

**UNDERTAKING REGARDING  
AGREEMENTS, CONTRACTS AND MATERIALS CONTRACTS**

TO: Ontario Securities Commission, as Principle Regulator

AND TO: British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
The Manitoba Securities Commission  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Prince Edward Island Securities Office  
Newfoundland and Labrador Securities Office

**RE: EXCELLON RESOURCES INC. PUBLIC OFFERING OF UNITS PURSUANT TO  
PROSPECTUS DATED AUGUST 20, 2019 - SEDAR Project No. 2950441**

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The undersigned, for and on behalf of Excellon Resources Inc. (the "**Corporation**"), hereby undertakes to each of the Ontario Securities Commission, British Columbia Securities Commission, Alberta Securities Commission, Financial and Consumer Affairs Authority of Saskatchewan, the Manitoba Securities Commission, Financial and Consumer Services Commission (New Brunswick), Nova Scotia Securities Commission, Prince Edward Island Securities Office and the Newfoundland and Labrador Securities Office that it will file any material contracts (the "**Material Contracts**") that have not been executed at the time of filing the final short form prospectus of the Corporation dated August 20, 2019 (the "**Final Prospectus**") and that it will file the warrant indenture (the "**Warrant Indenture**") entered into with respect to the warrants to be issued pursuant to the Final Prospectus upon becoming effective and, in any event, the Material Contracts and Warrant Indenture shall be filed no later than seven days after the execution date of the Material Contracts and Warrant Indenture.

**DATED** as of August 20, 2019.

**EXCELLON RESOURCES INC.**

By: s/ "Brendan Cahill"  
President and Chief Executive Officer