

RESOLUTION OF THE DIRECTORS OF ANCHOR CAPITAL CORPORATION. (THE "CORPORATION") APPROVED, ADOPTED AND CONSENTED TO IN WRITING WITHOUT THE HOLDING OF A MEETING AS EVIDENCED BY THE SIGNATURES OF ALL OF THE DIRECTORS PURSUANT TO THE *BUSINESS CORPORATIONS ACT* (ALBERTA) AND THE BY-LAWS OF THE CORPORATION

PROSPECTUS

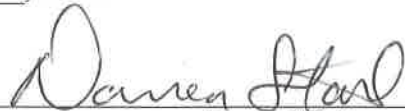
BE IT RESOLVED THAT:

1. The form of the final prospectus attached to this resolution and marked Exhibit "A" (the "Prospectus"), relating to the offering to the public of common shares without nominal or par value in the capital of the Corporation (the "Common Shares") at a price of \$0.10 per Common Share with Richardson GMP Limited, as agent for the Corporation, be approved. Darren Stark as Chief Executive Officer and Chief Financial Officer of the Corporation, plus any two (2) directors of the Corporation, be authorized to evidence such approval by signing the Prospectus, with such changes, additions or alterations thereto as they may on advice of counsel, approve. The approval of any changes, additions, alterations, or amendments shall be conclusively evidenced by the execution of the Prospectus.
2. The financial statements of the Corporation included in the Prospectus be approved and any two (2) directors of the Corporation be authorized to evidence such approval by signing the Balance Sheet forming a part of such financial statements for and on behalf of the Corporation.
3. Any one (1) director or officer of the Corporation is hereby authorized and directed to do and perform all such acts and things and to execute and deliver and to file or cause to be executed, delivered or filed in the name and on behalf of the Corporation, whether under the corporate seal of the Corporation or otherwise, all such documents, including documents in amendment of the Prospectus, as such director or officer shall deem necessary or proper.
4. This resolution may be executed in separate counterparts, and all such executed counterparts when taken together shall constitute one (1) resolution. The Corporation shall be entitled to rely on delivery of a facsimile or PDF copy of the executed resolution and such facsimile or PDF copy shall be legally effective to create a valid and binding resolution.

CERTIFICATE

I, Darren Stark, the President, Chief Executive Officer and Chief Financial Officer and a Director of Anchor Capital Corporation (the "Corporation") hereby certify that the foregoing is a true copy of a resolution of the Directors of the Corporation, approved and adopted by the Directors of the Corporation in writing and that the said resolution is now in full force and effect.

DATED as of the 30th day of June, 2014.



Darren Stark, President, Chief Executive Officer and
Chief Financial Officer and Director