## FORM 13-502F1 CLASS 1 AND CLASS 3B REPORTING ISSUERS – PARTICIPATION FEE

MANAGEMENT CERTIFICATION								
I, <u>Robert Dinning</u> , an officer of being submitted hereunder to the Ontario Sec diligence, the information provided in the Form	curities Commi	ission and certif						
(s) "Robert Dinning" Name: Robert Dinning Title: Chairman	<u>Jun</u> Date:	e 29, 201	6					
Reporting Issuer Name:	Meadow Ba	ay Gold Corpora	ition	_				
End date of previous financial year:	March 31, 2016		_					
Type of Reporting Issuer:	⊠ Class 1 reporting issuer		□ Cla	☐ Class 3B reporting issuer				
Highest Trading Marketplace: (refer to the definition of "highest trading marketplace.	Rule 13-502 <i>Fees</i>	:)	_					
Market value of listed or quoted equity sec (in Canadian Dollars - refer to section 7.1 of OSC F	turities: Tule 13-502 <i>Fee</i>	s)						
Equity Symbol								
1st Specified Trading Period (dd/mm/yy) (refer to the definition of "specified trading period Rule 13-502 Fees)	" under OSC	01/04/2015	5	to	30/06/2015			
Closing price of the security in the class or s last trading day of the specified trading peri such security was listed or quoted on the hig marketplace	od in which		\$	0.20		(i)		
Number of securities in the class or seri security outstanding at the end of the last trathe specified trading period				68,019	9,795	(ii)		
Market value of class or series		(i) x (ii)	\$	13,603	3,959	(A)		
2 <sup>nd</sup> Specified Trading Period (dd/mm/yy) (refer to the definition of "specified trading period Rule 13-502 <i>Fees</i> )	" under OSC	01/07/2015		to	30/09/2015			
Closing price of the security in the class or s last trading day of the specified trading peri such security was listed or quoted on the hig marketplace	od in which		\$	0.15		(iii)		
Number of securities in the class or seri security outstanding at the end of the last trathe specified trading period				73,74	0,295	(iv)		

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Market value of class or series	(iii) x (iv)	\$_	11,061,044.25	(B)
<b>3<sup>rd</sup> Specified Trading Period</b> (dd/mm/yy) (refer to the definition of "specified trading period" under OSC Rule 13-502 <i>Fees</i> )	01/10/2015		to31/12/2015	
Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace		\$_	0.08	(v)
Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period			74,990,295	(vi)
Market value of class or series	(v) x (vi)	\$_	5,999,223.60	(C)
<b>4<sup>th</sup> Specified Trading Period</b> (dd/mm/yy) (refer to the definition of "specified trading period" under OSC Rule 13-502 <i>Fees</i> )	01/01/20	16	to31/03/2016	
Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace			0.065	_ (vii)
Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period			80,070,295	_ (viii)
Market value of class or series	(vii) x (viii)	\$_	5,204,569.18	(D)
<b>5<sup>th</sup> Specified Trading Period</b> (dd/mm/yy) (if applicable – refer to the definition of "specified trading period" under OSC Rule 13-502 <i>Fees</i> )	N/A		toN/A	
Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace		\$_	-	_ (ix)
Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period			-	_ (x)
Market value of class or series	(ix) x (x)	\$_		(E)
Average Market Value of Class or Series (Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through E above))				
		\$	8.967.199	(1)

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(Repeat the above calculation for each other class or series of equity securities of the reporting issuer (and a subsidiary pursuant to paragraph 2.8(1)(c) of OSC Rule 13-502 Fees, if applicable) that was listed or quoted on a marketplace at the end of the previous financial year)

(See paragraph 2.8(1)(b), and if applicable, paragraph 2.8(1)(c) of OSC Rule 13-502 Fees)	\$ N/A	(2)
(Provide details of how value was determined)		
Capitalization for the previous financial year (1) + (2)	\$ 8,967,199	
Participation Fee (For Class 1 reporting issuers, from Appendix A of OSC Rule 13-502 Fees, select the participation fee)	\$ 890	
(For Class 3B reporting issuers, from Appendix A.1 of OSC Rule 13-502 <i>Fees</i> , select the participation fee)		
Late Fee, if applicable (As determined under section 2.7 of OSC Rule 13-502 Fees)	\$ Nil	
<b>Total Fee Payable</b> (Participation Fee plus Late Fee)	\$ 890	

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