SCHEDULE D
FORM OF U.S. PURCHASER CERTIFICATION UPON EXERCISE OF WARRANTS

Vizsla Royalties Corp.
Suite 1723 - 595 Burrard Street
Vancouver, British Columbia V7X 1J1

Attention: Corporate Secretary

- and to -

Computershare Trust Company of Canada,
as Warrant Agent

Dear Sirs:

We are delivering this letter in connection with the purchase of common shares (the "**Common Shares**") of Vizsla Royalties Corp., a corporation incorporated under the laws of the Province of British Columbia (the "**Corporation**") upon the exercise of warrants of the Corporation ("**Warrants**"), issued under the warrant indenture dated as of June 24, 2024 between the Corporation and Computershare Trust Company of Canada.

We hereby confirm that:

(a) we are an "accredited investor" (satisfying one or more of the criteria set forth in Rule 501 (a) of Regulation D under the *United States Securities Act of 1933*, as amended (the "**U.S. Securities Act**"));

(b) we are purchasing the Common Shares for our own account;

(c) we have such knowledge and experience in financial and business matters that we are capable of evaluating the merits and risks of purchasing the Common Shares;

(d) we are not acquiring the Common Shares with a view to distribution thereof or with any present intention of offering or selling any of the Common Shares, except (i) to the Corporation, (ii) outside the United States in accordance with Rule 904 under the U.S. Securities Act, or (iii) inside the United States in accordance with Rule 144 under the U.S. Securities Act, if applicable, and in compliance with applicable state securities laws;

(e) we acknowledge that we have had access to such financial and other information as we deem necessary in connection with our decision to exercise the Warrants and purchase the Common Shares; and

(f) we acknowledge that we are not purchasing the Common Shares as a result of any general solicitation or general advertising, including advertisements, articles, notices or other communications published in any newspaper, magazine or similar media or broadcast over radio, television, or any seminar or meeting whose attendees have been invited by general solicitation or general advertising.

We understand that the Common Shares are being offered in a transaction not involving any public offering within the United States within the meaning of the U.S. Securities Act and that the Common Shares have not been and will not be registered under the U.S. Securities Act. We further understand that any Common Shares acquired by us will be in the form of definitive physical certificates and that such certificates will bear a legend reflecting the fact that we will not offer, sell or otherwise transfer any of the Common Shares, directly or indirectly, unless (i) the sale is to the Corporation; (ii) the sale is made outside the United States

in compliance with the requirements of Rule 904 of Regulation S under the U.S. Securities Act; or (iii) the sale is made in the United States (A) pursuant to an exemption from registration under the U.S. Securities Act provided by Rule 144 thereunder, if available, and in compliance with any applicable state securities laws, or (B) pursuant to a transaction that does not require registration under the U.S. Securities Act or applicable state securities laws, and in the case of each of clauses (A) and (B), the purchaser meets the definition of "accredited investor" within the meaning of Rule 501(a) of Regulation D under the U.S. Securities Act and the seller has furnished to the Corporation an opinion to such effect from counsel of recognized standing reasonably satisfactory to the Corporation prior to such offer, sale or transfer.

We acknowledge that you will rely upon our confirmations, acknowledgements and agreements set forth herein, and we agree to notify you promptly in writing if any of our representations or warranties herein ceases to be accurate or complete.

DATED this ___ day of _____, 20___.

(Name of Seller)

By: _____
Name:
Title: