

**BY MESSENGER**

**Of Counsel**

The Right Honourable Pierre Elliott Trudeau, P.C., C.C., C.H., Q.C., FRSC (1984 - 2000)  
The Right Honourable Jean Chrétien, P.C., C.C., O.M., Q.C., Ad. E.  
The Honourable Donald J. Johnston, P.C., O.C., Q.C.  
Pierre Marc Johnson, G.O.Q., FRSC  
The Honourable Michel Bastarache, C.C.  
The Honourable René Dussault, O.C., O.Q., FRSC, Ad. E.  
The Honourable John W. Morden  
Peter M. Blaikie, Q.C.  
André Bureau, O.C., O.Q.

June 14, 2013

Canadian National Stock Exchange  
220 Bay Street  
9<sup>th</sup> Floor  
Toronto, Ontario  
M5J 2W4

Our Reference: 061300-0008

**Re: Qualification for Listing of Gravitas Financial Inc. (the “Issuer”)**

Dear Sirs/Mesdames:

We are counsel to SearchGold Resources Inc. (“**SearchGold**”). In connection with the business combination of SearchGold and Ubika Corp. (“**Ubika**”), and the name change of SearchGold to “Gravitas Financial Inc.”, the Issuer hereby applies to have the following securities qualified for listing, quotation and trading on the Canadian National Stock Exchange:

**Lisa Koverko**

**T 416 777.4173**  
F 1 866 287.6561  
lkoverko@heenan.ca

Bay Adelaide Centre  
333 Bay Street, Suite 2900  
P.O. Box 2900  
Toronto, Ontario  
Canada M5H 2T4

heenanblaikie.com

- 67,891,305 class “A” common shares (“**Issuer Shares**”);
- options to acquire 300,000 Issuer Shares;
- warrants to acquire 4,300,000 Issuer Shares; and
- 30,000 8.0% variable secured debentures (“**Issuer Debentures**”) with up to an additional 25,000 Issuer Debentures issuable on or around June 20, 2013.

In connection with the conditional approval of the listing received May 2, 2013, please find enclosed the following items:

1. a copy of the following forms, originally executed where applicable:
  - Listing Application (Form 1B);
  - Listing Statement (Form 2A), which consists of the SearchGold Information Circular and a table of concordance;
  - Listing Summary (Form 2B);

- Certificate of Compliance (Form 6);
- 2. two original executed copies of the Listing Agreement (Form 4);
- 3. a certificate of good standing of the Federal Government and the Québec Government in respect of SearchGold and reporting issuer lists from the Alberta Securities Commission, the British Columbia Securities Commission and the Autorité des marchés financiers in respect of SearchGold;
- 4. a draft copy of the escrow agreement entered into between the Issuer, Computershare and certain shareholders; and
- 5. a cheque in the amount of \$10,000 representing the balance of the listing fee as well as a void cheque of the Issuer.

We will provide you with a letter from CDS confirming the CUSIP/ISIN details of the Issuer Shares and Issuer Debentures as well as insider reports in respect of all Related Persons of the Issuer, shortly.

Please note that the legal opinion of the Issuer as per subsections 6.1(e) and (f) of CNSX Policy 2 will be provided upon closing of the Business Combination.

Yours very truly,

Heenan Blaikie LLP

*“Lisa Koverko”*

Lisa Koverko  
Lawyer

LK/as