

**ZANZIBAR GOLD INC.**  
(the "Company")

**December 8, 2016**

**Re: Meeting of the Shareholders of the Company to be held on January 20, 2017 (the "Meeting")**

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I, **Souhail Abi-Farrage**, President and CEO of the Company hereby certify that:

- (a) arrangements have been made to have proxy related materials for the Meeting sent in compliance with National Instrument 54-101 (the "Instrument") to all beneficial owners at least 21 days before the date fixed for the Meeting;
- (b) arrangements have been made to carry out all of the requirements of the Instrument in addition to those described in subparagraph (a); and
- (c) The Company is relying on section 2.20 of the Instrument to abridge the time prescribed in subsections 2.2(1) and 2.5(1) of the Instrument.

**ZANZIBAR GOLD INC.**

Per:           "Souhail Abi-Farrage"            
Souhail Abi-Farrage  
President and CEO