

**Appendix C to National Instrument 41-101**  
***General Prospectus Requirements***

**Non-Issuer Form of Submission to  
Jurisdiction and Appointment of  
Agent for Service of Process**

1. Name of issuer (the “Issuer”):  
GOLDEN BIRCH RESOURCES INC.
2. Jurisdiction of incorporation, or equivalent, of Issuer:  
Ontario (incorporated pursuant to the *Canada Business Corporations Act* on October 10, 2017).
3. Address of principal place of business of Issuer:  
140 Cook’s Lake Road, Timmins, Ontario, P4R 0B7
4. Description of securities (the “Securities”):  
Not Applicable – Prospectus is non-offering.
5. Date of the prospectus (the “Prospectus”) under which the Securities are offered:  
February 4, 2020
6. Name of person filing this form (the “Filing Person”):  
Alan Martin
7. Filing Person’s relationship to Issuer:  
Chief Executive Officer, Director, Promoter
8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person:  
Australia
9. Address of principal place of business of Filing Person:  
4 Coorabin Rd., Northbridge, New South Wales, Australia, 2063
10. Name of agent for service of process (the “Agent”):  
Peterson McVicar LLP
11. Address for service of process of Agent in Canada (the address may be anywhere in Canada):  
18 King Street East, Suite 902, Toronto, ON M5C 1C4
12. The Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal,

penal or other proceeding (the "Proceeding") arising out of, relating to or concerning the distribution of the Securities made or purported to be made under the Prospectus, and irrevocably waives any right to raise as a defence in any such Proceeding any alleged lack of jurisdiction to bring the Proceeding.

13. The Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of
  - (a) the judicial, quasi-judicial and administrative tribunals of each of the provinces and territories of Canada in which the securities are distributed under the Prospectus; and
  - (b) any administrative proceeding in any such province or territory,in any Proceeding arising out of or related to or concerning the distribution of the Securities made or purported to be made under the Prospectus.
14. Until six years after completion of the distribution of the Securities made under the Prospectus, the Filing Person shall file a new submission to jurisdiction and appointment of agent for service of process in this form at least 30 days before termination of this submission to jurisdiction and appointment of agent for service of process.
15. Until six years after completion of the distribution of the Securities under the Prospectus, the Filing Person shall file an amended submission to jurisdiction and appointment of agent for service of process at least 30 days before a change in the name or above address of the Agent.
16. This submission to jurisdiction and appointment of agent for service of process shall be governed by and construed in accordance with the laws of Ontario.

Dated: February 4, 2020

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*"Alan Martin"*

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Signature of Filing Person

Alan Martin, Chief Executive Officer and Director  
Print name of person signing and, if the Filing Person is not an individual, the title of the person

AGENT

The undersigned accepts the appointment as agent for service of process of [insert name of Filing Person] under the terms and conditions of the appointment of agent for service of process stated above.

Dated: February 4, 2020 \_\_\_\_\_

"Dennis H. Peterson"  
Signature of Agent

Dennis H. Peterson, Solicitor  
Print name of person signing and, if Agent is not an individual, the title of the person