

UNDERTAKING

TO: British Columbia Securities Commission
Alberta Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan, Securities Division
The Manitoba Securities Commission
Ontario Securities Commission
New Brunswick Financial and Consumer Services Commission
Nova Scotia Securities Commission
Superintendent of Securities, Prince Edward Island
Superintendent of Securities, Newfoundland and Labrador
(collectively, the “**Securities Administrators**”)

Re: Marimaca Copper Corp. (the “**Company**”) final short form base shelf prospectus dated December 18, 2020 (the “**Prospectus**”)

The undersigned, for and on behalf of the Company, undertakes, pursuant to Sections 4.2(a)(x) and (x.1) of National Instrument 44-101 – *Short Form Prospectus Distributions*, that the Company will file with the Securities Administrators:

- (i) any document affecting the rights of securityholders that relates to the securities being distributed pursuant to the Prospectus that are required to be filed under Section 12.1(1) of National Instrument 51-102 – *Continuous Disclosure Obligations* (“**NI 51-102**”); and
- (ii) any material contract required to be filed under Section 12.2 of NI 51-102;

and, in each case if it has not been previously filed, it will be filed promptly and, in any event, no later than seven days after the document becomes effective or the after the execution of the material contract, as applicable.

[Signature page follows]

DATED this December 18, 2020.

MARIMACA COPPER CORP.

By: (signed) "Hayden Locke"
Name: Hayden Locke
Title: President