

**NOTICE DECLARING INTENTION TO BE QUALIFIED UNDER NATIONAL  
INSTRUMENT 44-101 *SHORT FORM PROSPECTUS DISTRIBUTIONS*  
("NI 44-101")**

December 15, 2020

To: the British Columbia Securities Commission

And to: the Alberta Securities Commission

Empress Royalty Corp. (the "Issuer") intends to be qualified to file a short form prospectus under NI 44-101. The Issuer acknowledges that it must satisfy all applicable qualification criteria prior to filing a preliminary short form prospectus. This notice does not evidence the Issuer's intent to file a short form prospectus, to enter into any particular financing or transaction or to become a reporting issuer in any jurisdiction. This notice will remain in effect until withdrawn by the Issuer.

/s/ Alexandra Woodyer Sherron

Alexandra Woodyer Sherron, President and Chief Executive Officer