

CERTIFICATE
(Section 2.20 of National Instrument 54-101)

To: British Columbia Securities Commission
Alberta Securities Commission
Ontario Securities Commission

I, Philip Yee, Vice-President of Finance and Chief Financial Officer of Aztec Minerals Corp. (the "Corporation"), hereby certify that the Corporation is relying on section 2.20 of NI 54-101 to abridge the time prescribed in subsections 2.2(1) and 2.5(1) of NI 54-101 and that the Corporation has:

- (a) arranged to have proxy-related materials for the Corporation's annual and special meeting of shareholders to be held on Friday, June 29, 2018 (the "Meeting") to be sent in compliance with National Instrument 54-101 ("NI 54-101") to all beneficial owners at least 21 days before the date fixed for the Meeting; and
- (b) arranged to have carried out all of the requirements of NI 54-101 in addition to those described in subparagraph (a).

DATED as of the 22nd day of May, 2018.

AZTEC MINERALS CORP.

Per: *"Philip Yee"*

PHILIP YEE

Vice-President of Finance and Chief Financial
Officer