



**British Columbia
Securities Commission**

Corporate Finance
SEDAR Electronic Correspondence

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RECEIPT

Spirit Bear Capital Corp.

This is the receipt of the **British Columbia Securities Commission** for the **Preliminary CPC Prospectus** of the above Issuer dated **April 3, 2012** (the preliminary prospectus).

This receipt also evidences that the **Ontario Securities Commission** has issued a receipt for the preliminary prospectus.

The preliminary prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **Alberta**. A receipt for the preliminary prospectus is deemed to be issued by the regulator in this jurisdiction, if the conditions of the Instrument have been satisfied.

April 4, 2012

Michael L. Moretto

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Manager, Corporate Finance

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