A copy of this preliminary short form base shelf prospectus has been filed with the securities regulatory authorities in the Provinces of British Columbia, Alberta, Manitoba and Ontario, but has not yet become final for the purpose of the sale of securities. Information contained in this preliminary short form base shelf prospectus may not be complete and may have to be amended. The securities may not be sold until a receipt for the short form base shelf prospectus is obtained from the securities regulatory authorities.

This preliminary short form prospectus is a base shelf prospectus. This short form base shelf prospectus has been filed under legislation in the Provinces of British Columbia, Alberta, Manitoba and Ontario that permits certain information about these securities to be determined after this short form base shelf prospectus has become final and that permits the omission from this prospectus of that information. The legislation requires the delivery to purchasers of a prospectus supplement containing the omitted information within a specified period of time after agreeing to purchase any of these securities.

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This short form base shelf prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

Information has been incorporated by reference in this prospectus from documents filed with the securities commissions or similar authorities in Canada. *Copies of the documents incorporated herein by reference may be obtained on request, without charge, from Wellgreen Platinum Ltd., Suite 420 – 1090 West Georgia Street, Vancouver, British Columbia, V6E 3V7 (Telephone: 604-569-3690), Attention: Corporate Counsel and Corporate Secretary, and are also available electronically at www.sedar.com.*

PRELIMINARY SHORT FORM BASE SHELF PROSPECTUS

New Issue   March 31, 2014

WELLGREEN PLATINUM

TSX-V: WG
OTC-QX: WGPLF

$28,000,000

Common Shares
Preferred Shares
Warrants
Subscription Receipts
Debt Securities
Units

This short form base shelf prospectus (the "Prospectus") relates to the offering for sale by Wellgreen Platinum Ltd. (the "Company" or "Wellgreen Platinum") of common shares in the capital of the Company (the "Common Shares"), preferred shares in series in the capital of the Company (the "Preferred Shares"), warrants (the "Warrants"), subscription receipts (the "Subscription Receipts"), debt securities (the "Debt Securities"), or any combination of such securities (the "Units", and all of the foregoing, collectively, the "Securities") from time to time, during the 25-month period that this Prospectus, including any amendments hereto, remains effective, in one or more series or issuances, with a total offering price of the Securities, in the aggregate, of up to $28,000,000. The Securities may be offered in amounts and at prices to be determined based on market conditions at the time of the sale and as set forth in an accompanying prospectus supplement.

The Company's outstanding common shares are listed for trading in Canada on the TSX Venture Exchange (the "TSX-V") under the trading symbol "WG", and in the United States on the OTCQX (the "OTC") under the trading symbol "WGPLF". The closing price of the Company's common shares on the TSX-V and the OTC on March 28, 2014, the last trading day before the date of this Prospectus, was $0.78 per common share and US$0.70 per common share, respectively. **An investment in the Securities offered hereunder invokes a high degree of risk. See "Risk Factors" in this Prospectus and "Risks That Can Affect Our Business" in the Annual Information Form (as defined herein) incorporated by reference herein.**

Information permitted under applicable securities legislation to be omitted from this Prospectus will be contained in one or more prospectus supplements that will be delivered to purchasers together with this Prospectus, except in cases where an exemption from such delivery requirements has been obtained. Each prospectus supplement will be incorporated by reference into this Prospectus for the purposes of applicable securities legislation as of the date of the prospectus supplement and only for the purposes of the distribution of the Securities to which the prospectus supplement pertains. Investors should read this Prospectus and any applicable prospectus supplement carefully before investing in the Securities.

The specific terms of the Securities with respect to a particular offering will be set out in the applicable prospectus supplement and may include, where applicable: (i) in the case of Common Shares, the number of Common Shares offered, the offering price and any other specific terms; (ii) in the case of Preferred Shares, the designation of the particular series, the number of Preferred Shares offered, the offering price or the manner of determining the offering price, any voting rights, terms for redemption at the option of the Company or the holder, any exchange or conversion terms and any other specific terms; (iii) in the case of Warrants, the offering price, the designation, number and terms of the Common Shares, Preferred Shares, or Debt Securities, as applicable, issuable upon exercise of the Warrants, any procedures that will result in the adjustment of these numbers, the exercise price, dates and periods of exercise, the currency in which the Warrants are issued and any other specific terms; (iv) in the case of Subscription Receipts, the number of Subscription Receipts being offered, the offering price, the procedures for the exchange of the Subscription Receipts for Common Shares, Preferred Shares, Warrants, Debt Securities or Units, as the case may be, and any other specific terms; (v) in the case of Debt Securities, the specific designation, aggregate principal amount, maturity dates, interest provisions, authorized denominations, covenants, any terms for redemption, any conversion terms and any other terms specific to the Debt Securities being offered; and (vi) in the case of Units, the designation, number and terms of the Common Shares, Preferred Shares, Warrants, Subscription Receipts or Debt Securities comprising the Units. Where required by statute, regulation or policy, and where Securities are offered in currencies other than Canadian dollars, appropriate disclosure of foreign exchange rates applicable to the Securities will be included in the prospectus supplement describing the Securities.

Any offering of Preferred Shares, Warrants, Debt Securities, Subscription Receipts or Units would be a new issue of Securities. **There is no market through which the Preferred Shares, Warrants, Debt Securities, Subscription Receipts or Units may be sold and purchasers may not be able to resell the Preferred Shares, Warrants, Debt Securities, Subscription Receipts or Units purchased under this Prospectus or any prospectus supplement. This may affect the pricing of the Preferred Shares, Warrants, Debt Securities, Subscription Receipts or Units in the secondary market (if any), the transparency and availability of trading prices (if any), the liquidity of the Preferred Shares, Warrants, Debt Securities, Subscription Receipts or Units (if any), and the extent of issuer regulation. See "Risk Factors" in this Prospectus and "Risks That Can Affect Our Business" in the Annual Information Form incorporated by reference herein.** Unless otherwise specified in the applicable prospectus supplement, the Preferred Shares, Warrants, Debt Securities, Subscription Receipts or Units will not be listed on any securities exchange.

The Securities may be sold through underwriters or dealers or directly or through agents designated from time to time at amounts and prices and other terms determined by the Company. In connection with an underwritten offering of Securities, the underwriters may over-allot or effect transactions which stabilize or maintain the market price of the Securities. Such transactions, if commenced, may be discontinued at any time. However, no underwriter or dealer involved in an "at-the-market distribution", as defined in National Instrument

44-102 – *Shelf Distributions* ("NI 44-102"), no affiliate of such an underwriter or dealer and no person or company acting jointly or in concert with such an underwriter or dealer, will over-allot Securities in connection with such distribution or effect any other transactions that are intended to stabilize or maintain the market price of the Securities. See "Plan of Distribution". A prospectus supplement will set out the names of any underwriters, dealers or agents involved in the sale of the Securities, the amounts, if any, to be purchased by underwriters, the plan of distribution for the Securities, including the net proceeds the Company expects to receive from the sale of the Securities, if any, the amounts and prices at which the Securities are sold and the compensation of such underwriters, dealers or agents.

Investors should rely only on the information contained or incorporated by reference in this Prospectus and any applicable prospectus supplement. The Company has not authorized anyone to provide investors with different or additional information. If anyone provides investors with different or additional information, investors should not rely on such information. The Company is not making an offer to sell or seeking an offer to buy the Securities in any jurisdiction where the offer or sale is not permitted. Investors should assume that the information contained in this Prospectus and any applicable prospectus supplement is accurate only as of the date on the front of such documents and that information contained in any document incorporated by reference is accurate only as of the date of that document, regardless of the time of delivery of this Prospectus and any applicable prospectus supplement or of any sale of the Company's securities. The Company's business, financial condition, results of operations and prospects may have changed since any such dates.

Market data and certain industry forecasts used in this Prospectus and any applicable prospectus supplement and the documents incorporated by reference in this Prospectus and any applicable prospectus supplement were obtained from market research, publicly available information and industry publications. The Company believes that these sources are generally reliable, but the accuracy, completeness and currency of this information is not guaranteed. The Company has not independently verified this information, and the Company does not make any representation as to the accuracy, completeness or currency of this information.

In this Prospectus and any prospectus supplement, unless otherwise indicated, all dollar amounts are in Canadian dollars.

Wellgreen Platinum's head office is located at Suite 420 – 1090 West Georgia Street, Vancouver, British Columbia V6E 3V7, and its registered and records office is located at 2200 HSBC Building, 885 West Georgia Street, Vancouver, British Columbia, V6C 3E8, c/o Cassels Brock & Blackwell LLP.

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DOCUMENTS INCORPORATED BY REFERENCE

Information has been incorporated by reference in this Prospectus from documents filed with the securities commissions of the Provinces of British Columbia, Alberta, Manitoba and Ontario. Copies of the documents incorporated herein by reference may be obtained on request, without charge, from Wellgreen Platinum Ltd., Suite 420 – 1090 West Georgia Street, Vancouver, British Columbia, V6E 3V7 (Telephone: 604-569-3690), Attention: Corporate Counsel and Corporate Secretary, and are also available electronically under Wellgreen Platinum's SEDAR profile at www.sedar.com. The Company's filings through SEDAR are not incorporated by reference in this Prospectus except as specifically set out herein.

The following documents filed with the securities commission or similar regulatory authority in the Provinces of British Columbia, Alberta, Manitoba and Ontario, are specifically incorporated by reference into, and form an integral part of, this Prospectus:

- annual information form dated March 31, 2014 for the fiscal year ended December 31, 2013 (the "Annual Information Form");

- annual consolidated financial statements and the notes thereto for the nine months ended December 31, 2013 and the year ended March 31, 2013, together with the auditors' report thereon, and management's discussion and analysis for the nine months ended December 31, 2013 and the year ended March 31, 2013;

- management information circular dated November 18, 2013 relating to Wellgreen Platinum's annual general and special meeting of shareholders that was held on December 17, 2013;

- material change report dated January 10, 2014 regarding the completion by Wellgreen Platinum of an equity financing by way of a non-brokered private placement; and

- material change report dated January 21, 2014 regarding the completion by Wellgreen Platinum of a second tranche equity financing by way of a non-brokered private placement.

Any document of the type referred to in section 11.1 of Form 44-101F1 *Short Form Prospectus* under National Instrument 44-101 – *Short Form Prospectus Distributions* filed by the Company with any securities commission or similar regulatory authority in the Provinces of British Columbia, Alberta, Manitoba and Ontario subsequent to the date of this Prospectus and prior to the termination of the offering under any prospectus supplement shall be deemed to be incorporated by reference in this Prospectus. These documents will be available on SEDAR, which can be accessed at www.sedar.com.

Information permitted under applicable securities legislation to be omitted from this Prospectus will be contained in one or more prospectus supplements that will be delivered to purchasers together with this Prospectus, except in cases where an exemption from such delivery requirements has been obtained. Each prospectus supplement will be incorporated by reference into this Prospectus for the purposes of applicable securities legislation as of the date of the prospectus supplement and only for the purpose of the distribution of the Securities to which the prospectus supplement pertains. Investors should read this Prospectus and any applicable prospectus supplement carefully before investing in the Securities.

Any statement contained in this Prospectus or in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded, for purposes of this Prospectus, to the extent that a statement contained herein or in any other subsequently filed document that also is, or is deemed to be, incorporated by reference herein modifies, replaces or supersedes such statement. Any statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Prospectus. The modifying or superseding statement need not state that it has modified or superseded a prior statement or include any other information set forth in the document that it modifies or

supersedes. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement, when made, constituted a misrepresentation, an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made.

FORWARD LOOKING STATEMENTS

This Prospectus, including the documents incorporated by reference herein, contain forward-looking statements and forward-looking information (collectively referred to as "forward-looking statements") which may not be based on historical fact, including without limitation statements regarding the Company's expectations in respect of future financial position, business strategy, future production, reserve potential, exploration drilling, exploitation activities, events or developments that the Company expects to take place in the future, projected costs and plans and objectives. Often, but not always, forward-looking statements can be identified by the use of the words "believes", "may", "plan", "will", "estimate", "scheduled", "continue", "anticipates", "intends", "expects", and similar expressions.

Such statements reflect the Company's current views with respect to future events and are subject to risks and uncertainties and are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic, competitive, political and social uncertainties and contingencies. Many factors could cause the Company's actual results, performance or achievements to be materially different from any future results, performance, or achievements that may be expressed or implied by such forward-looking statements, including, among others:

- statements regarding the permitting, development and production of the Company's Wellgreen project or any of the Company's other projects;
- statements about completing an updated Preliminary Economic Assessment study on the Company's Wellgreen project;
- the estimates of mineral resources; producing such estimates is a subjective process, the accuracy of which is a function of the quantity and quality of available data and the assumptions made and judgment used in the engineering and geological interpretation, which may prove to be unreliable, and may be subject to revision based on various factors;
- the potential for increase in the cash cost of project exploration, development or production;
- production estimates at the Company's properties;
- fluctuation of metal prices and currency rates;
- future royalty and tax payments and rates;
- forecasts relating to mining, development and other activities at the Company's operations;
- uncertain project realization values;
- current and future global economic conditions;
- changes in mining legislation and other applicable laws adversely affecting the Company's operations;
- inability to obtain adequate financing on acceptable terms;

- inability to obtain necessary exploration and mining permits or to comply with all government requirements including environmental, health and safety laws;
- inability to attract and retain key personnel; and
- other risks detailed from time-to-time in the Company's quarterly filings, annual information forms, annual reports and annual filings with securities regulators, and those risks which are discussed under the heading "Risk Factors" in this Prospectus and under the heading "Risks That Can Affect Our Business" in the Annual Information Form incorporated by reference herein.

Information relating to the foregoing is included, among other places, in this Prospectus under the headings, "The Company", "Use of Proceeds" and "Risk Factors"; in the Annual Information Form under the headings "Important Information About This Document" and "Risks That Can Affect Our Business"; and in the Management's Discussion and Analysis for the year ended December 31, 2013. The Annual Information Form and Management's Discussion and Analysis for the year ended December 31, 2013 are incorporated by reference in this Prospectus.

The factors listed above should be considered carefully and readers are cautioned not to place undue reliance on any forward-looking statements. Readers are cautioned that the foregoing list of risk factors is not exhaustive and it is recommended that prospective investors consult the more complete discussion of risks and uncertainties facing the Company included in this Prospectus and in the Annual Information Form. See "Risk Factors" in this Prospectus and "Risks That Can Affect Our Business" in the Annual Information Form incorporated by reference herein for a more detailed discussion of these risks.

Although the Company believes the expectations conveyed by the forward-looking statements are reasonable based on the information available to it on the date such statements were made, no assurances can be given as to actual future risks, results, approvals or achievements. The forward-looking statements contained in this Prospectus and the documents incorporated by reference herein are expressly qualified by this cautionary statement. The Company disclaims any duty to update any of the forward-looking statements after the date of this Prospectus to conform such statements to actual results or to changes in the Company's expectations except as otherwise required by applicable law.

INTERPRETATION AND GENERAL INFORMATION

In this Prospectus:

g/t	**means grams per tonne;**
lb	**means pound;**
Mt	**means millions of tonnes;**
NI 43-101	**means National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*;**
NI 44-101	**means National Instrument 44-101 – *Short Form Prospectus Distributions*;**
NI 44-102	**means National Instrument 44-102 – *Shelf Distributions*;**
Ni Eq.	**means nickel equivalent;**
Pt Eq.	**means platinum equivalent; and**
tonne or t	**means 1 metric tonne, equal to 1,000 kilograms, or 1.102 tons.**

Unless the context otherwise requires, references to the "Company" or "Wellgreen Platinum" mean Wellgreen Platinum Ltd. and it subsidiaries.

Wellgreen Platinum uses the metric measure of metric tonnes to describe its resources at the Wellgreen project.

The address of the Company's website is www.wellgreenplatinum.com. Information contained on the Company's website is not part of this Prospectus nor is it incorporated by reference herein. Prospective investors should rely only on the information contained or incorporated by reference in this Prospectus or in any applicable prospectus supplement. The Company has not authorized any person to provide different information.

The Securities being offered for sale under this Prospectus may only be sold in those jurisdictions in which offers and sales of the Securities are permitted. This Prospectus is not an offer to sell or a solicitation of an offer to buy the Securities in any jurisdiction where it is unlawful to do so. The information contained in this Prospectus is accurate only as of the date of this Prospectus, regardless of the time of delivery of this Prospectus, or any prospectus supplement, or of any sale of the Securities hereunder or thereunder.

THE COMPANY

Overview

Headquartered in Vancouver, British Columbia, Wellgreen Platinum is an exploration and development company led by a highly-experienced management and technical team, and is focused on projects with significant platinum group metals ("PGMs") located in geo-politically stable regions. The Company's management team has a track record of successful large scale project discovery, development, operations and financing, combined with an entrepreneurial and collaborative approach to working with First Nations and local communities.

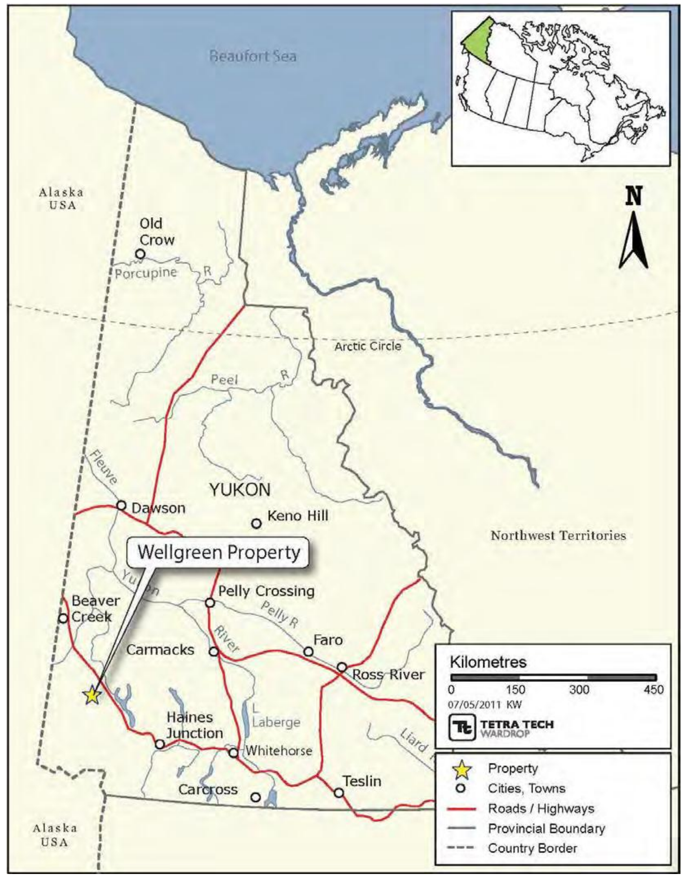
The Company was incorporated under the *Business Corporations Act* (British Columbia) on April 5, 2006 under the name "Fargo Capital Corp.", which changed its name to "Pacific Coast Nickel Corp." on July 10, 2007. Following the June 2011 spin-out transaction involving Prophecy Coal Corp. and Pacific Coast Nickel Corp. (details of which are available under the Company's SEDAR profile at www.sedar.com), the latter changed its name to Prophecy Platinum Corp. on June 13, 2011. The Company's name was changed to Wellgreen Platinum Ltd. effective December 19, 2013.

Wellgreen Platinum's head office is located at Suite 420 – 1090 West Georgia Street, Vancouver, British Columbia V6E 3V7, and its registered and records office is located at 2200 HSBC Building, 885 West Georgia Street, Vancouver, British Columbia V6C 3E8, c/o Cassels Brock & Blackwell LLP.

Wellgreen Platinum has one material active wholly-owned subsidiary, 0905144 B.C. Ltd. (the "Wellgreen Subsidiary"), and other inactive or non-material subsidiaries described in the Annual Information Form. Wellgreen Platinum owns 100% of the common shares of the Wellgreen Subsidiary, which in turn holds the Wellgreen property. See "Wellgreen Project" in this Prospectus.

Wellgreen Project

The Company's main project is its 100%-owned Wellgreen PGM-Ni-Cu project located in the Yukon Territory, Canada.



The Wellgreen property is one of the world's largest undeveloped PGM deposits and one of few significant PGM deposits outside of South Africa or Russia. It has an exploration and production history dating back to its discovery in 1952. The project is located 30 kilometres from Burwash Landing and approximately 317 kilometres northwest of Whitehorse in southwestern Yukon, and can be accessed from the paved Alaska Highway by a 15 kilometre gravel road.

In 2012, the Company retained Tetra Tech WEI Inc. ("Tetra Tech") to prepare a preliminary economic assessment on the Wellgreen property entitled, "Wellgreen Project Preliminary Economic Assessment, Yukon, Canada" and dated August 1, 2012 (the "2012 Wellgreen PEA"). The project description contained herein is based on the 2012 Wellgreen PEA, except for some updates that reflect certain developments since the 2012 Wellgreen PEA was published. The 2012 Wellgreen PEA was prepared in accordance with NI 43-101, by or under the supervision of the following four *qualified persons* within the meaning of NI 43-101:

- Andrew Carter, Eur. Ing., C.Eng., MIMMM, MSAIMM, SME (Director of Metallurgy, Tetra Tech);
- Todd McCracken, P.Geo. (Principal Geologist, Tetra Tech);
- Pacifico Corpuz, P.Eng. (Senior Mining Engineer, Tetra Tech); and
- Philip Bridson, P.Eng. (Senior Mining Engineer, Tetra Tech).

Unless stated otherwise, information of a technical or scientific nature related to the Wellgreen property contained in this Prospectus (including documents incorporated by reference herein) is summarized or extracted from the 2012 Wellgreen PEA. It is recommended that prospective investors read the 2012 Wellgreen PEA in its entirety to fully understand the Wellgreen property. It is also recommended that prospective investors read the Annual Information Form, which is incorporated by reference herein, and which contains information regarding the Wellgreen property. A copy of the 2012 Wellgreen PEA can be obtained under the Company's SEDAR profile at www.sedar.com.

General project information

Location	Approximately 317 kilometres northwest of Whitehorse in the Yukon Territory, Canada
Ownership	100%-owned by the Company's wholly-owned subsidiary, 0905144 B.C. Ltd.
End product	platinum group metals, nickel and copper concentrates
Mine type	open pit and amenable to selective underground
Estimated mineral resources (measured + indicated)	14.4 Mt
Estimated mineral resources (inferred)	446.7 Mt
Estimated mine life	37 years

Mineral Resource Estimate

The 2012 Wellgreen PEA is preliminary in nature and includes Inferred Mineral Resources that are considered too speculative geologically on which to apply economic considerations to categorize them as mineral reserves. There is no certainty that the estimates contained in the 2012 Wellgreen PEA will be realized.

The resource estimation at a 0.2% nickel equivalent ("Ni Eq.") cut-off resulted in an Indicated Resource of 14.4 Mt at grades of 0.68% nickel, 0.62% copper, and 2.23 g/t platinum+palladium+gold. An additional Inferred Resource of 446.6 Mt at grades of 0.31% nickel, 0.25% copper, and 0.87 g/t platinum+palladium+gold. The resource estimate presented herein does not reflect the results of exploration conducted subsequent to the 2012 Wellgreen PEA. Table 1.2 summarizes the results of the resource estimate from within the optimized open pit.

Table 1.2 Wellgreen Mineral Resource Summary (effective as of August 1, 2012)

Ni Eq.% cutoff	Category	Zone	Tonnes	Ni Eq.%	Ni (%)	Cu (%)	Co (%)	Au (g/t)	Pt (g/t)	Pd (g/t)
0.200	Indicated	Pitshell	14,432,900	1.4	0.68	0.62	0.05	0.51	0.99	0.73
0.200	Inferred	Pitshell	446,649,000	0.6	0.31	0.25	0.02	0.16	0.38	0.33

Anticipated Production Process at the Company's Wellgreen Project

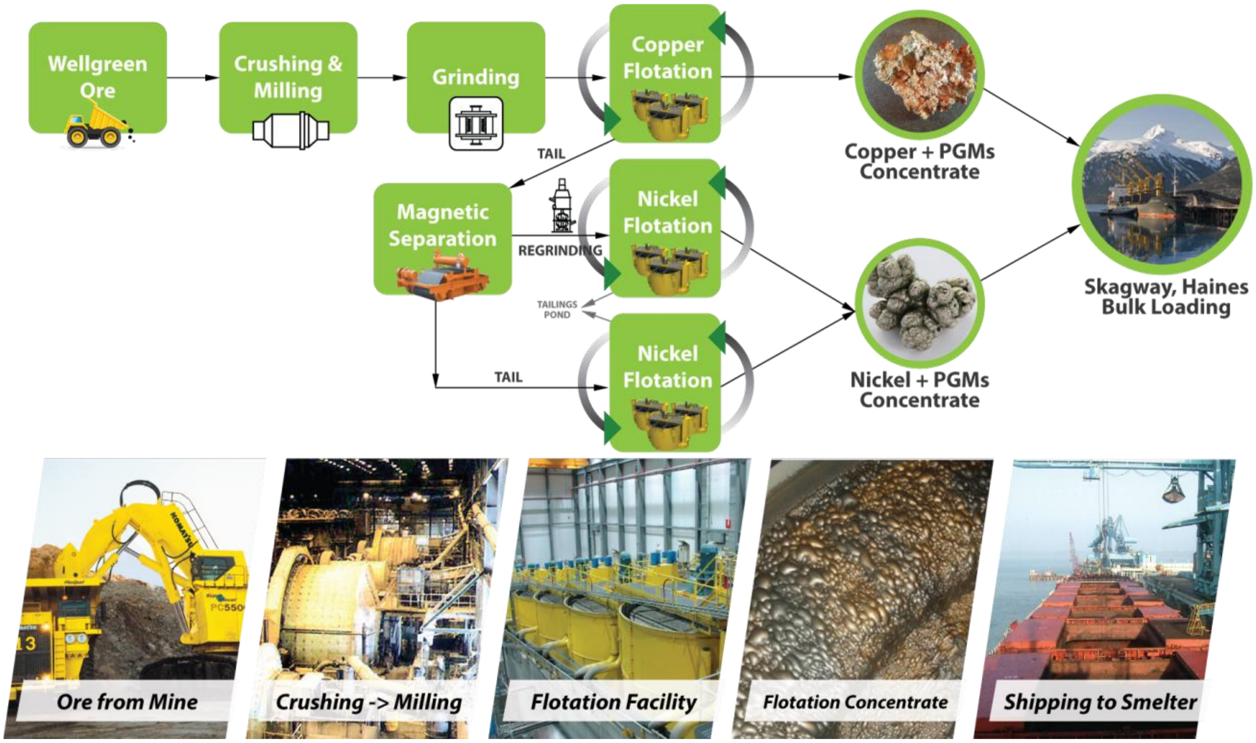


Photo Source: Bloomberg News, Stockcargo, Wikipedia, Komatsu, Mining.com, Outotec

Recent Developments

On February 4, 2013, the Company announced the final results of its 11,000 metre 2012 exploration drill program at the Wellgreen project. Fourteen of fifteen drill holes, from across approximately two kilometres of the existing mineral resource area, intercepted significant mineralized widths. Highlighted drill results are summarized below in platinum equivalent (Pt Eq.)* and nickel equivalent (Ni Eq.)*:

- WS12-214 intersected three mineralized intervals totaling 362.8 metres of 2.22 grams per tonne ("g/t") Pt Eq. or 0.49% Ni Eq. including 37.6 metres of 5.31 g/t Pt Eq. or 1.18% Ni Eq.;

- WS12-205 intersected five mineralized intervals totaling 314.4 metres of 2.38 g/t Pt Eq. or 0.53% Ni Eq. including 44.1 metres of 4.13 g/t Pt Eq. or 0.92% Ni Eq.;

- WS12-203 intersected two mineralized intervals totaling 317.2 metres of 1.91 g/t Pt Eq. or 0.42% Ni Eq.;

- WS12-208 was entirely mineralized, totaling 142.5 metres of 4.01 g/t Pt Eq. or 0.89% Ni Eq.;

- WS12-204 intersected three mineralized intervals totaling 295.0 metres of 1.92 g/t Pt Eq. or 0.43% Ni Eq.; and

- WS12-213 intersected two mineralized intervals totaling 251.9 metres of 2.08 g/t Pt Eq. or 0.46% Ni Eq.

Note: *Nickel equivalent (Ni Eq.%) and platinum equivalent (Pt Eq. g/t) calculations reflect total gross metal content using US$ of $7.58/lb nickel (Ni), $2.85/lb copper (Cu), $12.98/lb cobalt (Co), $1,270.38/oz platinum (Pt), $465.02/oz palladium (Pd) and $1,102.30/oz gold (Au) and have not been adjusted to reflect metallurgical recoveries. The above metal prices are a 20% reduction of the LME 3-year trailing average metal prices as presented in the 2012 Wellgreen PEA.

The drill holes in 2012 from four different zones across the main Wellgreen deposit were designed to test representative sections of the deposit and confirm wide intervals of mineralization. Six of these drill holes exceeded a grade thickness value of over 500 gram-metres of Pt Eq. A grade thickness value of 20 gram-metres is considered economically significant and most high quality gold or platinum mines would have a core zone with a grade-thickness value of 100 gram-metres or more. In addition, most of these zones remain open to further expansion at depth and along trend.

On July 17, 2013, the Company announced the commencement of the 2013 field program and targeted objectives which included:

- re-logging / sampling and bulk mineability assessment of up to 16,000 metres of historic drill holes which were previously only selectively assayed for narrow, very high-grade, massive sulphide zones. Drill hole cores were re-logged and comprehensively analyzed for platinum, palladium, gold, nickel, copper and cobalt mineralization with NI 43-101 quality control measures;

- definition of higher-grade mineralization for scheduling in the first 5-10 years of operations to enhance existing positive economics; and

- step-out drilling to offset higher grade mineralized zones and bring currently unclassified blocks that are within the previous pit model into the mineral resource.

The Company completed the 2013 drilling program in November 2013. The program consisted of 4,735 metres of drilling, much of which was targeted to increase Measured and Indicated ("M&I") resources in strategic areas and for environmental monitoring. In addition, the Company re-logged 20,946 metres of drill core which consisted of 4,971 metres of 2006-2012 drill core and 15,975 metres of 1987-1988 drill core. 8,457 metres of the 1987-1988 drill core was re-sampled, i.e., a significant amount of the core was not previously sampled outside of select intervals.

On September 13, 2013, the Company announced the first results from its 2013 field program at the Wellgreen project with results from the Far East Zone. The Company had identified a significant, newly interpreted area of mineralization towards the eastern end of the deposit that included hole 160 with 353 metres of continuous mineralization grading 2.62 g/t Pt Eq. or 0.62% Ni Eq., comprised of 0.93 g/t platinum+palladium+gold ("3E"), 0.31% Ni and 0.33% Cu and a second parallel hole 165 which intercepted a higher grade zone of 60.7 metres grading 4.24 g/t Pt Eq. or 1.00% Ni Eq. comprised of 2.02 g/t of 3Es, 0.24% Ni and 0.99% Cu. This broad band of mineralization is open to expansion the south and along trend and would be the target of additional drilling.

On November 21, 2013, the Company announced further results at the Far East Zone from its ongoing 2013 field program at the Wellgreen project. Drill hole 215 drilled from the south across the ultramafic body to the north intercepted 756 metres of continuous mineralization beginning from surface grading 1.92g/t Pt Eq. or 0.46% Ni Eq., including 461 metres of continuous mineralization grading 2.31 g/t Pt Eq. or 0.55% Ni Eq., which contains a 65.6 metre interval grading 4.19 g/t Pt Eq. or 1.00% Ni Eq., comprised of 1.33 g/t 3E with 0.56% nickel and 0.45% copper.

On December 15, 2013, the Company announced additional results from the Far East Zone where re-logging and new sampling work that was part of the 2013 field program had confirmed the extension of mineralization by more than 325 metres to the east of the Far East cross section that was announced on November 21, 2013. The results indicate continuity of the mineralization in the Far East Zone with additional broad zones of mineralization in four different drill holes ranging from 300 to 375 metres in width and grading approximately 2 g/t Pt Eq. (0.48% Ni Eq.). These drill holes are the eastern most in the deposit and, like drill hole 215, also show higher grade zones of significant width at 3-5 g/t Pt Eq. grades. High potential targets for drilling in the Far East Zone to offset the known mineralization will be a priority for future programs.

On January 30, 2014, the Company announced results from the East Zone within the main Wellgreen deposit located approximately 300 metres west of the Far East Zone. New assaying and interpretation of historic drill core that was previously only selectively sampled confirmed that the mineralization identified in the Far East Zone announced on November 21, 2013 extends to the west into the East Zone and remains open. These new drill results in the East Zone confirm there is significant higher grade mineralization which continues below a wedge of sedimentary rocks from the east and which potentially may continue untested to the west under the main Wellgreen deposit. The new assay results indicate that underground drill holes 509 through 511 all intercepted zones of significant mineralization from 44.7 to 58.5 metres in width grading between 2.96 and 3.23 g/t Pt Eq. and all ended in higher grade mineralization which remains open to the south, west and to depth. Surface drilling results from the East Zone section also indicate that there are broad zones of higher grade mineralization beginning at the surface. Hole 76 on the southern side of the sediment wedge intercepted 28.4 metres grading 3.71g/t Pt Eq. or 0.89% Ni Eq. Hole 78, which was drilled from the same collar as hole 76 but vertically, intercepted 80.6 metres grading 1.99 g/t Pt Eq. or 0.48% Ni Eq. and included a 21.4 metre intercept grading 3.00 g/t Pt Eq. or 0.71% Ni Eq. These near surface intercepts are believed to be the continuation of the higher grade, higher sulphide material that is adjacent to the sediment contact. Future drilling and metallurgical testing will evaluate the potential of these mineralized areas as near surface starter pits designed to provide higher grade mill feed early in the life of the mine.

On March 3, 2014, the Company announced results from the Central Zone within the main Wellgreen deposit approximately 425 metres west from the East Zone. New drilling data and assay results from historic drill core that was previously only selectively sampled in the Central zone indicates that wide bands of higher-grade mineralization, like those seen in the previously released Far East and East zones, occur well away from the sediment-contact-related zones that were the historic focus at Wellgreen. Drill hole 214 intercepted 379.5 metres of PGM-Ni-Cu mineralization grading 1.98 g/t Pt Eq. or 0.47%Ni Eq. Within this broad intercept, an interval of 37.6 metres grading 4.96 g/t Pt Eq. or 1.18% Ni Eq. was intercepted approximately 50 metres from the existing underground workings. It is believed that this higher-grade zone is part of a broad band of mineralization that extends several hundred metres laterally to the south and was intercepted by hole 188, which intercepted a 24.7-metre interval grading 6.54 g/t Pt Eq. or 1.56% Ni Eq. within an intercept of 460 metres grading 1.84 g/t Pt Eq. or 0.44% Ni Eq. This large area of mineralization remains open to the south, laterally and to depth, and represents an area of high potential for resource expansion from future programs. New results from shallow drilling in the Central zone have also confirmed the presence of areas with higher-grade mineralization beginning from surface. Hole 222 intercepted 163.0 metres grading 2.20 g/t Pt Eq. or 0.53% Ni Eq. from surface, including a 24.0-metre section grading 5.22 g/t Pt Eq. or 1.26% Ni Eq. Hole 138, approximately 56 metres west of hole 222, intercepted 74.9 metres at 2.72 g/t Pt Eq. or 0.65% Ni Eq., including 26.8 metres at 5.10 g/t Pt Eq. or 1.22% Ni Eq. Future drilling and metallurgical testing will evaluate the potential extraction of these mineralized areas as near-surface starter pits designed to provide higher-grade mill feed early in the life of the mine.

On March 18, 2014, the Company announced results from the West Zone within the main Wellgreen deposit located approximately 300 metres west of the Central Zone. Results in the West zone based on new drilling and new assay results from historic drill core that was previously only selectively sampled for high-grade massive sulphide intervals show continuous mineralization throughout the ultramafic package which remains open at depth and along trend. Hole 139 in the West Zone intercepted 371.3 metres of PGM-Ni-Cu mineralization grading 2.76 g/t Pt Eq. or 0.66% Ni Eq., for a grade thickness value of over 1,000 gram-metres. The lower interval in this hole intercepted 140.6 metres at 3.99 g/t Pt Eq. or 0.95% Ni Eq., and ended in high-grade mineralization of over five g/t Pt Eq. This 140.6-metre intercept of higher-grade material is located less than 50 metres from the existing main adit level in the underground workings, making it a potential target for bulk underground extraction. Mineralization in the West Zone begins at surface to a tested depth of approximately 350 metres below which represents a high-potential target for resource expansion from future programs. Like other zones to the east at Wellgreen, the West zone includes areas of significant higher-grade material both near-surface and in close proximity to the existing underground workings. New results from near surface show areas of higher-grade mineralization including hole 065 which intercepted 101.7 metres grading 3.43 g/t Pt Eq. or 0.82% Ni Eq. starting from 2.4 metres downhole, and included 29.1 metres grading 5.53 g/t Pt Eq. or 1.31% Ni Eq. This hole is downdip from hole 211, which intercepted 63.9 metres grading 3.55 g/t Pt Eq. or 0.85% Ni Eq. starting from 1.5 metres downhole, and included 11.4 metres grading 7.59 g/t Pt Eq. or 1.82% Ni Eq. Future drilling and metallurgical testing will evaluate the potential extraction of these mineralized areas as near-surface starter pits designed to provide higher-grade mill feed early in the life of the mine.

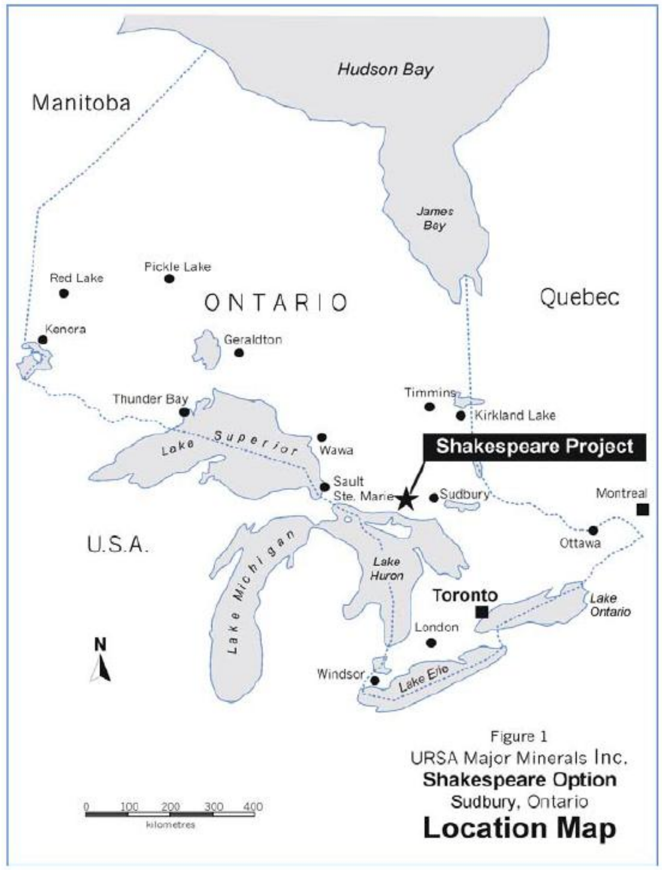
Shakespeare Project

The Company's Shakespeare PGM-Ni-Cu project is not currently a material project of the Company.

The project is a fully-permitted, production-ready mine located in the Sudbury mine district of Ontario. The Company owns 100% of the Shakespeare project, subject to a 1.5% net smelter royalty in favour of Xstrata Nickel ("Xstrata"). The Shakespeare property is partially surrounded by an exploration property that is the basis of a joint venture between the Company and Xstrata with the Company as the project operator. The Company holds an approximate 80% beneficial interest in the joint venture area.

General Project Information

Location	Approximately one hour by road from Sudbury, Ontario
Ownership	100%-owned by the Company's subsidiary, Ursa Major Minerals Incorporated ("**Ursa**"), subject to a 1.5% net smelter
End product	nickel and copper concentrates containing platinum, palladium and gold
Mine type	open pit
Estimated mine life	8 years



Overview of the Shakespeare Project

The Shakespeare project is located just north of Agnew Lake, near the village of Webbwood, Ontario. Webbwood lies just west of Espanola on Highway 17, and approximately one hour by road from Sudbury. The project comprises five (5) unpatented claims, 21 patented claims and three (3) mineral leases that contain 13 claims. The earliest known work on the property was by the Sudbury Shakespeare Gold Copper Syndicate in the 1920s and included prospecting and trenching. The Company acquired the project in connection with its acquisition of Ursa in July 2012.

Recent Exploration Activities

In December 2012, the Company completed two diamond drill holes along the eastern edge of the proposed East Pit. One drill hole was to a final depth of 597 metres, the second drill hole was to a final depth of 714 metres. These holes were then followed by a down-hole geophysics program.

The Company continues to evaluate the Shakespeare project.

USE OF PROCEEDS

Unless otherwise indicated in a prospectus supplement, Wellgreen Platinum currently intends to use the net proceeds from the sale of the Securities, along with cash on hand, for the completion of a pre-feasibility study, as well as environmental / socioeconomic studies that include permitting, and a feasibility study at the Wellgreen project. Wellgreen Platinum may also use a portion of the proceeds to update the feasibility study on its non-material Shakespeare project and for general working capital purposes.

More detailed information regarding the use of proceeds from the sale of the Securities will be described in any applicable prospectus supplement.

CONSOLIDATED CAPITALIZATION

The authorized share capital of the Company consists of an unlimited number of common shares without par value, of which 83,085,631 were issued and outstanding as at the date of this Prospectus. Since March 28, 2014, the date of the Company's most recently filed annual financial statements, there have been no material changes in the Company's consolidated share capital.

PRIOR SALES

For the 12-month period before the date of this Prospectus, Wellgreen Platinum issued the following common shares of the Company and securities convertible into common shares of the Company:

Date of Issuance	Aggregate Number and Type of Securities Issued	Price per Security
June 20, 2013	8,386,264 common shares	$0.70
June 20, 2013	8,386,264 warrants	$0.90 (1)
December 31, 2013	3,521,339 common shares	$0.55
December 31, 2013	3,521,339 warrants	$0.80 (1)
January 9, 2014	1,199,700 common shares	$0.55
January 9, 2014	1,199,700 warrants	$0.80 (1)
January 15, 2014	3,940,000 stock appreciation rights	$0.57 (1)
March 4, 2014	200,000 common shares (2)	$0.80
March 5, 2014	163,636 common shares (2)	$0.80
March 5, 2014	100,000 common shares (2)	$0.90
March 6, 2014	100,000 common shares (2)	$0.80
March 6, 2014	200,000 common shares (2)	$0.90
March 14, 2014	440,000 common shares (2)	$0.80

Notes:

(1) In the case of warrants and stock appreciation rights, the price per security refers to the exercise price per warrant, or stock appreciation right, as applicable.

(2) Common shares were issued pursuant to the exercise of warrants.

TRADING PRICE AND VOLUME

Wellgreen Platinum's common shares are listed on the TSX-V and on the OTC under the trading symbols "WG" and "WGPLF", respectively. The principal market on which the Company's common shares trade is the TSX-V. The following table sets forth information relating to the trading of the Company's common shares on the TSX-V for the months indicated.

	TSX-V Price Range		
Month	**High**	**Low**	**Total Volume**
March 2013	0.97	0.69	1,301,578
April 2013	0.79	0.52	1,124,300
May 2013	0.70	0.53	2,365,100
June 2013	0.68	0.54	1,272,200
July 2013	0.78	0.55	923,900
August 2013	0.75	0.58	1,159,100
September 2013	0.77	0.57	1,160,200
October 2013	0.67	0.58	901,300
November 2013	0.61	0.42	1,655,200
December 2013	0.70	0.42	1,102,600
January 2014	1.09	0.55	5,857,000
February 2014	0.97	0.70	4,049,200
March 2014	0.94	0.75	3,494,545

EARNINGS COVERAGE RATIO

If the Company offers (i) any Debt Securities having a term to maturity in excess of one year or (ii) any Preferred Shares, under a prospectus supplement, the prospectus supplement will include an earnings coverage ratio giving effect to the issuance of such Debt Securities and/or Preferred Shares, as applicable.

PLAN OF DISTRIBUTION

The Company may sell Securities to or through underwriters or dealers and also may sell Securities directly to purchasers or through agents. The distribution of Securities may be effected from time to time in one or more transactions at a fixed price or prices, which may be changed, at market prices prevailing at the time of sale, or at prices related to such prevailing market prices to be negotiated with purchasers and as set forth in an accompanying prospectus supplement, including sales in transactions that are deemed to be "at-the-market distributions" as defined in (and subject to the requirements of) NI 44-102, including sales made directly on the TSX-V or other existing trading markets for the Securities.

In connection with the sale of Securities, underwriters may receive compensation from the Company or from purchasers of Securities for whom they may act as agents in the form of discounts, concessions or commissions. Underwriters, dealers and agents that participate in the distribution of Securities may be deemed to be underwriters and any discounts or commissions received by them from the Company and any profit on the resale of Securities by them may be deemed to be underwriting discounts and commissions under applicable securities legislation. No underwriter or dealer involved in an "at-the-market distribution", as defined in NI 44-102, no affiliate of such an underwriter or dealer and no person or company acting jointly or in concert with such an underwriter or dealer, will over-allot Securities in connection with such distribution or effect any other transactions that are intended to stabilize or maintain the market price of the Securities.

If so indicated in the applicable prospectus supplement, the Company may authorize dealers or other persons acting as the Company's agents to solicit offers by certain institutions to purchase the Securities directly from the Company pursuant to contracts providing for payment and delivery on a future date. These contracts will be subject only to the conditions set forth in the applicable prospectus supplement or supplements, which will also set forth the commission payable for solicitation of these contracts.

This Prospectus qualifies the Securities. The specific terms of any offering of Securities will be described in the applicable prospectus supplement. The prospectus supplement relating to any offering of Securities will set forth the terms of the offering of the Securities, including, to the extent applicable, the initial offering price, the proceeds to the Company, the underwriting discounts or commissions, the currency in which the Securities may be issued and any other discounts or concessions to be allowed or reallowed to dealers. Any underwriters involved with respect to any offering of Securities sold to or through underwriters will be named in the prospectus supplement relating to such offering.

DESCRIPTION OF SECURITIES

Common Shares

The Company can issue an unlimited number of common shares with no nominal or par value. The following is a summary of the principal attributes of the common shares:

Voting Rights

Holders of common shares are entitled to vote on all matters that are to be voted on at any shareholder meeting, other than meetings that are only for holders of another class or series of shares. Each common share represents one vote. There are no cumulative voting rights.

Dividends and Profits

Holders of common shares are entitled to share *pro rata* in any profits of Wellgreen Platinum to the extent that such profits are distributed either through the declaration of dividends by the Company's board of directors or otherwise distributed to shareholders. There are no indentures or agreements limiting the payment of dividends.

Rights on Dissolution

In the event of the liquidation, dissolution or winding up of Wellgreen Platinum, the holders of common shares will be entitled to receive, on a *pro rata* basis, all of the Company's assets remaining after payment of all of the Company's liabilities.

Pre-Emptive, Conversion and Other Rights

Holders of common shares have no pre-emptive, redemption, purchase or conversion rights attaching to their shares, and the common shares, when fully paid, will not be liable to further call or assessment. No other class of shares may be created without the approval of the holders of the common shares. There are no provisions discriminating against any existing or prospective holder of common shares as a result of such shareholder owning a substantial number of common shares. In addition, non-residents of Canada who hold common shares have the same rights as shareholders who are residents of Canada.

Preferred Shares

As at the date of this Prospectus, the authorized capital of Wellgreen Platinum does not consist of Preferred Shares. The Company may seek shareholder approval at its next annual meeting of shareholders of an amendment to the Company's articles creating a class of Preferred Shares, issuable in series. Should shareholder approval of the amendment not be obtained, no Preferred Shares will be available for issuance under this Prospectus or any prospectus supplement.

The specific terms of any offerings of Preferred Shares including the designation of the particular series, the number of Preferred Shares offered, the offering price, any voting rights, terms for redemption at the option of the Company or the holder, any exchange or conversion terms and any other specific terms will be described in one or more prospectus supplements.

Provided that shareholder approval for the creation of the Preferred Shares is obtained, it is expected that the directors of the Company will be able to divide any unissued Preferred Shares into series and fix the number of shares in each series and the designation, rights, privileges, restrictions and conditions thereof. The Preferred Shares of each series will rank on a parity with Preferred Shares of every other series with respect to accumulated dividends and return of capital and entitled to a preference over the Common Shares and over any other shares of the Company ranking junior to the Preferred Shares with respect to the priority in the payment of dividends and in the distribution of assets in the event of liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary.

The rights, privileges, restrictions and conditions attaching to the Preferred Shares as a class will be able to be repealed, altered, modified, amended or amplified, or otherwise varied, only with the sanction of the holders of the Preferred Shares given in such manner as may then be required by law, subject to a minimum requirement that such approval be given by resolution in writing executed by all holders of Preferred Shares entitled to vote on that resolution or passed by the affirmative vote of at least 66⅔% of the votes cast at a meeting of holders of Preferred Shares duly called for such purpose.

Warrants

The Company may issue Warrants to purchase Common Shares, Preferred Shares or Debt Securities. This section describes the general terms that will apply to any Warrants issued pursuant to this Prospectus.

Warrants may be offered separately or together with other Securities and may be attached to or separate from any other Securities. Unless the applicable prospectus supplement otherwise indicates, each series of Warrants will be issued under a separate warrant indenture to be entered into between the Company and one or more banks or trust companies acting as warrant agent. The warrant agent will act solely as the agent of the Company and will not assume a relationship of agency with any holders of warrant certificates or beneficial owners of Warrants. The applicable prospectus supplement will include details of the warrant indenture, if any, governing the Warrants being offered. The specific terms of the Warrants, and the extent to which the general terms described in this section apply to those Warrants, will be set out in the applicable prospectus supplement.

Notwithstanding the foregoing, the Company will not offer Warrants for sale separately to any member of the public in Canada unless the offering of such Warrants is in connection with, and forms part of the consideration for, an acquisition or merger transaction, or unless the prospectus supplement containing the specific terms of the Warrants to be offered separately is first approved for filing by the securities commissions or similar regulatory authorities in each of the provinces of Canada where the Warrants will be offered for sale.

The prospectus supplement relating to any Warrants the Company offers will describe the Warrants and the specific terms relating to the offering. The description will include, where applicable:

- the designation and aggregate number of Warrants;
- the price at which the Warrants will be offered;
- the currency or currencies in which the Warrants will be offered;
- the date on which the right to exercise the Warrants will commence and the date on which the right will expire;

- the designation, number and terms of the Common Shares, Preferred Shares or Debt Securities, as applicable, that may be purchased upon exercise of the Warrants, and the procedures that will result in the adjustment of those numbers;

- the exercise price of the Warrants;

- the designation and terms of any securities with which the Warrants will be offered, if any, and the number of the Warrants that will be offered with each security;

- if the Warrants are issued as a unit with another security, the date, if any, on and after which the Warrants and the other security will be separately transferable;

- any minimum or maximum amount of Warrants that may be exercised at any one time;

- any terms, procedures and limitations relating to the transferability, exchange or exercise of the Warrants;

- whether the Warrants will be subject to redemption or call and, if so, the terms of such redemption or call provisions;

- material Canadian federal income tax consequences of owning the Warrants; and

- any other material terms or conditions of the Warrants.

Warrant certificates will be exchangeable for new Warrant certificates of different denominations at the office indicated in the prospectus supplement. Prior to the exercise of their Warrants, holders of Warrants will not have any of the rights of holders of the securities subject to the Warrants. The Company may amend the warrant indenture(s) and the Warrants, without the consent of the holders of the Warrants, to cure any ambiguity, to cure, correct or supplement any defective or inconsistent provision or in any other manner that will not prejudice the rights of the holders of outstanding Warrants, as a group.

Subscription Receipts

This section describes the general terms that will apply to any Subscription Receipts that may be offered by the Company pursuant to this Prospectus. Subscription Receipts may be offered separately or together with Common Shares, Preferred Shares, Warrants, Debt Securities or Units as the case may be. The Subscription Receipts will be issued under a Subscription Receipt indenture.

In the event that the Company issues Subscription Receipts, the Company will provide the original purchasers of Subscription Receipts a contractual right of rescission exercisable following the issuance of Common Shares, Preferred Shares, Warrants, Debt Securities or Units to such purchasers.

The applicable prospectus supplement will include details of the Subscription Receipt indenture covering the Subscription Receipts being offered. A copy of the Subscription Receipt indenture relating to an offering of Subscription Receipts will be filed by the Company with the applicable securities regulatory authorities after it has been entered into by the Company. The specific terms of the Subscription Receipts, and the extent to which the general terms described in this section apply to those Subscription Receipts, will be set forth in the applicable prospectus supplement. This description will include, where applicable:

- the number of Subscription Receipts offered;

- the price at which the Subscription Receipts will be offered;

- the procedures for the exchange of the Subscription Receipts into Common Shares, Preferred Shares, Warrants, Debt Securities or Units;

- the number of Common Shares, Preferred Shares, Warrants, Debt Securities or Units that may be exchanged upon exercise of each Subscription Receipt;

- the designation and terms of any other securities with which the Subscription Receipts will be offered, if any, and the number of Subscription Receipts that will be offered with each security;

- terms applicable to the gross or net proceeds from the sale of the Subscription Receipts plus any interest earned thereon;

- material Canadian federal income tax consequences of owning the Subscription Receipts; and

- any other material terms and conditions of the Subscription Receipts.

Description of Debt Securities

The particular terms and provisions of a series of Debt Securities offered by any prospectus supplement, and the extent to which the general terms and provisions described below may apply thereto, will be described in the prospectus supplement filed in respect of such Debt Securities. This description will include, where applicable:

- the specific designation, aggregate principal amount, authorized denominations and maturity dates of the Debt Securities;

- the rate or rates of interest, which may be a fixed rate or floating rate, and the amounts payable in respect of principal and premium, if any, on the Debt Securities;

- covenants relating to the payment of principal and interest on the Debt Securities and other covenants applicable to such Debt Securities to which the Company will be bound;

- the date or dates from which interest shall accrue, the dates on which interest shall be payable and the record dates for the interest payable on any interest payment date;

- the place or places where the principal of and premium, if any, and interest on the Debt Securities will be payable;

- the period or periods within which, the price or prices at which, and the terms and conditions upon which, the Debt Securities may be redeemed, in whole or in part, at the option of the Company;

- the obligation, if any, of the Company to redeem, purchase or repay the Debt Securities pursuant to any mandatory redemption, sinking fund or analogous provisions or at the option of a holder thereof; and the period or periods within which, the price or prices at which, and the terms and conditions upon which, the Debt Securities shall be redeemed or purchased, in whole or in part, pursuant to such obligation or option;

- provisions relating to the conversion of the Debt Securities for Common Shares or other securities of the Company or its subsidiaries;

- the currency or currencies (which may be in the Canadian dollar or in any other currency) in which the Debt Securities will be denomination and in which the principal of and premium, if any, and interest on such Debt Securities will be payable;

- the application, if any, of any defeasance provisions to the Debt Securities; and

- whether the Debt Securities may be exchanged or converted into securities of the Company or another issuer.

The Debt Securities will be issued under an indenture. A copy of any indenture will be filed (to the extent an indenture has not been already filed) by the Company with the securities commission or similar regulatory authority in each of the provinces of British Columbia, Alberta, Manitoba and Ontario after it has been entered into by the Company and will be available electronically at www.sedar.com.

Units

The Company may issue Units comprised of one or more of the other Securities described in this Prospectus in any combination. Each Unit will be issued so that the holder of the Unit is also the holder of each of the Securities included in the Unit. Thus, the holder of a Unit will have the rights and obligations of a holder of each included Security. The unit agreement, if any, under which a Unit is issued may provide that the Securities included in the Unit may not be held or transferred separately, at any time, or at any time before a specified date.

The particular terms and provisions of Units offered by any prospectus supplement, and the extent to which the general terms and provisions described below may apply thereto, will be described in the prospectus supplement filed in respect of such Units.

RISK FACTORS

An investment in the Securities is highly speculative and subject to a number of risks. The nature of the Company's business means it faces many kinds of risks and hazards – some that relate to the mineral exploration industry in general, and others that apply to specific properties, operations or planned operations. These risks could have a significant impact on the Company's business, earnings, cash flows, financial condition, results of operations or prospects.

A prospective purchaser of the Securities should carefully consider the information described in this Prospectus, including any prospectus supplement, as well as the risk factors set out under the heading "Risks That Can Affect Our Business" in the Annual Information Form incorporated by reference herein. In addition to those risks, the following section describes risks that a prospective purchaser of the Securities should carefully consider. This is not, however, a complete list of the potential risks the Company faces – there may be others that the Company is not aware of, or risks that the Company believes are not material today that could become material in the future. The Company has in place systems and procedures appropriate for a company at Wellgreen Platinum's stage of development to manage these risks, but there is no assurance that the Company will be successful in preventing the harm that any of these risks could cause.

Exploration, development, production and operational risks

Exploration and Development Risks

The exploration for and development of minerals involves significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate. These risks include:

- few properties that are explored are ultimately developed into producing mines;
- there can be no guarantee that the estimates of quantities and qualities of minerals disclosed will be economically recoverable;
- with all mining operations there is uncertainty and, therefore, risk associated with operating parameters and costs resulting from the scaling up of extraction methods tested in pilot conditions; and
- mineral exploration is speculative in nature and there can be no assurance that any minerals discovered will result in an increase in the Company's resource base.

Operational Hazards and Risks

The Company's operations will be subject to all of the hazards and risks normally encountered in the exploration, development and production of minerals. These risks include:

- unusual and unexpected geological formations;
- rock falls;
- seismic activity;
- flooding and other conditions involved in the extraction of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability; and
- environmental pollution, and consequent liability that could have a material adverse impact on the Company's business, operations and financial performance.

Substantial Expenditures

Substantial expenditures are required to establish ore reserves through drilling, to develop metallurgical processes to extract the metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis.

The economics of developing mineral properties is affected by many factors including:

- the cost of operations;
- variations in the grade of ore mined;

- fluctuations in metal markets;
- costs of processing equipment; and
- such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection.

The remoteness and restrictions on access of properties in which the Company has an interest will have an adverse effect on profitability as a result of higher infrastructure costs. There are also physical risks to the exploration personnel working in the terrain in which the Company's properties are located, occasionally in poor climate conditions.

Long-Term Commercial Success

The Company's long-term success depends on the Company's ability to find, acquire, develop and commercially produce platinum, nickel and other base and precious metals. No assurance can be given that the Company will be able to locate satisfactory properties for acquisition or participation. Moreover, if such acquisitions or participations are identified, the Company may determine that current markets, terms of acquisition and participation or pricing conditions make such acquisitions or participations uneconomic.

Title Risks

Title to mineral properties, as well as the location of boundaries on the grounds may be disputed. Moreover, additional amounts may be required to be paid to surface right owners in connection with any mining development. At all of such properties where there are current or planned exploration activities, the Company believes that it has either contractual, statutory, or common law rights to make such use of the surface as is reasonably necessary in connection with those activities.

Title insurance generally is not available for mining claims in Canada, and the Company's ability to ensure that it has obtained secure claims to individual mineral properties or mining concessions may be severely constrained. The Company has not conducted surveys of all the claims in which it holds direct or indirect interests; therefore, the precise area and location of such claims may be in doubt. In addition, the Company's mineral properties have had several previous owners, and third parties may have valid claims underlying the Company's interests therein. Accordingly, the properties may be subject to prior unregistered liens, agreements, royalties, transfers or claims, including First Nations land claims, and title may be affected by, among other things, undetected defects. In addition, the Company may be unable to operate the properties as permitted or to enforce the Company's rights with respect to its properties. An impairment to or defect in the Company's title to its properties could have a material adverse effect on the Company's business, financial condition or results of operation.

Mineral Reserves/Mineral Resources

Some of the properties in which the Company holds an interest are considered to be in the early exploration stage only and do not contain a known body of commercial minerals. Mineral resources and mineral reserves are, in the large part, estimates and no assurance can be given that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized.

Such figures have been determined based upon assumed metal prices and operating costs. Future production could differ dramatically from reserve estimates because, among other reasons:

- mineralization or formations could be different from those predicted by drilling, sampling and similar examinations;
- calculation errors could be made in estimating mineral resources and mineral reserves;
- increases in operating mining costs and processing costs could adversely affect mineral resources and mineral reserves;
- the grade of the mineral resources and mineral reserves may vary significantly from time to time and there is no assurance that any particular level of metals may be recovered from the ore; and
- declines in the market price of the metals may render the mining of some or all of the mineral reserves uneconomic.

Estimated mineral resources and mineral reserves may require downward revisions based on changes in metal prices, further exploration or development activity, increased production costs or actual production experience. This could materially and adversely affect estimates of the tonnage or grade of mineralization, estimated recovery rates or other important factors that influence mineral resource and mineral reserve estimates.

Any reduction in estimated mineral resources or mineral reserves as a result could require material write downs in investment in the affected mining property and increased amortization, reclamation and closure charges, which could have a material and adverse effect on the Company's future cash flows, earnings, results of operations and financial condition.

Because the Company does not currently have any producing properties, mineralization estimates for the Company's properties may require adjustments or downward revisions based upon further exploration or development work or actual production experience. In addition, the grade of ore ultimately mined, if any, may differ from that indicated by drilling results. There can be no assurance that minerals recovered in small-scale tests will be duplicated in large-scale tests under on-site conditions or in production scale.

The mineral resource estimate contained in this Prospectus and in the documents incorporated herein by reference have been determined and valued based on assumed future prices, cut-off grades and operating costs that may prove to be inaccurate. Extended declines in market prices for PGM metals, nickel or other metals may render portions of the Company's mineralization uneconomic and result in reduced reported mineralization. Any material reductions in mineralization estimates, or of the Company's ability to extract this mineralization, could have a material adverse effect on the Company's results of operations or financial condition.

Capital Costs, Operating Costs, Production and Economic Returns

Actual capital costs, operating costs, production and economic returns may differ significantly from those the Company has anticipated and there are no assurances that any future development activities will result in profitable mining operations. The capital costs required to develop or take the Company's projects into production may be significantly higher than anticipated.

None of the Company's mineral properties, including the Wellgreen property and the Shakespeare property, have sufficient operating history upon which the Company can base estimates of future operating costs. Decisions about the development of these and other mineral properties will ultimately be based upon feasibility studies. Feasibility studies derive estimates of cash operating costs based upon, among other things:

- anticipated tonnage, grades and metallurgical characteristics of the ore to be mined and processed;
- anticipated recovery rates metals from the ore;
- cash operating costs of comparable facilities and equipment; and
- anticipated climatic conditions.

Cash operating costs, production and economic returns, and other estimates contained in studies or estimates prepared by or for the Company, may differ significantly from those anticipated by the Company's current studies and estimates, and there can be no assurance that the Company's actual operating costs will not be higher than currently anticipated.

Lack of Infrastructure

The completion of the development of the Company's development projects is subject to various requirements, including the availability and timing of acceptable arrangements for electricity or other sources of power, water and transportation facilities. The lack of availability on acceptable terms or the delay in the availability of any one or more of these items could prevent or delay the development of the Company's exploration projects. If adequate infrastructure is not available in a timely manner, there can be no assurance that:

- the development of the Company's projects will be completed on a timely basis, if at all;
- the Company's resulting operations will achieve the anticipated production volume; or
- the ongoing operating costs associated with the development of the Company's projects will not be higher than anticipated.

Political risks

First Nations

The Wellgreen project falls within the core area of the Kluane First Nation as defined by their Tri-lateral settlement agreement with the federal government of Canada and the Yukon government. Other First Nations groups may assert interests encompassing the Wellgreen property and access road. In addition, the Shakespeare project lies within the Spanish River watershed, which is considered to be traditional territory of the Sagamok peoples. Governments in many jurisdictions, including Canada, must consult with First Nations with respect to grants of mineral rights and the issuance of or amendment to project authorizations. Consultation regarding rights or claimed rights of First Nations may require accommodations, including undertakings with respect to employment and other matters. This may affect the Company's ability to acquire, within a reasonable time frame, on acceptable terms, or at all, the necessary licenses or permits in these jurisdictions, and may affect the timetable and costs of development of mineral properties in these jurisdictions. In addition, even in situations in which the government has satisfied its duty to consult with affected First Nations and the Company has complied with its related obligations, if any, such First Nations may occupy the mineral properties in question, block access to such properties or engage in other activities that impair the Company's ability to develop its mineral properties and continue to conduct its operations. The Company has had a good history of interaction with the Kluane First Nation, who have signed an exploration support agreement with the Company, and Wellgreen Platinum's management team has significant history in developing and maintaining positive relationships with First Nations groups on other projects in Canada and Alaska.

Regulatory risks

Government Approvals

The Company's activities are subject to government approvals, various laws governing prospecting, development, land resumptions, production taxes, labour standards and occupational health, mine safety, toxic substances and other matters, including issues affecting local First Nations populations. Although the Company believes that its activities are carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail production or development. Amendments to current laws and regulations governing operations and activities of exploration and mining, or more stringent implementation thereof, could have a material adverse impact on the Company's business, operations and financial performance. Further, the mining licenses and permits issued in respect of the Company's projects may be subject to conditions which, if not satisfied, may lead to the revocation of such licenses. In the event of revocation, the value of the Company's investments in such projects may decline.

Mineral Claims, Licenses and Permitting

The Company's mineral claims, licenses and permits are subject to periodic renewal and may only be renewed a limited number of times for a limited period of time. While the Company anticipates that renewals will be given as and when sought, there is no assurance that such renewals will be given as a matter of course and there is no assurance that new conditions will not be imposed in connection therewith. The Company's business objectives may also be impeded by the costs of holding and/or renewing the mineral claims, licenses and permits. In addition, the duration and success of efforts to obtain and renew mineral claims, licenses and permits are contingent upon many variables not within the Company's control.

The Company's current and anticipated future operations including further exploration, development activities and commencement of production on its properties, require licenses and permits from various governmental authorities. The Company cannot be certain that all licenses and permits that it may require for its operations will be obtainable on reasonable terms or at all. Delays or a failure to obtain such licenses and permits, or a failure to comply with the terms of any such licenses and permits that the Company has obtained, could have a material adverse impact on Wellgreen Platinum.

Financial risks

Substantial Capital Requirements

The Company's management team anticipates that it may make substantial capital expenditures for the acquisition, exploration, development and production of the Company's properties in the future. As the Company is in the exploration stage with no revenue being generated from the exploration activities on the Company's mineral properties, it has limited ability to raise the capital necessary to undertake or complete future exploration work, including drilling programs. There can be no assurance that debt or equity financing will be available or sufficient to meet these requirements or for other corporate purposes or, if debt or equity financing is available, that it will be on terms acceptable to the Company. Moreover, future activities may require the Company to alter its capitalization significantly. The Company's inability to access sufficient capital for its operations could have a material adverse effect on its financial condition, results of operations or prospects. In particular, failure to obtain such financing on a timely basis could cause the Company to forfeit its interest in certain properties, miss certain acquisition opportunities and reduce or terminate its operations.

Ability to Continue as a Going Concern

The Company has limited financial resources and no operating revenues. The Company's ability to continue as a going concern is dependent upon, among other things, obtaining the necessary financing to develop and profitably produce such mineral reserves, or, alternatively, disposing of its interests on a profitable basis. Any unexpected costs, problems or delays could severely impact the Company's ability to continue exploration and development activities. Should the Company be unable to continue as a going concern, realization of assets and settlement of liabilities in other than the normal course of business may be at amounts materially different than the Company's estimates.

Potential Volatility of Share Price

In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market price of securities of many junior companies have experienced wide fluctuations in price. The market price of the Company's shares may be volatile and could be subject to wide fluctuations due to a number of factors, including, but not limited to: actual or anticipated fluctuations in the results of the Company's operations; changes in estimates of its future results of operations by management or securities analysts; and general industry changes. In addition, the financial markets have in the recent past experienced significant price and value fluctuations that have particularly affected the market prices of equity securities of many venture issuers and that sometimes have been unrelated to the operating performance of these companies. Broad market fluctuations, as well as economic conditions generally and in the mining industry specifically, may adversely affect the market price of the Company's shares.

Non-Canadian Investors

Wellgreen Platinum is a public Canadian corporation, with its principal place of business in Canada. A majority of its directors and officers are residents of Canada and a significant portion of its assets and the assets of a majority of the Company's directors and officers are located outside the United States. Consequently, it may be difficult for U.S. or other foreign investors to effect service of process within their local jurisdiction upon Wellgreen Platinum or its directors or officers or such experts who are residents of Canada, or to realize in their local jurisdiction upon judgments of local courts (including, but not limited to, judgments predicated upon civil liabilities under the *United States Securities Act of 1933*, as amended). Investors should not assume that Canadian courts: (i) would enforce judgments of foreign courts obtained in actions against Wellgreen Platinum or such directors, officers or experts (including, but not limited to, judgments predicated upon the civil liability provisions of the U.S. federal securities laws or the securities or "blue sky" laws of any state within the United States); or (ii) would enforce, in original actions, liabilities against Wellgreen Platinum or such directors, officers or experts predicated upon foreign securities laws (including, but not limited to, the U.S. federal securities laws or any state securities or "blue sky" laws). In addition, the protections afforded by Canadian securities laws may not be available to foreign investors.

Volatility of Mineral Prices

Metal prices fluctuate considerably and are affected by numerous factors beyond the Company's control, such as industrial demand, inflation and expectations with respect to the rate of inflation, the strength of the U.S. dollar and of other currencies, interest rates, forward sales by producers, production and cost levels and changes in investment trends. Nickel, PGM and copper prices are sometimes subject to rapid short-term changes because of speculative activities. If these prices were to decline significantly or for an extended period of time, the Company might be unable to continue its operations, develop its properties or fulfill its obligations under agreements with its partners or under its permits and licenses. As a result, the Company might lose its interest in, or be forced to sell, some of its properties. In the event of a sustained, significant drop in nickel, PGM and copper prices, the Company may be required to re-evaluate its assets, resulting in reduced estimates of mineral resources and reserves and in material write-downs of the Company's investment in mining properties and increased amortization, reclamation and closure charges. Furthermore, since nickel, PGM and copper prices are established in US dollars, a significant increase in the value of the Canadian dollar relative to the US dollar coupled with stable or declining nickel and copper prices could adversely affect the Company's results with respect to development of and eventual sale of these metals.

Reduced Demand for Platinum Group Metals

Demand for palladium and platinum could be reduced if manufacturers in the automotive, electronics and dental industries find substitutes for palladium or platinum. The development of a substitute alloy or synthetic material which has catalytic characteristics similar to platinum group metals could result in a decrease in demand for palladium and platinum. Furthermore, if the automotive industry were to develop automobiles that do not require catalytic converters, such as pure electric vehicles, it could significantly reduce the demand for palladium and platinum. High prices for palladium or platinum may create an incentive for the development of substitutes. Any such developments could have a material adverse effect on Wellgreen Platinum.

Global Financial Conditions

Global financial conditions continue to be volatile. Following the credit crisis that began in 2008, global markets continue to be adversely impacted by the European debt crisis and high fuel and energy costs. Many industries, including the mining industry, are impacted by these markets conditions. Global financial conditions remain subject to sudden and rapid destabilizations in response to future economic shocks, as government authorities may have limited resources to respond to future crises. A continued or worsened slowdown in the financial markets or other economic conditions, including but not limited to, consumer spending, employment rates, business conditions, inflation, fuel and energy costs, consumer debt levels, lack of available credit, the state of the financial markets, interest rates and tax rates, may adversely affect the Company's growth and profitability. Future economic shocks may be precipitated by a number of causes, including the ongoing European debt crisis, a continued rise in the price of oil and other commodities, the volatility of metal prices, geopolitical instability, terrorism, the devaluation and volatility of global stock markets and natural disasters. Any sudden or rapid destabilization of global economic conditions could impact the Company's ability to obtain equity or debt financing in the future on terms favourable to the Company, or at all. In such an event, the Company's operations and financial condition could be adversely impacted.

Environmental risks

All phases of the mining business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and state and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with mining operations. The legislation also requires that wells and facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increased capital expenditures and operating costs. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and directors, officers and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the profitability of operations.

The Company believes that it is in material compliance with all material laws and regulations which currently apply to its activities. The Company cannot give any assurance that, notwithstanding its precautions and limited history of activities, breaches of environmental laws (whether inadvertent or not) or environmental pollution will not result in additional costs or curtailment of planned activities and investments, which could have a material and adverse effect on the Company's future cash flows, earnings, results of operations and financial condition. Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Companies engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on us and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in the development of new mining properties.

Companies engaged in the development and operation of mines and related facilities generally experience increased costs and delays in production and other schedules as a result of the need to comply with applicable laws, regulations and permits.

Additionally, the Yukon Government has previously asserted that the Company must carry out reclamation activities in relation to the historic tailings impoundment, the former mill infrastructure and related adverse impacts alleged by the Yukon Government (the "Historic Liabilities") to be occurring at a 62.56 hectare parcel of land occupied by the Company and located approximately 1 kilometre from the Wellgreen property mine site and adjacent to the Alaska Highway under lease 115G11-003 (the "Mill Site"). In August 2010, the Company advised the Yukon Government of its position that it is not legally responsible or liable for the Historic Liabilities at the Mill Site. As of November 1, 2013, subsequent to the date of the 2012 Wellgreen PEA, the Yukon Government agreed that the historic Mill Site no longer formed a part of the Wellgreen surface lease and subsequently an amended lease excluding the Mill Site was issued to the Company. Final quality control inspections by the Yukon Government representative are now being completed. Furthermore, during 2012, Access Engineering Ltd. submitted a design of the reclamation requirements related to the tailings impoundment area to the Yukon Government. In addition, EBA Engineering submitted a proposal regarding expenditures associated with investigating the downstream effects created by HudBay's tailings impoundment area and determination of rehabilitation options. Since that time, discussions involving HudBay and the Yukon Government have continued regarding delineation of responsibility related to these Historic Liabilities and Wellgreen Platinum has assisted in the process by providing environmental data from its monitoring stations. A final determination of responsibility and liability as well as an investigation of the Historic Liabilities and design of a reclamation plan would be necessary before any fiscal determination could be made of the Historic Liabilities and accordingly the same cannot reasonably be determined at this stage. Please see “Our projects – Wellgreen” in the Annual Information Form incorporated by reference herein for more information.

Industry risks

Competition

The mining industry is highly competitive. Many of the Company’s competitors for the acquisition, exploration, production and development of platinum group metals, nickel, copper and other precious and base metals, and for capital to finance such activities, will include companies that have greater financial, technical and personnel resources available to them than the Company.

Other risks

Reliance on Key Employees

The Company’s success will be largely dependent upon the performance of management, directors and key employees. In assessing the risk of an investment in the Company’s shares, potential investors should realize that they are relying on the experience, judgment, discretion, integrity and good faith of the Company’s management team and board of directors. The Company does not maintain “key man” insurance policies in respect of its key personnel. The Company could be adversely affected if such individuals don’t remain with the Company.

Uninsured Risks

The Company’s business is subject to a number of risks and hazards, including adverse environmental conditions, industrial accidents, labour disputes, unusual or unexpected geological conditions, ground or slope failures, cave-ins, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods and earthquakes. Such occurrences could result in damage to mineral properties or production facilities, personal injury or death, environmental damage to the Company’s properties or the properties of others, delays in development or mining, monetary losses and possible legal liability.

Although the Company maintains insurance to protect against certain risks in amounts that it considers reasonable, its insurance will not cover all the potential risks associated with its operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration and production is not generally available to the Company or to other companies in the mining industry on acceptable terms. The Company may also become subject to liability for pollution or other hazards which may not be insured against or which it may elect not to insure against because of premium costs or other reasons. Losses from these events may cause the Company to incur significant costs that could have a material adverse effect upon its financial performance, results of operations and business outlook.

Litigation and Regulatory Proceedings

The Company may be subject to civil claims (including class action claims) based on allegations of negligence, breach of statutory duty, public nuisance or private nuisance or otherwise in connection with the Company’s operations, or investigations relating thereto. While the Company is presently unable to quantify any potential liability under any of the above heads of damage, such liability may be material and may materially adversely affect the Company's ability to continue operations. In addition, the Company may be subject to actions or related investigations by governmental or regulatory authorities in connection with its business activities, including, but not limited to, current and historic activities at the Company's Wellgreen, Shakespeare or other properties. Such actions may include prosecution for breach of relevant legislation or failure to comply with the terms of the Company's licenses and permits and may result in liability for pollution, other fines or penalties, revocations of consents, permits, approvals or licenses or similar actions, which could be material and may impact the results of the Company's operations. The Company's current insurance coverage may not be adequate to cover any or all the potential losses, liabilities and damages that could result from the civil and/or regulatory actions referred to above.

Other Risks

The Company's business and operations are subject to a number of risks and hazards including:

- environmental hazards;
- discharge of pollutants or hazardous chemicals;
- industrial accidents;
- failure of processing and mining equipment;
- labour disputes;
- supply problems and delays;
- changes in regulatory environment;
- encountering unusual or unexpected geologic formations or other geological or grade problems;
- encountering unanticipated ground or water conditions;
- cave-ins, pit wall failures, flooding, rock bursts and fire;
- periodic interruptions due to inclement or hazardous weather conditions;
- uncertainties relating to the interpretation of drill results;
- inherent uncertainty of production and cost estimates and the potential for unexpected costs and expenses;
- results of initial feasibility, pre-feasibility and feasibility studies, and the possibility that future exploration or development results will not be consistent with the Company's expectations;
- the potential for delays in exploration or the completion of feasibility studies; and
- other acts of God or unfavourable operating conditions.

Such risks could result in damage to, or destruction of, mineral properties or processing facilities, personal injury or death, loss of key employees, environmental damage, delays in mining, monetary losses and possible legal liability. Satisfying such liabilities may be very costly and could have a material adverse effect on future cash flow, results of operations and financial condition.

If any of the foregoing events, or other risk factor events as described herein or in the Annual Information Form incorporated by reference herein occur, the Company's business, financial condition or results of operations will likely suffer. In that event, the market price of the Company's securities could decline and investors could lose all or part of their investment.

CANADIAN FEDERAL INCOME TAX CONSIDERATIONS

The applicable prospectus supplement will describe certain Canadian federal income tax consequences to an investor acquiring any Securities offered thereunder.

INTEREST OF EXPERTS

Andrew Carter, Eur. Ing., C.Eng., MIMMM, MSAIMM, SME (Director of Metallurgy, Tetra Tech), Todd McCracken, P.Geo. (Principal Geologist, Tetra Tech), Pacifico Corpuz, P.Eng. (Senior Mining Engineer, Tetra Tech) and Philip Bridson, P.Eng. (Senior Mining Engineer, Tetra Tech) prepared a technical report in accordance with NI 43-101 entitled "Wellgreen Project Preliminary Economic Assessment, Yukon, Canada" and dated August 1, 2012.

All technical and scientific information contained in or incorporated by reference into this Prospectus, or referred to in a document incorporated by reference in this Prospectus, including mineral reserve and resource estimates, for the Company's material property (Wellgreen) and for its other non-material projects such as the Shakespeare project, has been reviewed and approved by the Company's Senior Vice President and Chief Operating Officer, John Sagman, P.Eng., PMP, who is a qualified person for the purposes of NI 43-101.

Each of the aforementioned firms or persons held less than one percent of the outstanding securities of the Company. None of the aforementioned firms or persons received any direct or indirect interest in any securities of the Company or of any associate or affiliate of the Company in connection with the preparation of such technical reports.

None of the aforementioned firms or persons, nor any directors, officers or employees of such firms, are currently expected to be elected, appointed or employed as a director, officer or employee of the Company or of any associate or affiliate of the Company, other than John Sagman, who is currently employed by Wellgreen Platinum as Senior Vice President and Chief Operating Officer.

LEGAL MATTERS

Unless otherwise specified in a prospectus supplement, certain legal matters relating to the Securities offered by a prospectus supplement will be passed upon, on behalf of Wellgreen Platinum, by Cassels Brock & Blackwell LLP. If any underwriters or agents named in a prospectus supplement retain their own counsel to pass upon legal matters relating to the Securities, such counsel will be named in the prospectus supplement.

AUDITOR, TRANSFER AGENT AND REGISTRAR

The auditor of the Company is Manning Elliott LLP, Chartered Accountants, Vancouver, British Columbia. The transfer agent and registrar for the common shares of the Company is Computershare Investor Services Inc. at its principal offices in Vancouver, British Columbia and Toronto, Ontario.

The annual consolidated financial statements and the notes thereto for the nine months ended December 31, 2013 and the year ended March 31, 2013 incorporated in this Prospectus by reference have been audited by Manning Elliott LLP, independent registered chartered accountants, as stated in their report, which is incorporated herein by reference. Manning Elliott LLP is independent within the meaning of the Rules of Professional Conduct of the Institute of Chartered Accountants of British Columbia.

PURCHASERS' STATUTORY RIGHTS

Securities legislation in certain of the provinces of Canada provides purchasers with the right to withdraw from an agreement to purchase securities. This right may be exercised within two business days after receipt or deemed receipt of a prospectus supplement and any amendment thereto. The legislation further provides a purchaser with remedies for rescission or damages where this Prospectus, an accompanying prospectus supplement, or any amendment hereto or thereto contains a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province. Purchasers should refer to any applicable provisions of the securities legislation of the purchaser's province for the particulars of these rights or consult with a legal adviser.

In an offering of Warrants, Debt Securities or Subscription Receipts, investors are cautioned that the statutory right of action for damages for a misrepresentation contained in this Prospectus, any accompanying prospectus supplement or any amendment hereto or thereto is limited, in certain provincial securities legislation, to the price at which such Warrants, Debt Securities or Subscription Receipts are offered to the public. This means that, under the securities legislation of certain provinces, if the purchaser pays additional amounts upon conversion, exchange or exercise of the security, those amounts may not be recoverable under the statutory right of action for damages that applies in those provinces. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province for the particulars of this right of action for damages or consult with a legal adviser.

Certificate of The Company

Dated: March 31, 2014

This short form prospectus, together with the documents incorporated in this prospectus by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus as required by the securities legislation of the Provinces of British Columbia, Alberta, Manitoba and Ontario.

(signed) "*Greg Johnson*" President, Chief Executive Officer and Director	(signed) "*Jeffrey Mason*" Chief Financial Officer and Director

On Behalf of the Board of Directors

(signed) "*Mike Sylvestre*" Director	(signed) "*Wesley J. Hall*" Director