

OTCQB Certification

I, Theodore Sanders, Chief Financial Officer of Crailar Technologies Inc. ("the Company"), certify that:

a. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (check one):

- ☒ Company is registered under Section 12(g) of the Exchange Act
- ☐ Company is relying on Exchange Act Rule 12g3-2(b)
- ☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
- ☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
- ☐ Company is reporting under Section 15(d) of the Exchange Act.
- ☐ Other (describe) _____

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on www.otcmarkets.com is current and complete as of April 9, 2015 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

McMillan LLP Lawyers
Royal Centre, 1055 W. Georgia Street,
Suite 1500 PO Box 11117
Vancouver, BC V6E 4N7
Thomas J. Deutsch and Daniel D. Dex

e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

Genesis Select Corporation
3800 Arapahoe Ave, Suite 210 Boulder, CO 80303
TEL: (303) 415-0200
FAX: (303) 415-0203

f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Directors and Officers:		
Jason Finnis	Victoria, BC, Canada	4.4%
Theodore Sanders	Mission Viego, California	less than 1%
Guy Prevost	Victoria, BC, Canada	less than 1%
Jay Nalbach	Portland, Oregon	less than 1%

Robert Edmunds and Lesley Hayes (married)	Calgary, Alberta	4.0%
Jeremy Jones	Wichita, Kansas	less than 1%
Peter Moore	Portland, Oregon	less than 1%
Klaus Flock	Portland, Oregon	less than 1%
5% or Greater Beneficial Owners		
Austin W. Marx, David M. Greenhouse and Adam C. Stettner c/o Special Situations Funds	New York, New York	9.6%
Hydra Ventures B.V. (Martin Ott)	Amsterdam, Netherlands	9.6%
Wolverine Asset Management LLC (Kenneth L. Nadel)	New York, New York	7.5%
Dennis Howitt Trust (Dennis Howitt)	Grand Rapids, Michigan	5.3%

Date: April 27, 2015

Name of Certifying CEO or CFO: Theodore Sanders Jr.

Title: Chief Financial Officer

Signature: /s/ THEODORE SANDERS

(Digital Signatures should appear as "/s/ [OFFICER NAME]")