

**KWG RESOURCES INC.**  
**QUALIFICATION CERTIFICATE**

TO: British Columbia Securities Commission  
Ontario Securities Commission  
Autorité des marchés financiers

The undersigned, being the President and Chief Executive Officer of KWG Resources Inc. (the “**Corporation**”), hereby certifies on behalf of the Corporation that:

1. this certificate is being delivered pursuant to section 4.1 of National Instrument 44-101 - *Short Form Prospectus Distributions* (“**NI 44-101**”);
2. the Corporation is relying on the criteria set out in section 2.2 of NI 44-101 in order to be qualified to file a prospectus in the form of a short form prospectus;
3. the Corporation satisfies the criteria set forth in section 2.2 of NI 44-101, in that:
  - (a) the Corporation is an electronic filer under National Instrument 13-101 - *System for Electronic Document Analysis and Retrieval (SEDAR)*;
  - (b) the Corporation is a reporting issuer in all provinces of British Columbia, Alberta, Manitoba, Ontario, Quebec and Nova Scotia;
  - (c) the Corporation has filed with the securities regulatory authority in the provinces of British Columbia, Alberta, Manitoba, Ontario, Quebec and Nova Scotia, all periodic and timely disclosure documents that it is required to have filed in those jurisdictions,
    - (i) under applicable securities legislation,
    - (ii) pursuant to an order issued by the securities regulatory authority, or
    - (iii) pursuant to an undertaking to the securities regulatory authority
  - (d) all of the material incorporated by reference in the preliminary prospectus dated August 15, 2014, has been previously filed;
  - (e) the Corporation has, in at least one jurisdiction in which it is a reporting issuer,
    - (i) current annual financial statements, and
    - (ii) a current AIF;
  - (f) the Corporation’s equity securities are listed and posted for trading on the Toronto Stock Exchange, and the Corporation is not an issuer
    - (i) whose operations have ceased, or
    - (ii) whose principal asset is cash, cash equivalents, or its exchange listing.

Dated the 15<sup>th</sup> day of August, 2014.

*“Frank Smeenk”*

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**FRANK SMEENK**  
**PRESIDENT AND CHIEF EXECUTIVE OFFICER**