

**SAMPLE FORM OF  
DECLARATION FOR REMOVAL OF U.S. LEGEND**

TO:      COMPUTERSHARE INVESTOR SERVICES INC.  
         as registrar and transfer agent for the Common Shares of  
         NULEGACY GOLD CORPORATION

3<sup>rd</sup> Floor – 510 Burrard Street  
Vancouver, B.C. V6C 3B9

The undersigned (a) acknowledges that the sale of the securities of NULEGACY GOLD CORPORATION (the “**Company**”) to which this declaration relates is being made in reliance on Rule 904 of Regulation S under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) and (b) certifies that (1) the undersigned is not an affiliate of the Company (as that term is defined in Rule 405 under the U.S. Securities Act), (2) the offer of such securities was not or will not be made to a person in the United States or to a U.S. person and either (A) at the time the buy order was originated, the buyer was outside the United States and was not a U.S. person, or the seller and any person acting on its behalf reasonably believed that the buyer was outside the United States and was not a U.S. person, or (B) the transaction will be executed in, on or through the facilities of the TSX Venture Exchange or the Toronto Stock Exchange and neither the seller nor any person acting on its behalf knows that the transaction has been prearranged with a buyer in the United States or a U.S. person, (3) neither the seller nor any affiliate of the seller nor any person acting on any of their behalf has engaged or will engage in any directed selling efforts in the United States in connection with the offer and sale of such securities, (4) the sale will be bona fide and not for the purpose of “washing off” the resale restrictions imposed because the securities are “restricted securities” (as such term is defined in Rule 144(a)(3) under the U.S. Securities Act) and (5) the contemplated sale is not a transaction, or part of a series of transactions which, although in technical compliance with Regulation S under the U.S. Securities Act, is part of a plan or scheme to evade the registration provisions of the U.S. Securities Act. Terms used herein have the meanings given to them by Regulation S under the U.S. Securities Act.

Dated: \_\_\_\_\_

\_\_\_\_\_  
Name of Seller

By: \_\_\_\_\_  
Name:  
Title:

**Affirmation by Seller's Broker-Dealer**

We have read the foregoing representations of our customer, \_\_\_\_\_  
(the “**Seller**”), dated \_\_\_\_\_, with regard to our sale, for such Seller’s account, of the  
\_\_\_\_\_ Shares, represented by certificate number \_\_\_\_\_ (the “**Shares**”), of the  
Company described therein, and on behalf of ourselves we certify and affirm that (A) we have no knowledge  
that the transaction had been prearranged with a buyer in the United States, (B) the transaction will be executed  
on or through the facilities of the TSX Venture Exchange and (C) neither we, nor any person acting on our  
behalf, have engaged or will engage in any directed selling efforts in connection with the offer and sale of such  
Securities. Terms used herein have the meanings given to them by Regulation S.

\_\_\_\_\_  
Name of Firm

By: \_\_\_\_\_  
Authorized officer