

OTCQB Certification

I, Mark E. Scott, Chief Financial Officer of Visualant, Incorporated ("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 January 20, 2016 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.)

Arbor Law Group

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:

See the attached.

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
See the attached.		

Date: January 20, 2016

Name of Certifying CEO or CFO: Mark E. Scott

Title: Chief Financial Officer

OTC Markets

Signature: Mark Scott
(Digital Signatures should appear as "/s/ [OFFICER NAME]")



Investor Relation, Public Relation and Stock Promotion Firms
From October 1, 2014 to January 20, 2016

Financial Genetics LLC
205 Chestnut Drive
East Hills, NY 11576

Genesis Select Corporation (cancelled)
3800 Arapahoe Ave. Suite 210
Boulder CO 80303

NVPR, LLC (cancelled)
1200 Westlake Ave. N
Suite 1006
Seattle WA 98109

Dynasty Wealth, Inc. (cancelled)
2755 East Oakland Park Blvd.
Suite 290
Fort Lauderdale, FL 33305



Officers and Directors Ownership Positions as of 12/31/15

			Shares Beneficially Owned	
			Amount	Percentage
Directors and Officers-				
Ronald P. Erickson (1)			175,524	13.8%
Mark E. Scott (2)			17,459	1.5%
Jon Pepper			13,000	1.1%
Richard Mander (3)			-	*
Todd Martin Sames (4)			9,445	*
Sumitomo Precision Products Co., Ltd./ Ichiro Takesako			115,385	9.7%
Total Directors and Officers (6 in total)			330,813	26.0%

(1) Includes 86,668 shares of shares of common stock beneficially owned and stock option grants to purchase 20,001 shares of our common stock that are exercisable within 60 days, and also includes 66,667 Series A and B Warrants to purchase shares of our common stock that are exercisable within 60 days.

(2) Includes 10,457 shares of shares of common stock beneficially owned and stock option grants totaling 5,668 shares that Mr. Scott has the right to acquire in 60 days, and also includes 1,334 Series A and B Warrants to purchase shares of our common stock that are exercisable within 60 days.

(3) Includes stock option grants for 10,000 shares which Mr. Mander forfeited on March 31, 2015 in connection with his resignation.

(4) Includes 1,667 shares of shares of common stock beneficially owned and stock option grants totaling 7,778 shares that Mr. Sames has the right to acquire in 60 days.

5% Holder Ownership Positions as of 12/31/15

			Shares Beneficially Owned	
			Number	Percentage
Greater Than 5% Ownership				
Sumitomo Precision Products Co., Ltd./ Ichiro Takesako (1)			115,385	9.7%
Special Situations Technology Funds, L.P./ Adam Stettner (2)			318,000	22.7%
Invention Development Management Company, L.L.C. (3)			97,169	7.6%

(1) Reflects the shares beneficially owned by Sumitomo Precision Products Co., Ltd as stated in a Schedule 13D filed with the SEC on June 23, 2012, and which has subsequently confirmed the ownership related to the private placement which closed June 14, 2013. Their address is 1-10 Fuso-cho, Amagasaki, Hyogo, Japan.

(2) Reflects the shares beneficially owned by Special Situations Technology Funds, L.P. This total includes 106,000 shares and a total of 212,000 Series A and B Warrants to purchase shares of our common stock. The address of Special Situations Technology Funds, L.P. is 527 Madison Avenue, Suite 2600, New



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York City, New York.

(3) Reflects a warrant to purchase 97,169 shares of our common stock that are exercisable within 60 days. The address for Invention Development Management Company, L.L.C. is 3150 139th Avenue SE, Building 4, Bellevue, Washington.