

CLEAR MOUNTAIN RESOURCES CORP.

Acknowledgment and Agreement to be Bound

I acknowledge that the securities of Clear Mountain Resources Corp. (the "**Company**") listed in the attached Schedule "A" (the "**escrow securities**") have been or will be transferred to me and that the escrow securities are subject to an escrow agreement dated August 19, 2011 among, inter alia, the Company and Equity Financial Trust Company (the "**Escrow Agreement**").

For other good and valuable consideration, I agree to be bound by the Escrow Agreement in respect of the escrow securities, as if I were an original signatory to the Escrow Agreement.

Dated at SAN DIEGO, CA as of the 30th day of May, 2013

Where the transferee is an individual:

Signed, sealed and delivered by
Richard Barth in the presence of:

Kara Straus
Signature of Witness

Kara Strauss
Name of Witness

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)
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)
)

Richard Barth

Richard Barth

Schedule "A"

Securityholder

Name: RICHARD BARTH

Securities of Clear Mountain Resources Corp.

<i>Class or description</i>	<i>Number</i>	<i>Certificate(s) (if applicable)</i>
<i>Common</i>	<i>180,000</i>	

CLEAR MOUNTAIN RESOURCES CORP.

Acknowledgment and Agreement to be Bound

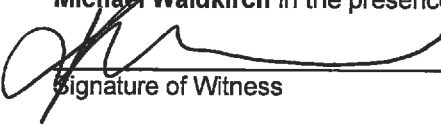
I acknowledge that the securities of Clear Mountain Resources Corp. (the "**Company**") listed in the attached Schedule "A" (the "**escrow securities**") have been or will be transferred to me and that the escrow securities are subject to an escrow agreement dated August 19, 2011 among, inter alia, the Company and Equity Financial Trust Company (the "**Escrow Agreement**").

For other good and valuable consideration, I agree to be bound by the Escrow Agreement in respect of the escrow securities, as if I were an original signatory to the Escrow Agreement.

Dated at Vancouver, B.C. as of the 30th day of May, 2013

Where the transferee is an individual:

Signed, sealed and delivered by
Michael Waldkirch in the presence of:



Signature of Witness

KAREN PRETTY

Name of Witness



Michael Waldkirch

Schedule "A"

Securityholder

Name: MICHAEL WALDKIRCH

Securities of Clear Mountain Resources Corp.

<i>Class or description</i>	<i>Number</i>	<i>Certificate(s) (if applicable)</i>
<i>Common</i>	<i>180,000</i>	