



Fogler, Rubinoff LLP  
Lawyers

77 King Street West  
Suite 3000, PO Box 95  
TD Centre  
Toronto, ON M5K 1G8  
t: 416.864.9700 | f: 416.941.8852  
foglers.com

February 20, 2013

Reply To: Debby Palmer  
Direct Dial: 416.864.7624  
E-mail: dpalmer@foglers.com  
Our File No. 07-6128

**VIA SEDAR**

Autorité des marchés financiers  
800, square Victoria, 22<sup>nd</sup> Floor  
C.P. 246 tour de la Bourse  
Montréal, Québec  
H4Z 1G3

Dear **Sirs/Mesdames**:

**Re: Sonoma Capital Inc. (the "Company") - Annual MD&A**

---

Further to the request of the Autorité des marchés financiers, please be advised that we are refilling the annual MD&A for the Company to reflect certain revisions:

1. Information in connection with the Audit Committee and Corporate Governance Disclosure can be found on page 9 and 10;
2. Information with respect to Disclosure by Venture Issuer can be found at Schedule "A", Form 52-110F1; and
3. Information of Corporate Governance Disclosure can be found at Schedule "B", Form 58-101F2.

Yours truly,

**FOGLER, RUBINOFF LLP**

*/s/ Debby Palmer*

Debby Palmer  
Securities Law Clerk  
/dp