

**CERTIFICATE OF OFFICER
OF
CORPORATE CATALYST ACQUISITION INC.**

RE: Abridgement of time in accordance with Section 2.20 of National Instrument 54-101 - *Communication with Beneficial Owners of Securities of a Reporting Issuer* (“**NI 54-101**”)

The undersigned, Paul Kelly, duly appointed Chief Executive Officer and Chief Financial Officer of Corporate Catalyst Acquisition Inc. (the “**Company**”), hereby certifies for and on behalf of the Company, and not in his personal capacity, that the Company:

- (a) has arranged to have proxy-related materials for the annual and special meeting of shareholders of the Company to be held on December 16, 2014 sent in compliance with NI 54-101 to all beneficial owners at least 21 days before the date fixed for the meeting;
- (b) has arranged to have carried out all of the requirements of NI 54-101 in addition to those described in paragraph (a) above; and
- (c) is relying upon section 2.20 of NI 54-101.

DATED this 17th day of November, 2014.

**CORPORATE CATALYST
ACQUISITION INC.**

By: “Paul Kelly”
Paul Kelly
Chief Executive Officer and Chief
Financial Officer