

FORM 6

CERTIFICATE OF COMPLIANCE

TO: CANADIAN NATIONAL STOCK EXCHANGE (“CNSX”)

Golden Cross Resources Inc. (the “Issuer”) hereby certifies to CNSX that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CNSX Requirements (as defined in CNSX Policy 1).

Date: August 30, 2012

“John Morita”

(Signature)

John Morita, CFO

(Print Name)

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(Print Office)