

Notice of Change of Auditor
Pursuant to National Instrument 51-102, Section 4.11

On November 15, 2012 KWG Resources Inc. (the “Corporation”) removed PricewaterhouseCoopers LLP as its auditor during their current term of appointment.

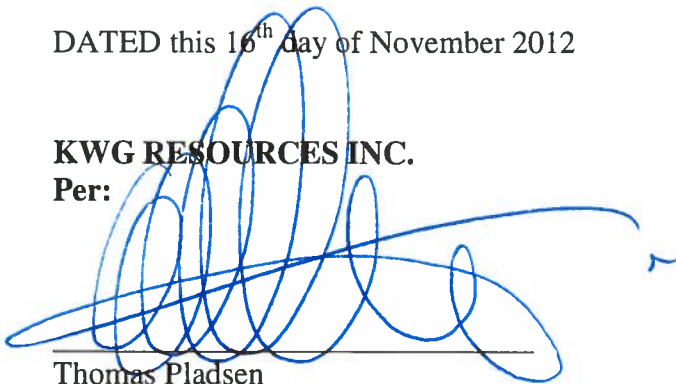
The Board of Directors of the Corporation approved the decision to change the auditor.

The auditor’s reports of PricewaterhouseCoopers LLP on the Corporation’s financial statements for the two years ended December 31, 2011 and 2010 did not contain any reservations as to departures from generally accepted accounting principles or limitation in the scope of the audits. Furthermore, in connection with the audits for the two years ended and through to November 15, 2012, there have been no reportable events, as defined in National Instrument 51-102 Continuous Disclosure Obligations of the Canadian Securities Administrators.

DATED this 16th day of November 2012

KWG RESOURCES INC.

Per:



Thomas Pladsen
Chairman of the Audit Committee