

MATICA ENTERPRISES INC.
(the “Company”)

CERTIFICATE OF OFFICER

**RE: Annual General and Special Meeting of Shareholders of the Company
to be held on Monday, September 29, 2014 (the “Meeting”)**

The undersigned, Boris Ziger, being the Chief Executive Officer and a director of the Company, hereby certifies for and on behalf of the Company and not in any personal capacity, and without assuming any personal liability whatsoever, after making due inquiry that:

- (a) the Company has relied on section 2.20 of National Instrument 54-101 (the “**Instrument**”) to abridge the times prescribed in subsection 2.2(1) and 2.5(1) of the Instrument;
- (b) the Company has arranged to have proxy-related materials for the Meeting sent in compliance with the Instrument to all beneficial owners at least 21 days before the date fixed for the Meeting; and
- (c) the Company has arranged to have carried out all of the requirements of the Instrument in addition to the foregoing.

DATED the 20th day of August, 2014.



Boris Ziger
Chief Executive Officer and director