

DISCLOSURE CONTROLS AND PROCEDURES POLICY

POLICY AND PROCEDURES RELATING TO
ANNUAL AND INTERIM FILINGS AND OTHER DISCLOSURE
DISCLOSURE CONTROLS AND PROCEDURES

DISCLOSURE CONTROLS AND PROCEDURES POLICY

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DISCLOSURE CONTROLS AND PROCEDURES POLICY

CENTURY GLOBAL COMMODITIES CORPORATION (the “Company”)

I. INTRODUCTION

The Company is a reporting issuer under Canadian securities legislation (including the regulations and policies adopted thereunder, the “**Legislation**”).

Certain policies under the Legislation require the Company to maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed by the Company in reports it files or submits to Canadian securities regulators (the “**Regulators**”) is recorded, processed, summarized and reported on a timely basis. Disclosure controls and procedures may also provide a defence against litigation arising out of a misstatement in a public filing or a failure to promptly make a required disclosure.

Disclosure controls and procedures (“**DC&P**”) must be designed to ensure that information is accumulated and communicated to the Company’s management to allow timely decisions regarding required disclosure. DC&P should capture information that is relevant to assessment of developments and risks that pertain to the Company’s business, as well as other material information about the Company.

In particular, the Company is required under the *National Instrument 52-109, Certification of Disclosure in Issuers’ Annual and Interim Filings* to

- 1) maintain DC&P designed to
 - a) provide reasonable assurance that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the legislation, and
 - b) ensure that information required to be disclosed is accumulated and communicated to the Company’s management, including its chief executive officer (“**CEO**”) and chief financial officer (“**CFO**”) to allow timely decisions regarding required disclosure,
- 2) maintain an internal control process over financial reporting (“**ICFR**”) that is designed by, or under the supervision of the CEO and CFO, and effected by the Company’s Board of Directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purposes in accordance with the financial reporting standards applicable to the Company as determined in accordance with *National Instrument 52-107 – Acceptable Accounting Principles, Auditing Standards and Reporting Currency* and other Legislation and the

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policies of the TSX and/or any other applicable stock exchange, including policies and procedures that

- a) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Company,
 - b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with the issuer's GAAP, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company, and
 - c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the annual financial statements or interim financial statements, and
- 3) include in its continuous disclosure materials certifications by the CEO and CFO that they
- a) are responsible for establishing and maintaining DC&P and ICFR,
 - b) have designed, or caused to be designed under their supervision, such controls and procedures to provide reasonable assurance that material information is made known to them by others within the Company on a timely basis, and information required to be released or submitted by the Company under the Legislation is recorded, processed, summarized and reported within the required time periods,
 - c) have designed an ICFR, or caused it to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP,
 - d) have evaluated the effectiveness of the DC&P as of the end of the period covered by the Company's annual filings and have presented their conclusions about the effectiveness of the DC&P based on such evaluation in the annual management's discussion and analysis ("MD&A")
 - e) have caused the Company to disclose in its annual MD&A any change in the Company's ICFR that occurred during the issuer's most recent interim period that has materially affected, or is reasonably likely to materially affect, the Company's ICFR,
 - f) have caused the Company to disclose in its interim MD&A any material weaknesses in the design of its financial controls over financial reporting at the end of the interim period and the impact of such weaknesses on the Company's financial reporting and
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its ICFR, and the Company's plans or actions taken for remediating the material weaknesses, and

- g) have caused the Company to disclose in its interim MD&A any limitations in the design of its ICFR and DC&P permitted by the Legislation.

The Disclosure Controls and Procedures Policy has been designed by the CEO and CFO, in conjunction with advisers of the Company, and once reviewed and adopted by the Board, will be implemented and monitored by the Board and its applicable Committees.

An Internal Control Process over Financial Reporting has been designed by the CEO and CFO, in conjunction with Audit Committee of the Board, and advisers of the Company, and once reviewed and adopted by the Board, will be implemented and monitored by the CEO, CFO and the Audit Committee.

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II. DISCLOSURE CONTROLS AND PROCEDURES POLICY

Application

This Disclosure Controls and Procedures Policy covers the following:

Periodic Disclosures

- Annual Information Forms
- Management Information (Proxy) Circulars
- Financial Statements and related MD&A
- Annual and Quarterly Reports to Shareholders

Timely and Transactional Disclosures

- Press Releases
- Material Change Reports
- Business Acquisition Reports
- Special Meeting Information Circulars, take-over circulars, issuer bid circulars, directors' circulars
- Offering documents: prospectuses, offering memoranda, rights offering circulars
- Oral Presentations

Supplement to other Internal Controls

The Company's other internal controls and procedures are not affected by this DC&P, and they will continue to operate independent of the DC&P set out in this Policy.

Statement of Responsibility

Design of this Policy is the responsibility of the CEO and CFO, subject to evaluation by the Board of Directors. Implementation of this Policy is the responsibility of Disclosure Committee, of which the CEO and CFO are members. Information about the membership and responsibilities of the Disclosure Committee is set out in the Charter of the Disclosure Committee.

Procedures

The following key disclosure controls and procedures are established to ensure that material information is accumulated and promptly communicated to the Company's senior management and is recorded, processed, summarized and reported by the Company on a timely basis.

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A. Standard Disclosure Practices and Procedures

1) Accumulation and Communication of Information

a. Periodic and transactional disclosure

- The Disclosure Committee, acting through one or more of its members, will identify the employees, directors, and outside advisers who possess, or will be able to obtain, information necessary to prepare the required disclosure document.
- The Disclosure Committee, acting through one or more of its members and with the assistance of outside advisers where appropriate, will provide to the individuals identified under the preceding sub-paragraph instructions (if appropriate, including the instructions set out in **Appendix C**) for drafting, precedents, examples and such materials, precedents and examples prior disclosure. The Disclosure Committee (or those of its members acting on its behalf) will also ensure that the individuals charged with the preparation of a disclosure document is informed of the disclosure form requirements under the Legislation (for example, the specific instructions for completion of a description of “Business of the Company” in an AIF).
- The Disclosure Committee, acting through one or more of its members, may also obtain and provide a disclosure checklist and reporting schedule to assist in the identification of required disclosure items, as well as establish a timetable for drafting and review.

b. Event driven disclosure

- All anticipated events and developments that may or will have a material effect on the Company must be communicated promptly to the Disclosure Committee so that the Disclosure Committee can institute the disclosure procedures appropriate for the particular event. Anticipated events that may require disclosure include financial results, acquisitions, divestitures, initiation of legal proceedings by the Company, etc....
 - An employee who becomes aware of unanticipated events or developments that might have a material effect on the Company must promptly inform senior management. Such events or developments include discovery of a misstatement in publicly-released disclosure documents, initiation of legal proceedings against the Company, accidents causing harm to personnel or loss of property, commencement of a regulatory investigation, discovery of fraud or illegal conduct, etc....
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- Senior management, upon being made aware of such unanticipated events or developments, must promptly inform the members of the Disclosure Committee of such information.
- The Disclosure Committee shall promptly convene (or communicate electronically) to consider the significance of the event or development at issue and the need for its disclosure. In consultation with legal counsel where appropriate, the Disclosure Committee shall then take such steps as its members deem appropriate under the circumstances.

2) Forward-looking Information

For every disclosure, written or oral, that contains forward-looking information (which includes forecasts, projections, targets, goals and guidance or disclosure relating to possible events, conditions or results of operations that is based on assumptions about future economic conditions or courses of action) the Disclosure Committee acknowledges that it may be necessary or appropriate for a disclaimer or caution relating to such forward-looking information to be included. Generally, the disclosure should include a statement that the document, or presentation, contains forward looking information and that such information is provided as at a specific date. The disclosure should also be presented in a manner that allows a reader to be able to readily identify the material forward-looking information.

The Disclosure Committees shall, from time to time as appropriate, compare its practices and published cautions regarding forward-looking information to prevailing and perceived best practices for similar companies, and where appropriate seek advice, with and through the General Counsel or otherwise, of outside legal and other advisers.

3) Expert review

- To the extent that a disclosure document includes geological and other technical information that must be reviewed and/or approved by experts (under Legislation or stock exchange policies), the review and/or approval of the appropriate expert(s) will be sought.

4) Submission of Disclosure Document to Disclosure Committee

- Every disclosure document, including press releases, scripts for webcasts or analyst conference calls, power point presentations and speeches, must be submitted to the Disclosure Committee for review before it is publicly disclosed or presented, and

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- Each such disclosure document, and any material changes thereto, must be approved by a quorum of the Disclosure Committee before it is publicly disclosed or presented.

5) Certifications

In order to ensure that the CEO and CFO will be in a position to provide the necessary annual certification with respect to DC&P,

- the CEO and CFO are authorized, in their discretion, to request from each appropriate person of an operational area, as determined by the Disclosure Committee, a Certification of Operations Personnel in the form attached as **Appendix B** or such other similar form as may be developed or approved by the Company's legal advisers,
- the CEO and CFO are authorized, in their discretion, to request from each employee, officer and director who is involved in the drafting or review of a disclosure document a Disclosure Participant Certification in the form attached as **Appendix A**, or such other similar form as may be developed or approved by the Company's legal advisers, based on his or her review of the final or near final draft of the disclosure document,
- the CEO and CFO are authorized, in their discretion, to request from each member of the Disclosure Committee (other than the CEO and CFO) involved in the drafting or review of a disclosure document a Disclosure Committee Certification in the form attached as **Appendix D** or such other similar form as may be developed or approved by the Company's legal advisers, and
- each of the CEO and the CFO will, in connection with a disclosure document, provide to the other of them the CEO/CFO Disclosure Certification attached as **Appendix E** or such other similar form as may be developed or approved by the Company's legal advisers.

The Disclosure Committee shall meet with the CEO and/or CFO to discuss any questions, which either may have, and to report in person, upon the request of the CEO and/or CFO. If for any reason the Disclosure Committee cannot agree upon their report, it shall meet with the CEO and CFO to discuss its procedures and the issues which remain outstanding.

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B. AIF Controls and Procedures

In addition to the Company's normal Public disclosure reporting requirements, it will follow these procedures when preparing the AIF:

1) Drafting and review of draft AIF

- the Disclosure Committee, acting through one or more of its members, will ensure that information and drafts from individuals participating in the preparation of the AIF are collected into a first draft of the AIF,
- the Disclosure Committee, acting through one or more of its members, will ensure that the drafts of the AIF, related reports and financial statements are circulated to participants involved in the preparation process, including independent legal counsel and other advisors (the "**Review Team**"),
- the Review Team will comment on the first and subsequent drafts of the AIF, and the Disclosure Committee, acting through one or more of its members, will ensure that revisions and updates of the draft are processed and circulated to the Review Team, the Disclosure Committee and the Board as appropriate in light of filing deadlines, and
- to the extent that the AIF includes geological and other technical information that must be reviewed and/or approved by experts (under Legislation or stock exchange policies), the review and/or approval of the appropriate expert(s) will be sought.

2) Review by the Board of Directors

- The Board of Directors will review the proposed text of the AIF with assistance from the Disclosure Committee, selected employees as appropriate, and the independent auditors and counsel if appropriate.
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C. Annual and Quarterly Reports to Shareholders and MD&A Controls and Procedures

In addition to the Company's normal financial closing processes, the following procedures are suggested for the preparation of Annual or Quarterly Reports to Shareholders and MD&A

1) Before commencement of drafting

- legal advice will be sought as to whether there are any new requirements from Regulators applicable to the disclosure document,
- the CFO and the responsible supervisors and others, as appropriate, will confer with respect to the preparation of the applicable documents, and the determination of the content to be included in the document, including any new requirements from Regulators, and
- the CFO will implement the procedures set out under Section II(A)(1)(a) above.

2) Drafting and review of draft Annual and Quarterly Reports and MD&A

- the CFO will arrange for the collection of information and drafts from individuals participating in the preparation of the document and the preparation of a first draft of the document,
- the CFO will circulate drafts of the applicable disclosure document, related reports and financial statements to the Disclosure Committee, and each other participant in the preparation process, including independent auditors and legal counsel as deemed appropriate by the CFO or the other members of the Disclosure Committee (the "**Review Team**"),
- the Review Team will comment on drafts and the CFO will arrange for the preparation of subsequent/revised drafts,
- the Disclosure Committee, the Review Team, other selected officers and employees and the Audit Committee, will work together to address all disclosure requirements and finalize text, and
- the Disclosure Committee will present the text of the document to the Audit Committee and the Board of Directors for review and approval.

3) With respect to annual MD&A:

- the CFO and the independent auditors will report to the Disclosure Committee on the status of the audit process,
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- the Audit Committee, other members of the Review Team and, as appropriate, the independent auditors will evaluate the DC&P, and identify any deficiencies or weaknesses in the design or operation of disclosure controls, and
- at the meeting of the Audit Committee to review the text of the MD&A
 - the CFO, the Audit Committee, and other selected employees, as appropriate, the independent auditors if present, and the Board of Directors will review the proposed text of the MD&A, which will include a discussion of the conclusions resulting from the evaluation of the DC&P,
 - the CEO and CFO will advise to the Board of Directors of any issues or concerns resulting from the review of the Company's DC&P, and
 - the Audit Committee may request from the independent auditors such confirmations or other reporting as the Audit Committee deems necessary or advisable to confirm that the independent directors have completed their final reviews and issued their audit report, and
- at the meeting of the Board of Directors to review the text of the MD&A, the Board of Directors will receive the recommendation of the Audit Committee, receive or have access to the report of the independent auditors as to the MD&A, as appropriate, and may ask questions of the CFO, the Disclosure Committee and the other members of the Review Team.

4) Certifications

- in preparation for the disclosure controls evaluation process, the CFO will inquire of employees, officers and directors who are participants in the disclosure process regarding the disclosure and, if requested by the CFO, receive their Disclosure Participant Certifications,
 - if requested by the CFO, each member of the Disclosure Committee, other than the CEO and CFO, who has participated in the review of the document in question will provide the Disclosure Committee Certification, and
 - each of the CEO and CFO will provide the CEO/CFO Disclosure Certification.
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D. Information Circular Controls and Procedures

1) Before commencement of drafting

- the Disclosure Committee shall communicate to determine which matters are to be included in the Information Circular, and which parties (*e.g.* outside consultants or parties to a transaction requiring shareholder approval) should be involved in drafting,
- the Disclosure Committee will enquire of the Company's legal advisers as to changes required in the content of the Information Circular,
- the Disclosure Committee will implement the procedures under Section II(A)(1)(a),
- for Information Circulars for shareholder meetings, the Disclosure Committee may, if appropriate, cause a questionnaire to be distributed to officers, directors and director nominees, and
- for all Information Circulars (including those for annual shareholder meetings) the CEO or CFO will cause a questionnaire to be prepared for completion by appropriate divisions of the Company (for example, human resources) relating to corporate disclosure items such as compensation and governance.

2) Drafting and review

- the Disclosure Committee will conduct with the Governance and Nominating Committee and the Compensation, as appropriate, as well as appropriate officers and other employees of the Company, a review of those parts of the Information Circular that provide disclosure as to aspects of the Company that fall within the mandates of those committees,
- the draft Information Circular will be prepared and distributed to the Disclosure Committee, outside counsel and such additional appropriate parties for comment,
- subsequent drafts will be prepared and circulated as required, and
- a final draft of the Information Circular will be distributed to the Disclosure Committee and the Board of Directors for review and approval.

3) Certifications

- in preparation for the disclosure controls evaluation process, the Disclosure Committee will inquire of employees, officers and directors who are participants in the disclosure process regarding the disclosure and may request certificates from such participants,
 - the Disclosure Committee will review and, if deemed advisable, approve the Information Circular, and
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- at the request of the Disclosure Committee, each of the CEO and CFO will provide the appropriate certifications.

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E. Offering Documents, Circulars relating to take-over bids or issuer bids, Material Change Reports, Business Acquisition Reports Controls and Procedures

Offering documents will normally be prepared in the context of agreements and meetings with underwriters or offering agents and others involved in the process. Circulars relating to take-over bids and issuer bids, Material Change Reports and Business Acquisition Reports will also be prepared in the context of the particular event.

Although the process in each case will involve drafting and review of information in processes that are similar to those involved in the preparation of an AIF, due to the timing and participation by others in the process, it is not possible to set out in advance the specific steps to be followed.

1) Generally

It shall be the responsibility of the Disclosure Committee, in conjunction with independent auditors and outside counsel

- to implement the procedures under Section II(A)(1)(a),
- to implement disclosure and approval procedures comparable to those contained in this Policy for the AIF (including review by the Audit Committee and Board of Directors, as appropriate),
- to ensure the accuracy and completeness of such documents,
- to keep the Board of Directors informed and involved in the process, as appropriate, and
- to ensure that, where required, the Disclosure Committee and the Board of Directors approves the final form of the document in question.

2) Certifications

- in preparation for the disclosure controls evaluation process, the Disclosure Committee will inquire of employees, officers and directors who are participants in the disclosure process regarding the disclosure and may request certificates from such participants,
 - the Disclosure Committee will review and, if deemed advisable, approve the disclosure, and
 - members of senior management will provide such certifications with respect to the disclosure as may be requested by the Disclosure Committee.
-

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F. Press Releases Controls and Procedures

1) Generally the Disclosure Committee will

- where necessary involve independent auditors and outside legal counsel in the preparation and review of news releases,
- be responsible for supervising preparation and dissemination of news releases and shall complete the checklist set out on **Appendix F**, and
- when the matter is undoubtedly material but the manner of disclosing it is uncertain, give immediate consideration to halting trading in the outstanding securities of the Company by contacting the appropriate stock exchanges and regulatory authorities.

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APPENDIX A

**FORM OF LETTER AND
FORM OF DISCLOSURE PARTICIPANT CERTIFICATION**

Form of Letter

To: _____ [the Disclosure Participant]

You have been assisting the Disclosure Committee of the Company in preparing certain disclosure documents. As you are aware, we must certify that our Company has disclosure controls and procedures to ensure that material information about our Company is made known to the Disclosure Committee on a timely basis so that it may be properly disclosed to shareholders and others.

We would appreciate your confirming to us that you believe that you have provided the Disclosure Committee with all information that was responsive to the Disclosure Committee's requests in connection with those disclosure documents.

Also, please confirm that, for the period April 1, 20____ through the date of your response, that you are not aware of any instance of selective disclosure of material undisclosed information or fraud, whether or not material, by any current or former employee involving the Company or, in the case of fraud of which you are aware, that you have reported it as provided by the Standard Disclosure Practices and Procedures. (Recognizing the sensitivity and desire for anonymity that may be involved with such disclosures, please note that this confirmation does not require that you specifically identify any report of fraud that you may have made.).

We would also appreciate your advising us of any suggestions you have for improving the procedures we established in order to ensure that material information about the Company is made known to us on a timely basis.

Please complete and return the accompanying Disclosure Participant Certification to the Disclosure Committee, by no later than _____, 20_____.

CEO _____

CFO _____

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APPENDIX A (continued)

Disclosure Participant Certification

To: Disclosure Committee of
Century Global Commodities Corporation

I have participated in the development of information for and participated in the preparation of the _____ [describe the document].

I am familiar with all of the information that I have received from and provided to the Disclosure Committee in connection with my participation in the preparation of such disclosure document. I have informed the CEO or the Disclosure Committee of any material changes to the Company's business or significant projects and of all material information that has come to my attention, including any threatened, pending or ongoing legal actions involving the Company or a subsidiary. I believe that I have been responsive to all of the Disclosure Committee's requests, and that I have provided all of the information requested from me.

I am not aware of any instance of selective disclosure of material information by any employee, officer or director of the Company or a subsidiary in any way, including through presentations and speeches, discussions with the press, press releases, electronic communications (such as e-mails, blogs, chatrooms) or postings to the Company's website.

For the period from April 1, 20____ through the date of this certificate, I am not aware of any instance of fraud, whether or not material, by any current or former employee involving the Company, or if I am aware of any such fraud, I have reported it as provided by the **[Disclosure Controls and Procedures Policy, Code of Conduct and Disclosure, Confidentiality and Insider Trading Policy]**. For purposes of the policy, "fraud" includes any misstatements or omissions in connection with preparation or reporting (internal or external) of financial and/or operating information about the Company, whether or not material and without regard to whether the employee receives any personal benefit.

I believe that the procedures established in order to ensure that material information about the Company is made known to the senior officers on a timely basis:

are adequate and effective, or

can be improved in the following ways: _____

_____.

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Dated: _____

Signature: _____

Print Name: _____

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**APPENDIX B
CERTIFICATION OF OPERATIONS PERSONNEL**

For the period _____.

Acting in the capacity of _____, I certify to the Company's Senior Officers (CEO and CFO) the following:

1. I have informed the Company's Senior Officers of any material changes to business or "significant" projects. These changes would include, but are not limited to:
 - (a) significant new contracts;
 - (b) the loss or cancellation of significant existing projects or contracts; or
 - (c) material changes in significant projects.

2. I have informed the CFO of:
 - (a) all threatened, pending, and ongoing legal actions that I am aware of;
 - (b) all large commitments that the Company has entered into;
 - (c) any instance of fraud involving an employee or subcontractor of the Company or a subsidiary of the Company; and
 - (d) any other issues that would have a material impact on the Company's operations from _____ up to the date of this certification.

3. I have implemented Disclosure Controls and Procedures in my operational area that provide reasonable assurance that there have been no instances of Selective Disclosure of Material Information as prohibited by the Company's Disclosure Policy in Company documents and publications including, but not limited to:
 - (a) proposals and contracts (without a non-disclosure agreement or other reasonable confidentiality measures made in the necessary course of business);
 - (b) presentations and speeches;
 - (c) discussions with the press (in the normal course of business);
 - (d) press releases;
 - (e) electronic communications (including emails, blogs, chatrooms, and electronic forums); or
 - (f) postings to Company website or intranet.

4. Where needed, I have sought guidance from the CFO or Secretary (or Co-Secretary, as the case may be) on disclosure issues.

Date: _____, 20__.

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Signature
Title:

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**APPENDIX C
INSTRUCTIONS TO DRAFTING AND REVIEWING PARTICIPANTS**

We are asking for your help in drafting the following portions of our [check one below]

- Annual Information Form
- Information Circular for a shareholders' meeting
- Annual or Quarterly Report for the period _____
- MD&A
- Material Change Report relating to _____
- Business Acquisition Report relating to _____
- Offering Document (Prospectus / Offering Memorandum / Rights Offering Circular)
- Take-over circular, Directors' circular, Issuer bid circular
- Other [describe] _____

Portions of document:

| | |
|--|--|
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To assist you in preparing the first draft, we attach a copy of

- where available, relevant parts of this document previously prepared and filed,
- the requirements of the relevant Form under securities legislation, and
- any specific instructions or other information you may need to consider in preparing the material.

When updating prior information, we encourage you to retain the existing format and structure when you can to promote continuity.

When drafting portions of an Offering Document, AIF or MD&A, in addition to the specific items requested, keep in mind that the Company is required to disclose information that is needed to fairly present the financial condition, results of operations and state of the Company's business and properties in all material respects.

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If, within the area in which we are seeking your assistance, you are uncertain as to whether any particular item of information is important or material, we urge you to include rather than exclude it.

The Company also needs to disclose information that may not specifically be requested but that is needed to make the information that is disclosed complete and not misleading. For example, if we have reason to believe that current trends may not continue, we may need to disclose that. For these reasons, if there is any information that we have not requested or that you have not included, but that you believe we should consider within the area in which we are seeking your assistance, please let us know by adding whatever additional comments you wish to provide.

Please provide your requested draft, with the enclosed copy of this letter, to _____ at _____, by _____, 20_____.

We will take the information you provide to us and combine it with information provided by others to produce drafts of the disclosure document. We will distribute those drafts for review, and will ask that you review one or more of the drafts and that you give us comments on part or all of the drafts.

Our Chief Executive Officer and our Chief Financial Officer must certify that our Company has disclosure controls and procedures to ensure that material information about our Company is collected and communicated to senior management and the Disclosure Committee on a timely basis, so that it may be properly disclosed to shareholders and others. Before the disclosure document is filed, we will be asking you to confirm that you believe that you have provided the Disclosure Committee with all information that it has requested. We also will be asking you for any comments that you may have about the procedures that we have adopted for gathering information.

If you have any questions, or if you become aware of any basis to suggest that the information you have provided, or that is contained in later drafts of the disclosure document, is no longer correct, please contact _____.

Dated: _____

For the Disclosure Committee:

Return Form

To Disclosure Committee of Century Global Commodities Corporation

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Enclosed with this letter is the requested draft of information for use in preparing the Company's

_____.
[insert name of disclosure document]

Dated: _____

Signature _____

[Print Name] _____

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**APPENDIX D
DISCLOSURE COMMITTEE CERTIFICATION**

To Disclosure Committee, Chief Executive Officer and Chief Financial Officer of Century Global Commodities Corporation:

I, _____, a member of the Disclosure Committee, certify that:

1. I have reviewed the _____ of the Company dated _____ (the "Report").
2. Based on my knowledge, the Report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by the Report.
3. Based on my knowledge, the financial statements, and other financial information included in the Report, if any, fairly present in all material respects the financial condition, results of operations and cash flows of the Company as of and for the periods presented in the Report.
4. The Disclosure Committee has followed all of its procedures and policies in connection with the preparation of the Report.
5. Based on our most recent evaluation, I believe that the Company's disclosure controls and procedures are adequate and effective to ensure that material information is made known to senior management and the Disclosure Committee on a timely basis.
6. Based on our most recent evaluation, I am not aware of any material deficiencies in the design or operation of the disclosure controls and procedures that has not been remedied.

Dated: _____

Signature: _____

Print Name: _____

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**APPENDIX E
CEO/CFO DISCLOSURE CERTIFICATION**

To _____
[CEO where form signed by CFO; CFO where form signed by CEO]:

I, _____, the Chief Executive Officer/Chief Financial Officer [delete whichever does not apply] of Century Global Commodities Corporation, certify that:

1. I have reviewed the _____ of the Company dated _____ (the "Report").
2. Based on my knowledge, the Report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by the Report.
3. Based on my knowledge, the financial statements, and other financial information included in the Report, if any, fairly present in all material respects the financial condition, results of operations and cash flows of the Company as of and for the periods presented in the Report.
4. The Disclosure Committee has followed all of its procedures and policies in connection with the preparation of the Report.
5. Based on our most recent evaluation, I believe that the Company's disclosure controls and procedures are adequate and effective to ensure that material information is made known to senior management and the Disclosure Committee on a timely basis.
6. Based on our most recent evaluation, I am not aware of any material deficiencies in the design or operation of the disclosure controls and procedures that has not been remedied.

Dated: _____

Signature: _____

Print Name: _____

DISCLOSURE CONTROLS AND PROCEDURES POLICY

APPENDIX F **NEWS RELEASE CHECKLIST**

Instructions for Use

A completed copy of this News Release Checklist should be filed in the Company's disclosure records along with an originally signed copy of the news release. The checklist should be completed and signed by a member of the Disclosure Committee.

Checklist Questions

1. Has the information to be distributed been determined to be definitely or reasonably likely to be material to investors?
2. Has the information been accurately summarized in a draft press release with a view to ensuring that it comprehensively discloses the event or information in a factually accurate and plain language manner with reasonable balance in respect to the positive and negative aspects of the information?
3. If the event or information is conditional, contingent or otherwise uncertain, does the news release properly disclose the nature of such conditions and contingencies, e.g. subject to regulatory approval, subject to definitive agreement, etc.?
4. Does the release contain information about financial performance, legal proceedings, legal agreements or other matters which requires the review of one of the Company's professional advisors (legal, accounting, other)?
5. Does the press release describe a proposed financing of the Company which may require that the news release not be disseminated or be otherwise restricted?
6. Does the forward-looking information disclaimer in the news release adequately disclose the principal risks in connection with the matter in a specific and comprehensive (not a shopping list) format?
7. Has a quorum of the Disclosure Committee members approved this news release?
8. If the answer to question 7 is yes, are there any other persons to whom the news release should be first shown on confidential basis, either as a courtesy or as a manner of confirming its accuracy or the agreement of any third party with the characterization of the information? (e.g. contractual parties, joint venture partners, lawyers, auditors, stock exchange officials)

DISCLOSURE CONTROLS AND PROCEDURES POLICY

9. Has the draft press release been sent to the stock exchanges upon which the Company's shares are listed, if required by them (e.g. Market Regulatory Services Inc., as the surveillance department of the Toronto Stock Exchange). If the information is to be released during trading hours, is it of such a significantly material nature as to warrant a halting of the Company's shares from trading to permit a period of dissemination?
10. Will the news release be disseminated through ordinary paid wire services or is there a need to contact other media (newspapers, business writers)?
11. Has the Company's corporate communications and investor relations staff been apprised of the news release and been given an opportunity to raise any questions or issues which may be predicted to arise out of dissemination of a news release?
12. Is there any reason to alert other employees to the news release prior to its release?

The news release dated the _____ day of _____, 20____ has been duly approved for dissemination.

Dated: _____ Signature _____
[Print Name] _____