

CERTIFICATE

Pursuant to Section 2.20 of National Instrument 54-101

TO: British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission
The Manitoba Securities Commission
Ontario Securities Commission
Autorité des marchés financiers
New Brunswick Securities Commission
Nova Scotia Securities Commission
Prince Edward Island Securities Office
Securities Commission of Newfoundland and Labrador
Toronto Stock Exchange

RE: Annual Meeting of Shareholders of Opta Minerals Inc. (the “**Corporation**”) to be held on June 3, 2009 (the “**Meeting**”)

In connection with the Meeting, the undersigned, being an officer of the Corporation, hereby certifies for and on behalf of the Corporation, and not in his personal capacity, that:

- (a) the Corporation has made arrangements to have proxy-related materials for the Meeting sent in compliance with National Instrument 54-101 – “Communication with Beneficial Owners of Securities of a Reporting Issuer” (the “**Instrument**”) to all beneficial owners at least 21 days before the date fixed for the Meeting;
- (b) the Corporation has arranged to have carried out all of the requirements of the Instrument in addition to those described in paragraph (a) above; and
- (c) the Corporation is relying upon section 2.20 of the Instrument to abridge the time periods prescribed by sections 2.2(1) and 2.5(1) of the Instrument applicable to the Meeting.

DATED the 8th day of May, 2009.

OPTA MINERALS INC.

Per: (signed) “James Wilson”
James Wilson
Chief Financial Officer and Secretary