

**FORM 51-101F3 REPORT OF MANAGEMENT AND DIRECTORS ON OIL AND GAS
DISCLOSURE**

This is the form referred to in item 3 of section 2.1 of National Instrument 51-101 *Standards of Disclosure for Oil and Gas Activities* ("NI 51-101").

Report of Management and Directors on Reserves Data and Other Information

Management of Sonoro Energy Ltd. (the "**Company**") is responsible for the preparation and disclosure of information with respect to the Company's oil and gas activities in accordance with securities regulatory requirements. The Company is a reporting issuer involved in oil and gas activities pursuant to NI 51-101; however as at December 31, 2016, the Company did not have any reserves or related future net revenue from reserves. As a result, no reserves data for the Company has been disclosed as of December 31, 2016.

The board of directors of the Company has determined that, as of the last day of the Company's most recently completed financial year, the Company had no reserves.

An independent qualified reserves evaluator has not been retained to evaluate the Company's reserves data as the Company had no reserves as of the last day of the Company's most recently completed financial year and no report of an independent qualified reserves evaluator will be disclosed by the Company for the period from January 1, 2016 to December 31, 2016.

The board of directors of the Company has reviewed the Company's procedures for assembling and reporting other information associated with oil and gas activities and has reviewed that information with management of the Company. The board of directors has approved:

- a. a) the content and filing with securities regulatory authorities of the Form 51-101F1 containing information detailing the Company's oil and as activities;
- b. b) The Company is not filing a form 51-101F2, which is the report of the independent qualified reserves evaluator on reserves data, because the Company has no reserves; and
- c. c) The content and filing of this report.

"Richard Wadsworth"

Richard Wadsworth, CEO

"Christopher Atkinson"

Christopher Atkinson, Chairman

"David Robinson"

David Robinson, Director

Date: April 28, 2017

¹ For the convenience of readers, CSA Staff Notice 51-324 *Glossary to NI 51-101 Standards of Disclosure for Oil and Gas Activities* sets out the meanings of terms that are printed in italics in sections 1 and 2 of this Form or in *NI 51-101*, *Form 51-101F1*, *Form 51-101F2* or Companion Policy 51-1