

CERTIFICATE OF ABRIDGEMENT

Reference is made to the Annual General and Special Meeting of holders of common shares in the capital of Phoenix Gold Resources Corp. (the "**Corporation**") scheduled to be held on Thursday, May 16, 2019 (the "**Meeting**").

I, Sean Choi, Chief Financial Officer, of the Corporation, hereby certify in my capacity as an officer of the Corporation, for and on behalf of the Corporation, and not in my personal capacity, that:

1. Arrangements have been made to have proxy-related materials in connection with the Meeting sent in compliance with the applicable timing requirements of subsections 2.9 and 2.12 of National Instrument 54-101 *Communication with Beneficial Owners of Securities of a Reporting Issuer* ("**NI 54-101**").
2. The Corporation has arranged to carry out in connection with the Meeting all of the requirements of NI 54-101 in addition to those described in item 1 above.
3. The Corporation is relying upon Section 2.20 of NI 54-101 in connection with the abridgement of certain of the time periods specified in NI 54-101 in respect of the Meeting.

The term "proxy-related materials" as used in this Certificate shall have the meaning ascribed thereto in NI 54-101.

DATED this 18th day of April, 2019.

PHOENIX GOLD RESOURCES CORP.

Per: "Sean Choi"
Sean Choi
Chief Financial Officer