

FORM 13-501F2
CLASS 2 REPORTING ISSUERS – PARTICIPATION FEE
MANAGEMENT CERTIFICATION

I, Pierre F. Massé, an officer of the reporting issuer noted below have examined this Form 13-501F2 (the **Form**) being submitted hereunder to the **Alberta Securities Commission** and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s) "Pierre F. Massé"

Name: Pierre F. Massé

Date: December 12, 2018

Title: VP, Finance and CFO

Reporting Issuer Name: Euro Manganese Inc.

End date of previous financial year: September 30, 2018

Financial Statement Values:

(Use stated values from the audited financial statements of the reporting issuer as of the end of its previous financial year)

Retained earnings or deficit	\$ <u>(10,958,327)</u> (A)
Contributed surplus	\$ <u>Nil</u> (B)
Share capital or owners' equity, options, warrants and preferred shares (whether such shares are classified as debt or equity for financial reporting purposes)	\$ <u>21,454,960</u> (C)
Non-current borrowings (including the current portion)	\$ <u>515,773</u> (D)
Finance leases (including the current portion)	\$ <u>Nil</u> (E)
Non-controlling interest	\$ <u>Nil</u> (F)
Items classified on the statement of financial position as non-current liabilities (and not otherwise listed above)	\$ <u>Nil</u> (G)
Any other item forming part of equity and not set out specifically above	\$ <u>Nil</u> (H)

Capitalization for the previous financial year
(Add items (A) through (H)) \$11,012,406

Participation Fee \$500.00

Late Fee, if applicable \$_____

Total Fee Payable \$500.00
(Participation Fee plus Late Fee)