

**APAC RESOURCES INC.**

Suite 200 - 551 Howe Street  
Vancouver, BC  
V6C 2C2

November 16, 2017

**CERTIFICATE**

Reference is made to the Special Meeting of the Shareholders of common shares in the capital of APAC Resources Inc. (the "Corporation") scheduled to be held on Friday, December 8, 2017 (the "Meeting").

I, Robert Coltura, President and Chief Executive Officer of the Corporation, hereby certify in my capacity as an officer of the Corporation, for and on behalf of the Corporation, and not in my personal capacity, that:

1. All proxy-related materials in connection with the Meeting are being sent in compliance with National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* ("NI 54-101") to all beneficial owners of the Corporation at least 21 days before the date fixed for the Meeting.
2. The Corporation has arranged to carry out in connection with the Meeting all of the requirements of NI 54-101 in addition to those described in item 1 above.
3. The Corporation is relying upon section 2.20 of NI 54-101 to abridge the time prescribed in subsection 2.5(1) of NI 54-101.

The terms "beneficial owner" and "proxy-related materials" as used in this Certificate shall have the respective meanings ascribed thereto in NI 54-101.

DATED the 16<sup>th</sup> day of November, 2017.

**APAC RESOURCES INC.**

By:   s/ "Robert Coltura"    
Robert Coltura,  
President and Chief Executive Officer