."

Beluga Media Corp.
#5 – 201 Grande Blvd.
Cochrane, Alberta T4C 2G4
Contact: Dustin Nanos

Provided consulting services.

Voelpel Gold Medal Investments Ltd.
21454 – 90A Ave.

Langley, BC V1M 2N1
Contact: Stephen Voelpel

Provided consulting services.

Oak Hill Financial Inc.
161 Bay Street, Suite 2460
Toronto, Ontario M5J 2S1
Contact: Jonathan L. Robinson, CFA

Provided consulting services.

Karlsson Group Limited (dba Scandinavian Alliance)
1203, 12F, Tower 3, 33 Canton Road
Tsimshatsui, Hong Kong, China,
Contact: Henrik Nilsson

Provided consulting services.

8. Officers, Directors and 5% Control Persons:

The following is a complete list of Officers, Directors and 5% Control Persons (control persons are beneficial owners of five percent (5%) or more of any class of the issuer's equity securities). Preferred shares, options, warrants that can be converted into common shares within the next 60 days should be included in the shareholdings listed below. **If any of the beneficial shareholders are corporate entities, provide the name and address of the person(s) owning or controlling such corporate entities. If the corporate entity owning 5% or more does not have a person(s) owning or controlling it, provide a note explaining why. For nominee accounts owning 5% or more, provide the name of the 5% beneficial shareholder for this account. If there are no beneficial shareholders of 5% or more behind a nominee account, add a note confirming this.**

Name (First, Last)	Position/company affiliation (ex: CEO, 5% control person)	City and State (And Country if outside US)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of shares owned	Percentage of Class of Shares Owned (undiluted)
Charles MaLette	Director	Vancouver, BC, Canada	1,705,000 Common Shares 700,000 Options 150,000 Warrants	Common Shares	2.45%
James Bordian	Director/CFO	Surrey, BC, Canada	25,001 Common Shares 700,000 Options	Common Shares	0.04%
Terry Fields	Director	Santa Monica, California	600,000 Options	N/A	N/A
Jean Luc Roy	Director	Nanaimo, BC, Canada	350,000 Options	N/A	N/A

Patrick Cruickshank (9,129,354 common shares under Royal Stewart Capital Corp. and 500,000 common shares under Fiddlehead Mining Corp.)	Director/CEO	Newcastle, ON, Canada	9,629,354 Common Shares 450,000 Options	Common Shares	13.86%
Gary Lohman (5,921,743 common shares under 1140205 Ontario Inc. and 500,000 common shares under Fiddlehead Mining Corp.)	Director/Officer	Milton, ON, Canada	6,421,743 Common Shares 400,000 Options	Common Shares	9.24%
Kevin Hicks	Director	Texas	3,058,827 Common Shares 300,000 Options 725,555 Warrants	Common Shares	4.40%

Use the space below to provide any additional details, including conversion terms of any class of the issuer's equity securities:

9. Certification:

Date: January 29, 2024

Name of Certifying CEO or CFO: James Bordian

Title: CFO

Signature: "/s/ JAMES BORDIAN"
(Digital Signatures should appear as "/s/ [OFFICER NAME]")