

FORM 13-501F2
CLASS 2 REPORTING ISSUERS – PARTICIPATION FEE

MANAGEMENT CERTIFICATION

I, Jason Walsh, an officer of the reporting issuer noted below have examined this Form 13-501F2 (the **Form**) being submitted hereunder to the Alberta Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

Name: Jason Walsh
Title: President

Date: December 22, 2016

Reporting Issuer Name: THELON DIAMONDS LTD

End date of previous financial year: AUGUST 31, 2016

Financial Statement Values:

(Use stated values from the audited financial statements of the reporting issuer as of the end of its previous financial year)

Retained earnings or deficit	\$ <u>(180,565)</u> (A)
Contributed surplus	\$ <u>0</u> (B)
Share capital or owners' equity, options, warrants and preferred shares (whether such shares are classified as debt or equity for financial reporting purposes)	\$ <u>432,901</u> (C)
Non-current borrowings (including the current portion)	\$ <u>15,868</u> (D)
Finance leases (including the current portion)	\$ <u>0</u> (E)
Non-controlling interest	\$ <u>0</u> (F)
Items classified on the statement of financial position as non-current liabilities (and not otherwise listed above)	\$ <u>19,500</u> (G)
Any other item forming part of equity and not set out specifically above	\$ <u>0</u> (H)

Capitalization for the previous financial year
(Add items (A) through (H))

\$ 287,704

Participation Fee

\$ 400.00

Late Fee, if applicable

\$ 0

Total Fee Payable
(Participation Fee plus Late Fee)

\$ 400.00