

## OTCQB Certification

I, Mark A. Smith, CFO of Bion Environmental Technologies, Inc. ("the Company"), certify that:

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

- ☒ Company is registered under Section 12g 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
- ☐ 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](http://www.otcmarkets.com) is current and complete as of October 30, 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.)

Jon Sawyer, Esq/Jon Sawyer PC; Mark A. Smith, General Counsel

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:

TDM Financial  
600 East Eighth Street  
Whitefish, MT 59937

Investing News Network  
560 Beatty St, Ste. L200  
Vancouver, BC V6B2L3

Consociate Media  
7391 ENGLAND ROAD  
GLOUCESTER POINT, VA 23062

Craig Scott, Director of Communications  
3252 E Phillips Drive  
Centennial, CO 80122

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
Centerpoint Corporation	Box 566/1774 Summitview Way Crestone, CO 81131	3.1
Dominic Bassani	64 Village Hills Drive	28.9

	Dix Hills, NY 11746	
Anthony Orphanos	c/o Blacksmith Advisors, LLC 40 West 57 th Street New York, NY 10012	10.1
Danielle Christine Bassani	c/o Dominic Bassani 64 Village Hills Drive Dix Hills, NY 11746	8.4
Mark A. Smith	Box 566/1774 Summitview Way Crestone, CO 81131	17.6
Edward T. Schafer	4426 Carrie Rose Lane Fargo, ND 58104	7.5
Jon Northrop	1922 W. Sanibel Ct. Littleton, CO 80120	2.1
All %'s as of September 1, 2015 from Item 12, 'Beneficial Ownership...' of Form 10-K for year ended June 30, 2015	Must be read together with the footnotes to Item 12.	43.9

Date: October 30, 2015

Name of Certifying CEO or CFO: Mark A. Smith

Title: CFO

Signature: /s/ Mark A. Smith

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