

**ORLA MINING LTD.**  
(the “Company”)

**CERTIFICATE**

**TO:** British Columbia Securities Commission  
Alberta Securities Commission  
Financial and Consumer Affairs Authority of Saskatchewan  
The Manitoba Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers (Québec)  
Financial and Consumer Services Commission (New Brunswick)  
Nova Scotia Securities Commission  
Office of the Superintendent of Securities Service Newfoundland & Labrador  
Prince Edward Island Office of the Superintendent of Securities  
Northwest Territories Office of the Superintendent of Securities  
Office of the Yukon Superintendent of Securities  
Office of the Superintendent of Securities, Nunavut

**RE:** The abridgement of time pursuant to National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“NI 54-101”)

**DATE** December 20, 2024

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In connection with the abridgement of the time periods (the “**Abridgement**”) by the Company for notifying various regulatory authorities, exchanges and depositories of the record date and meeting date for the Company’s special meeting of shareholders of the Company to be held on January 21, 2025 (the “**Meeting**”), and for delivering requests for beneficial ownership information to certain participants and intermediaries in connection with the Meeting, the undersigned, Brendan DePoe, Corporate Counsel and Corporate Secretary of the Company, hereby certifies for and on behalf of the Company and not in his personal capacity as follows:

- (a) the Company has made arrangements regarding the delivery of proxy-related materials in compliance with the applicable timing requirements in Sections 2.9 and 2.12 of NI 54-101;
- (b) the Company has otherwise carried out all of the requirements of NI 54-101 in addition to those described in paragraph (a) above; and
- (c) the Company is relying upon Section 2.20 of NI 54-101 in making the Abridgement with respect to subsections 2.2(1) and 2.5(1) of NI 54-101.

***[Remainder of page left intentionally blank.]***

**DATED** as of the date first written above.

**ORLA MINING LTD.**

By: \_\_\_\_\_ (signed) "*Brendan DePoe*"  
Name: Bendan DePoe  
Title: Corporate Counsel and Corporate  
Secretary