

April 11, 2017

Via Electronic Mail

OTC Markets Group, Inc.
Attention: Khushboo Shrestha
304 Hudson St., 2nd Fl.
New York, New York 10013

**Re: Attorney PAL Letter of Introduction for
California Nanotechnologies Corp.**

To Whom It May Concern:

This letter may be relied upon only by OTC Markets Group, Inc. for the purpose of quoting the common shares of California Nanotechnologies Corp., a corporation incorporated under the laws of Alberta (the “**Company**”), on the OTCQB and may not be relied upon by any other person or for any other reason. Capitalized terms used but not defined herein have the meanings ascribed thereto in the OTCQB Standards.

The Company and its management are solely responsible for the content of the information provided by the Company through the OTC Disclosure & News Service, except for any disclosure in such information relating to any conflict of interest that may affect the advice given by us to the Company.

Attorney PAL Qualifications

Troutman Sanders LLP and I, a partner of the firm, have been appointed by OTC Markets Group, Inc. to serve as an Attorney PAL for the Company and wish to continue serving as the Company’s Attorney PAL. I certify that Troutman Sanders LLP is a United States law firm, and I, the attorney performing the Attorney PAL services on behalf of the firm, am an attorney licensed to practice in the United States in the Commonwealth of Virginia. I certify that I am an attorney in good standing, and I have not been subject to any disciplinary actions in any jurisdiction. I certify that I am not currently subject to any sanctions resulting from any disciplinary actions from any federal or state securities regulator, or from any self-regulating organization that would prohibit or restrict my ability to serve as an Attorney PAL. I certify that

April 11, 2017

Page 2

I am competent and able to serve and exercise independent judgment as the Company's Attorney PAL without reservation.

I certify that I have sufficient experience to be able to educate, advise and assist the Company with its disclosure obligations under federal and state securities laws. My qualifications to serve as an Attorney PAL are demonstrated by the following experience. I am a Partner in Troutman Sanders's Corporate Group and a member of the Canadian Practice Team. My practice is focused on the areas of corporate finance, securities regulation, mergers and acquisitions and general corporate law. I am an experienced international corporate finance attorney, who represents companies, underwriters, agents and investors. A large portion of my practice is devoted to counseling foreign companies and institutions with respect to public and private financings and securities law compliance issues. I have extensive experience in advising issuers about their reporting obligations under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and about their disclosure obligations under federal securities laws.

Appointment as an Attorney PAL

I have been appointed by the Company to provide this Letter of Introduction to OTC Markets Group.

The Company's Formal Compliance

Based on public information and information I received from the Company, I have a reasonable belief that the Company satisfies the eligibility requirements for quoting on the OTCQB and that the Company complies as to form with the OTCQB Standards and is in compliance with its responsibilities under Exchange Act Rule 12g3-2(b).

No Disqualifying Events

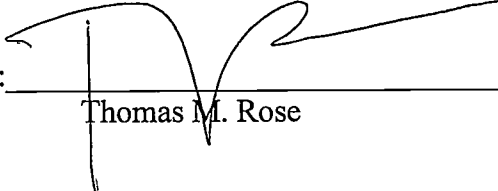
I certify that I have made specific inquiry of the Company with respect to whether the Company (i) has been de-listed, removed or suspended from a Qualified Foreign Stock Exchange (as defined in the OTCQB Standards), or (ii) has failed to make materials publicly available in the manner required by Exchange Act Rule 12g3-2(b). Based on such inquiry, I confirm that no such disqualifying events have occurred with respect to the Company.

If you need additional information, please do not hesitate to contact me at (757) 687-7715.

Sincerely yours,

TROUTMAN SANDERS LLP

By:


Thomas M. Rose