

DISCLOSURE POLICY

1. PURPOSE

1.1 Century Global Commodities Corporation (the “**Company**”) is committed to providing timely, factual and accurate disclosure to the public of all Material Information (as defined below) about the Company in order to keep shareholders and other market participants fully informed and to enable orderly behaviour in the market, in compliance with applicable securities laws¹ by:

- (a) establishing steps that the Company will take when it has Material Information to release to the public;
- (b) outlining the roles and responsibilities relating to the release of Material Information by various individuals at the Company;
- (c) making our Directors, officers and employees of the Company aware of our disclosure practices and policies; and
- (d) protecting and preventing the improper use or disclosure of confidential Material Information about the Company.

1.2 This Policy has been prepared by the Disclosure Committee and any future updates or revisions will be reviewed and approved by the same.

1.3 The Audit Committee assists the Board in its oversight role with respect to disclosure and has reviewed and approved this Policy. This Policy should be read and applied in conjunction with the Insider Trading Policy of the Company.

2. APPLICATION AND ADMINISTRATION OF THIS POLICY

Application of the Policy

2.1 This Policy covers all public documents filed or disseminated and statements made by or on behalf of the Company, including documents filed with the securities regulatory authorities and the Toronto Stock Exchange (“**TSX**”), marketing brochures, communications with shareholders and investors, speeches by management, employee and agent newsletters, information on the website, statements made by Directors, officers and employees, and any non-public information provided to rating agencies and regulators.

2.2 This Policy applies to the Directors, officers and employees, consultants and contractors of the Company and its subsidiaries (“**Directors, officers and employees**”) who may be in possession of, or have access to, undisclosed, Material Information regarding the Company, including those authorized to speak on the Company’s behalf.

¹ “**applicable securities laws**” for the purposes of this Policy includes, but is not limited to, the following: The *Securities Act* (Ontario), its regulations, rules, instruments, policies and notices; Part IV of the TSX Company Manual, Appendix B Disclosure Standards for Companies Engaged in Mineral Exploration, Development and Production of the TSX Company Manual, National Policy 51-201 Disclosure Standards and National Instrument 43-101 Standards of Disclosure for Mineral Projects, OSC Rule 48-501 Trading During Distributions, Formal Bids and Share Exchange Transactions.

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Disclosure Committee

2.3 The Disclosure Committee (the “**Disclosure Committee**”) is comprised of the CEO, CFO and the General Counsel & Secretary.

2.4 The Disclosure Committee administers and implements this Policy in accordance with the Charter of the Disclosure Committee and the disclosure controls and procedures set out in the Company’s Disclosure Controls and Procedures Policy (the “**Disclosure Controls Policy**”). The Disclosure Controls Policy is designed to provide reasonable assurance that information that the Company is required to disclose under applicable securities laws is recorded, processed and reported within the time periods specified.

2.5 The Disclosure Committee is responsible for determining whether information is Material Information, ensuring the timely disclosure of such Material Information in accordance with applicable securities laws and overseeing the disclosure controls, procedures and practices of the Company.

2.6 The CEO (or such other employee designated by the CEO) shall be the employee primarily responsible for the implementation and monitoring of the effectiveness of, and compliance with, this Disclosure Policy.

2.7 The Disclosure Committee will work with other Board Committees in discharging its responsibilities under this Policy, including the Audit Committee in respect of disclosure involving financial information and annual and quarterly financial statements and MD&A.

2.8 The Disclosure Committee will periodically review and monitor the Policy in conjunction with regulatory guidance and make recommendations to the Audit Committee.

3. AUTHORIZED SPOKESPERSONS

3.1 In order to minimize the risk of selective disclosure, unauthorized disclosure and inconsistent disclosure, and to communicate a clear message to the public, the Company has designated a limited group of people who are authorized to speak on behalf of the Company.

3.2 Unless otherwise authorized by the Disclosure Committee, and subject to the prior approval of the CEO, only the members of the Disclosure Committee are authorized to make public oral statements, initiate contacts with analysts, the media and investors. (“**Authorized Spokespersons**”).

3.3 Directors, officers, and employees who are not Authorized Spokespersons must not communicate information, material or otherwise, relating to the Company to the general public, investment community or the media, unless specifically asked to do so by the CEO. All such inquiries must be referred to the CEO.

4. WHAT IS MATERIAL INFORMATION?

4.1 Information relating to the business and affairs of the Company is material if:

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- (a) it would significantly affect, or would reasonably be expected to have a significant effect on, the market price or value of the securities of the Company (“**Material Fact**”);
- (b) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision.

4.2 Applicable securities laws require “timely disclosure” of all material changes in the business of the issuer through the filing of a material change report and accompanying press release, which must be released as soon as practicable and no later than 10 days after the change occurs.

4.3 A material change is a change in the business, operations or capital of the Company (including subsidiaries), which would reasonably be expected to have a significant effect on the market price or value of the securities of an issuer (“**Material Change**”). The change occurs once the Company has decided to implement the change and may occur even before the Board of Directors approves the change.

4.4 The TSX requires “timely disclosure” of material information, which includes Material Facts and Material Changes (“**Material Information**”). Attached hereto as “Schedule “A” is a list of examples of information relating to the Company that could be material, depending on the scale and magnitude.

4.5 The TSX also has additional requirements applicable to the Company, which are set out in “Disclosure Standards for Companies Engaged in Mineral Exploration, Development and Production” for both timely and continuous disclosure.

5. THE DISCLOSURE OF MATERIAL INFORMATION

5.1 The members of the Disclosure Committee will monitor developments and issues that may necessitate disclosure to the public.

5.2 In cases where the determination of materiality is not clear the CEO will consult with as many members of the Disclosure Committee as practical as well as other appropriate Directors, officers and employees of the Company to ascertain materiality.

5.3 It is important that the members of the Disclosure Committee be informed of events and developments that may be material. Directors, officers and employees that become aware of events and developments that may be material should contact the CEO.

5.4 If the information is material, the CEO, in consultation with at least one other member of the Disclosure Committee, will then oversee the release of such information publicly in accordance with the procedures outlined in this Policy.

Press Releases

5.5 The Company has developed a procedure for all Company press releases. The process includes drafting the press release, circulating it to senior management and officers, as appropriate, review by the Disclosure Committee and, if the disclosure is material, notifying the TSX in accordance with applicable securities laws and this Policy, translating the release into French, disseminating the release through the national wire services and other distribution channels so as to effect broad dissemination, posting the

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news release on the website and making any filings required under applicable securities laws including SEDAR filings.

5.6 Material Information must be disclosed in a news release on a timely basis. Material Information must be kept confidential until released and when it is released, it must be released in a manner that reaches the broadest possible audience.

5.7 In advance of the press release, Market Surveillance must be advised of its contents and supplied with a copy in advance of its release, in accordance with applicable securities laws. After notification to Market Surveillance the press release must be transmitted to the media by the quickest possible method and one that provides national coverage.

5.8 When the nature of the announcement makes it appropriate, information sessions will be held with analysts to discuss the announcement. These sessions will be open to the public and the media. Any supplemental information will be concurrently posted on the Company's website.

Material Change Reports

- 5.9 The CEO, in consultation with such other persons as he may consider necessary, must:
- (a) consider whether the Material Information is an event or an occurrence of any change may constitute a Material Change in respect of the Company, as that term is defined under applicable securities laws;
 - (b) if it does constitute a material change, prepare a press release and a material change report describing the material change as required under applicable laws;
 - (c) to the extent practicable, circulate the draft press release and material change report to the members of the Board, the Audit Committee or senior management together, as appropriate;
 - (d) file the Material Change Report and press release on SEDAR and release the press release to the major news wire services that disseminate financial news to the financial press; and
 - (e) as appropriate, determine whether a reasonable basis exists for filing the material change report on a confidential basis. In general, filings will not be made on a confidential basis although, in exceptional circumstances (such as disclosure related to a potential acquisition), confidential disclosure may be appropriate.

6. OTHER COMMUNICATIONS WITH THE PUBLIC

External Speeches and Presentations

6.1 Invitations to give external speeches, interviews or other oral presentations relating to the Company's business or operations at conferences or other public venues must be preapproved by the Authorized Spokesperson before acceptance and the content of any speech or presentation must be reviewed and approved by an Authorized Spokesperson or his or her designee.

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6.2 If any such speech or presentation contains Material Information that has not been previously disclosed, then it must be referred to the Disclosure Committee for prior review and comment.

6.3 When available, a transcript or electronic recording of all speeches, interviews, presentations and other public oral statements made by any Spokesperson shall be made and furnished to the CEO immediately following the making of such speeches, interviews, or presentations.

Communication with the Investment Community, Investors and the Media

6.4 All inquiries from the investment community, shareholders and media should be referred to the CEO and dealt with, in accordance with the media protocol set out in Schedule “B” hereto. The CEO is responsible for all investor inquiries, including those communicated via email or through the Company’s website and for providing guidance on the type of information that may be transmitted electronically.

6.5 The Company recognizes that meeting with analysts and significant investors are an element of its investor relations program. Authorized Spokespersons or their designees will meet with analysts, investors and representatives of the media on an individual or small group basis from time to time.

6.6 The CEO is responsible for responses to all electronic inquiries from the media, shareholders and the investment community. Only public information or information which could otherwise be disclosed in accordance with this Policy shall be utilized in responding to electronic inquiries.

6.7 The Company may use meetings, conference calls and webcasts to communicate additional non-material information to investors and research analysts.

6.8 Media may be invited to listen but not participate in any such session. Media will be instructed to direct inquiries to the CEO. Investor conference calls and meetings will be scripted to avoid selective disclosure or disclosure of confidential information, while still allowing for informal Q&As.

6.9 Detailed records and/or transcripts of any conference calls, meetings or conferences will be kept and these will be reviewed to determine if any unintentional, selective disclosure was occurred. If such unintentional disclosure does occur, immediate steps will be taken to make a full public announcement and, where appropriate, the TSX will be contacted and asked to halt trading pending the issuance of a news release.

Reviewing Analyst Reports

6.10 It is the Company’s policy to review, upon request, analysts’ draft research reports or models for the purpose of pointing out factual errors based on publicly disclosed information.

6.11 When reviewing analysts’ reports or models, comments of Directors, officers, and employees must be limited to identifying factual information that has been publicly disclosed that may affect an analyst’s model and pointing out inaccuracies or omissions with respect to factual information that has been publicly disclosed.

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6.12 Any comments must contain a disclaimer that the report was reviewed for factual accuracy only. No comfort or guidance shall be expressed on the analyst's earnings models or earnings estimates and no attempt shall be made to influence an analyst's opinion or conclusion.

6.13 Analysts' reports are proprietary products of the analyst's firm. Re-circulating a report by an analyst may be viewed as an endorsement by the Company of the report. For these reasons, the Company will not post analyst reports to, or linked from, the Company's website, or by any other means, to persons outside of the Company.

Company Response to Rumours

6.14 Generally, the Company's policy is to neither confirm nor deny rumours. Rumours include comments voiced over the telephone, in meetings, posted on websites or discussed in Internet chat rooms.

6.15 The Company's Authorized Spokespersons will respond by stating that it is the Company's policy not to comment on market rumours or speculation. However, when authorized by the Disclosure Committee, Authorized Spokespersons may make exceptions and respond to certain rumours that are deemed harmful to the Company's interests, if not rebutted.

6.16 In the case where the TSX or a securities regulatory authority requests that the Company make a statement in response to a market rumour, the Disclosure Committee will consider the matter and determine the nature and context of any response.

Websites

6.17 The Disclosure Committee is responsible for creating and maintaining the Company's website. The Company's website must be maintained in accordance with applicable securities laws and this Policy.

6.18 All material to be posted to the website must be pre-cleared with the Disclosure Committee.

6.19 All Material Information that has been previously disclosed, including, without limitation, all documents filed on SEDAR, shall be posted on the website. (Alternatively, the website may link to those documents on SEDAR.)

6.20 All non-material Information that is released to the media and analysts, institutional investors and other market professionals (such as fact sheets, fact books, investor presentations, Q&As, materials distributed at analyst and industry conferences) shall be posted on the website.

6.21 Documents should be posted in their entirety, wherever possible. If only an excerpt is posted, then that excerpt must not be misleading when read on its own.

6.22 All links from the Company's website to a third party website must be preapproved by the Disclosure Committee and all links must include a notice that advises the reader that he or she is leaving the Company's website and that the Company is not responsible for the contents of the other site.

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6.23 While no links will be created from the Company's website to chat rooms, newsgroups or bulletin boards, pre-approved and publicly disclosed information posted on external websites may be referenced on the Company's website with authorization by the Disclosure Committee.

6.24 All information on the Company's website will be retained for a period of six years from the date of issue.

6.25 If the Company is considering a distribution of its securities, the content of the website must be reviewed before and during the offering in order that it be compliant with applicable securities laws.

6.26 All information on the website must be accurate and not misleading, out of date, incomplete, incorrect or omit a fact so as to make another misleading. Once posted the Disclosure Committee shall be responsible for ensuring that there is a regular review and if necessary, update or correction, of such information. Documents on the website shall be dated to assist investors in determining the timing of such information.

6.27 The Disclosure Committee shall also perform a website legal review from time to time in order that the website conforms with applicable securities laws.

Chat Rooms Blogs

6.28 In order to avoid inadvertent disclosure of material undisclosed information, the Company's Directors, officers, senior management and employees and contractors are prohibited from participating in discussions, or posting any information relating to the Company or any of its subsidiaries, or trading in securities of the Company in social networking sites, Internet chat rooms, newsgroups or bulletin boards.

6.29 Authorized Spokepersons are the only individuals who are authorized to communicate with the public on social media platforms, in accordance with this Policy.

6.30 Directors, officers or employees who find any material on the Internet pertaining to the Company should report the same to the CEO.

Tipping Prohibition

6.31 Applicable securities laws prohibits "**tipping**" by issuers and persons in a "**special relationship**"² with an issuer who are prohibited from informing others, other than in the "**necessary course of business**" (see Schedule "C" for examples of the "necessary course of business") of Material Facts and Material Information before the information has been generally disclosed.

6.32 For a list of examples of disclosure generally covered by "the necessary course of business" exception, please refer to Schedule "C". The list is not exhaustive and is not a substitute for the exercise of independent judgment in making the determination. Where such determination is unclear, the Secretary (or Co-Secretary, as the case may be) shall be consulted.

² "Special relationship" includes Directors, officers and employees of the Company, insiders, an acquirer in a takeover bid, a party to an amalgamation, arrangement, merger reorganization or similar transaction, person engaged in a business or personal activity with the Company.

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Inadvertent Disclosure

6.33 If there is any reason to believe that an unintentional breach of the Policy has occurred resulting in the release of Material Information to a select group or individual, such breach should be reported immediately to the CEO or, in his absence, the Secretary (or Co-Secretary, as the case may be). Should Material Information inadvertently be made in a selective forum, the Company will promptly issue a press release in order to fully publicly disclose that information.

6.34 In addition, disclosure must be corrected immediately if it is discovered subsequently that disclosure contained a material error at the time it was given and the correction would constitute Material Information. A news release must be issued immediately to correct the error and appropriate notifications must be made to the TSX so that a trade halt is instituted, if necessary.

6.35 If Material Information that has not been publicly disclosed is inadvertently disclosed, the Company shall contact the parties to whom the Material Information was disclosed and inform them: (a) that the information is undisclosed Material Information; and (b) of their legal obligations with respect to the Material Information.

7. FORWARD-LOOKING INFORMATION

7.1 The Company may from time to time provide certain forward-looking information as defined under applicable securities laws in news releases, orally and in other disclosure materials to enable shareholders and the investment community to better evaluate the Company and its prospects.

7.2 All disclosure of forward-looking information must be made in accordance with applicable securities laws and best practices, including the guidelines set out in this Policy.

7.3 Where any such communication contains forward-looking information that constitutes Material Information, the Authorized Spokesperson must, prior to making such communication, clearly identify such information as forward-looking, using the appropriate cautionary language, which has been approved by the Disclosure Committee.

7.4 Where forward-looking information is in the form of an oral statement, the cautionary language shall be expressed by the person making the oral statements, or another Company spokesperson on behalf of the person making the oral statements. All new public disclosures of material, forward-looking information must be pre-approved by the Disclosure Committee.

7.5 In the event that written disclosure contains any forward-looking information, this information must be specifically identified as such and the following additional disclosure shall be provided:

- (a) clear language identifying the forward-looking information as such;
- (b) where appropriate, meaningful and proximate cautionary language identifying the material factors that could cause actual results to differ materially from expected results from a conclusion, forecast or projection in the forward-looking information, that the forward-looking information is given only as of the date of the release;

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- (c) the Company disclaims any obligation to update or revise the forward-looking information, whether as a result of new information, future events or otherwise, except as required by law; and
- (d) a statement of the material factors or assumptions that were applied in the forward-looking information.

8. QUIET PERIODS

8.1 A quiet period (“**Quiet Period**”) will be observed by the Company prior to normal, quarterly earnings announcements in order to minimize the risk of inadvertently or advertently, selectively disclosing Material Information respecting earnings or other internal developments not yet publicly disclosed.

8.2 The Quiet Period will commence beginning on the first day following the end of each fiscal quarter and each fiscal year, and ending the second trading day after the earnings for that quarter or year have been disclosed by way of a press release.

8.3 During the Quiet Period, the Company will not initiate or participate in any meetings or telephone contacts with analysts, investors or the media, other than to respond to unsolicited inquires concerning factual matters.

8.4 During a Quiet Period, the Company will not make presentations at any analysts or investor conferences at which any matter relating to earnings, or operating or financial performance, or earnings guidance may be discussed.

8.5 External speeches or other presentations related to the Company’s business or operations, may only be given during the Quiet Period with the prior consent of the CEO.

8.6 Notwithstanding these restrictions, the Company may publicly disclose forward-looking information during the Quiet Period when the forward-looking information constitutes Material Information that has not yet been disclosed. During a Quiet Period, Authorized Spokespersons may respond to unsolicited inquiries about information, either that is not Material Information or that has been publicly disclosed.

9. TRADING RESTRICTIONS AND BLACKOUT PERIODS

9.1 It is illegal for anyone to purchase or sell securities of any public company, having knowledge of Material Information affecting that company that has not been publicly disclosed. Therefore, Directors, Officer and employees with knowledge of confidential or Material Information about the Company involving potential material transactions, and financial and other professional advisors, are prohibited from trading securities of the Company until the information has been fully disclosed and a reasonable period of time has passed for the information to be widely disseminated.

9.2 A blackout period will commence beginning on the first day following the end of each fiscal quarter and each fiscal year, and ending the second trading day after the earnings for that quarter or year have been disclosed by way of a press release.

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9.3 The CEO from time to time may impose additional blackout periods, which will be communicated to affected individuals by email or other communication considered appropriate by the CEO.

10. PERIODIC DISCLOSURE DOCUMENTS

10.1 In addition to the timely disclosure of Material Information, the Disclosure Committee is also responsible for the filing of certain continuous and periodic disclosure, in accordance with applicable securities laws. These “documents” include annual information forms, management information circulars, annual and quarterly financial statements and related management’s discussion and analysis. These documents contain information regarding the Company and its business such as its corporate governance, financial condition, future prospects and director and executive compensation.

10.2 The Company may hold conference calls for quarterly earnings and, as required, for major corporate developments. Such call will be accessible simultaneously for all interested parties by telephone or webcast over the Internet and will be preceded by a new release of all relevant Material Information.

10.3 The Disclosure Controls Policy sets out a process for the preparation, review and approval of such documents that are designed to provide reasonable assurances that the informed required to be disclosed is being recorded, processed, summarized and reported as and when required. The controls and procedures include:

- (a) determining and providing written communication of the deadlines for filing documents and other associated legal disclosure requirements;
 - (b) assigning key roles and responsibilities to employees who have the appropriate level of knowledge, skill, information and authority to assume responsibility for the documents;
 - (c) providing guidance to key employees on how to document and assess materiality of information or events for disclosure purposes;
 - (d) requiring appropriate supporting material for the documents to be filed;
 - (e) obtaining the review and approval of the document by the Board of Directors, the Disclosure Committee or the Audit Committee as required;
 - (f) ensuring that controls and procedures are monitored and any issues are promptly reported to management for evaluation and action, including the Disclosure Committee, if any significant weakness is found that could materially affect the timeliness, reliability and accuracy of the disclosure; and
 - (g) ensuring that the controls and procedures are modified to adapt to any changes in the Company’s business.
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11. CONFIDENTIALITY

11.1 Any Director, officer or employee, who has access to confidential information (regardless of whether such information is material), is prohibited from disclosing such information to anyone other than the Company's personnel or Authorized Spokesperson, who have a legitimate need to know such information in connection with their duties and who have been notified of the confidential nature of such information. No one in possession of confidential information should disclose that information except where it is necessary to do so in the ordinary course of business.

11.2 In order to prevent inadvertent disclosure or misuse of confidential information, the following procedures should be followed:

- (a) a confidential document should be kept in a safe place with access restricted to individuals who need to know the information in the necessary course of business and, if necessary, code names should be adopted;
- (b) confidential matters should not be discussed in places or in a manner where the discussion may be overheard;
- (c) confidential documents should not be read in public places or discarded where others can retrieve them;
- (d) the confidentiality of document must be maintained inside and outside of the office;
- (e) electronic transmission of documents should only occur where that transmission is secure;
- (f) unnecessary copying of documents should be avoided and removed from conference and work areas once meetings have concluded; and
- (g) passwords should be used to protect access to confidential electronic data.

12. COMMITMENT

12.1 New Directors, officers and employees who, given their position, are required to have knowledge of this Policy, will be provided with a copy of this Policy and thereafter will be asked to periodically review this Policy throughout the year.

12.2 Such new Directors, officers and employees are required to sign the attached "Receipt and Acknowledgment" certificate when they are engaged or when the Policy is significantly revised.

12.3 The Disclosure Policy will be posted on the Company's [intranet site], which is accessible by all Directors, officers and employees of the Company.

12.4 Any Director, officer or employee who violates this Disclosure Policy may face disciplinary action, up to and including termination of his or her employment with the Company. The violation of this Disclosure Policy could also violate applicable securities laws.

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12.5 If you are concerned about a possible breach of the Disclosure Policy in respect of Material Information, please contact the CEO or the Secretary (or a Co-Secretary, as the case may be).

12.6 If it appears that a Company insider violated applicable securities laws, the matter may be referred to securities regulatory authorities, which could result in penalties, including fines and/or imprisonment.

12.7 The Board of Directors of the Company, may, in its sole discretion from time to time, permit departures from this Policy which do not reflect statutory requirements, either prospectively or retrospectively, and no provision of this Policy is intended to give rise to civil liability to shareholders of the Company or any other liability whatsoever, except as expressly provided herein.

13. QUESTIONS

Any questions regarding this Policy should be directed to the CEO of the Company or, in his or her absence, the Secretary (or Co-Secretary, as the case may be).

2016-11-09

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RECEIPT AND ACKNOWLEDGEMENT

I, _____, hereby acknowledge that I have received and read
(Print Name)

a copy of the "Disclosure Policy" and agree to comply with its terms. I understand that violation of the Policy may subject me to severe civil and/or criminal penalties, and that violation of the terms of the above-noted policy may subject me to discipline by the Company up to and including termination.

Signature

Date

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SCHEDULE “A”

Examples of Information that may be Material

(Reproduced from National Policy 51-201 and the TSX Company Manual)

Although not intended to be a comprehensive list, the following are examples of information that could be material, depending on scale and magnitude.

1. Changes in corporate structure

- a) changes in share ownership that may affect control of the company
- b) major reorganizations, amalgamations, or mergers
- c) take-over bids, issuer bids, or insider bids

2. Changes in capital structure

- a) the public or private sale of additional securities
- b) planned repurchases or redemptions of securities
- c) planned splits of common shares or offerings of warrants or rights to buy shares
- d) any share consolidation, share exchange, or stock dividend
- e) changes in a company’s dividend payments or policies
- f) the possible initiation of a proxy fight
- g) material modifications to the rights of security holders

3. Changes in financial results

- a) a significant increase or decrease in near-term earnings prospects
- b) unexpected changes in the financial results for any periods
- c) shifts in financial circumstances, such as cash flow reductions, major asset write-offs or write-downs
- d) changes in the value or composition of the company’s assets
- e) any material change in the company’s accounting policy

4. Changes in business and operations

- a) any development that affects the company’s resources, technology, products or markets
- b) a significant change in capital investment plans or corporate objectives
- c) major labour disputes or disputes with major contractors or suppliers
- d) significant new contracts, products, patents, or services or significant losses of contracts or business
- e) significant discoveries by resource companies
- f) changes to the Board or executive management, including the departure of the company’s CEO, CFO, COO or president (or persons in equivalent positions)
- g) the commencement of, or developments in, material legal proceedings or regulatory matters
- h) waivers of corporate ethics and conduct rules for Directors, officers, and other key employees
- i) any notice that reliance on a prior audit is no longer permissible

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- j) de-listing of the company's securities or their movement from one quotation system or exchange to another

5. Acquisitions and dispositions

- a) significant acquisitions or dispositions of assets, property or joint venture interests
- b) acquisitions of other companies, including a take-over bid for, or merger with, another company

6. Changes in credit arrangements

- a) the borrowing or lending of a significant amount of money
- b) any mortgaging or encumbering of the company's assets
- c) defaults under debt obligations, agreements to restructure debt, or planned enforcement procedures by a bank or any other creditors
- d) changes in rating agency decisions
- e) significant new credit arrangements

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SCHEDULE “B”

Media Protocol

When contacted by any media person or reporter, employees and contractors of Century Global Commodities Corporation are required to observe the following protocol:

1. Obtain the person’s name, media outlet and contact information.
2. Ask the person to explain the request and the deadline while making clear that you are not the Company spokesperson and will be relaying the information to someone else for handling.
3. Do not promise that the information the person wants will be available before the deadline, but do promise that someone will return the call before the deadline, either to provide the information or to explain why not.
4. Email the request, any notes you have taken on what the media person wants and any information you have learned on the call to the CEO, (sandy.chim@centuryglobal.ca), with copies to:

Ivan Wong (ivan.wong@centuryglobal.ca)

Specify the language of the request, and the language of the media outlet.

5. The CEO is the official spokesperson for the Company. He will decide whose input is needed, if any, and how the request is to be handled, whether by himself or by someone he has designated and who has been briefed accordingly. In the event the CEO is not available the matter may be referred to any of the above persons.
6. The CEO will communicate with the person who received the original call so that person is aware of how the request is being handled, and if that person receives a second call, he or she is at least able to relay the status of the request and tell the person what to expect.
7. Monitor any resulting coverage and circulate it within the company.
8. Brief the above list of persons by email about any further contact with the media person, its content and tone.
9. On a regular basis, there will be a debriefing call to share intelligence and learning gathered from these experiences among individuals likely to be the targets of media interest.
 - (a) documents released by the Company or public oral statements made by a person with actual, implied or apparent authority to speak on behalf of the Company that relates to the business and affairs of the Company do not contain a misrepresentation; and
 - (b) all persons to whom this Policy applies understand their obligations to preserve the confidentiality of non-public Material Information.

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SCHEDULE “C”

Examples of Disclosures that may be Necessary in the Course of Business

(Reproduced from National Policy 51-201)

1. **Disclosure to:**
 - a) vendors, suppliers, or strategic partners on issues such as research and development, sales and marketing, and supply contracts;
 - b) Directors, officers and employees;
 - c) lenders, legal counsel, auditors, underwriters, and financial and other professional advisors to the Company;
 - d) parties to negotiations;
 - e) labour unions and industry associations;
 - f) government agencies and non-governmental regulators;
 - g) credit rating agencies (provided that the information is disclosed for the purpose of assisting the agency to formulate a credit rating and the agency’s ratings generally are or will be publicly available);
2. Disclosures in connection with a private placement; and
3. Communications with controlling shareholders, in certain circumstances.