

## OTCQB Certification

I, Rick Johnson, CFO & Corporate Secretary of GFG Resources 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 (mark the box below that applies with an "X"):

- ☐ 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 December 5, 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.)

There has been no annual report completed.

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:

None

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
Brian Skanderbeg	<u>1038 Spadina Crescent East</u> <u>Saskatoon, SK S7K 3H7</u>	4.62
Richard Johnson	<u>19 Simpson Crescent</u> <u>Saskatoon, SK S7H 3C5</u>	0.23
Marc Lepage	<u>230 Glacial Shores Cove</u> <u>Saskatoon, SK S7W 0R7</u>	0.69
Timothy Brown	<u>343 High View Court</u> <u>Woodland Park, CO 80863</u>	0.09
Patrick Downey	<u>3381 Fairmont Road</u> <u>North Vancouver, BC V7R 2W7</u>	2.43
Jonathan Awde	<u>Suite 610 - 815 West Hastings</u> <u>St.</u> <u>Vancouver, BC V6C 1B4</u>	7.20
Stephen de Jong	<u>Suite 2270 - 1055 W. Georgia St</u>	0.58

	P.O. Box 11144, Royal Centre Vancouver, BC V6E 3P3	
<u>Medalist Capital Ltd.</u> <u>Attention: Stephen Sandusky</u>	<u>#301 - 145 Adelaide Street West,</u> <u>Toronto, Ontario M5H 4E5</u> <u>Canada</u>	5.85
<u>Rosseau Limited Partnership</u> <u>Attention: Warren Irwin</u>	<u>#2920 - 181 Bay Street, Toronto,</u> <u>Ontario M5J 2T3 Canada</u>	6.60

Date: December 5, 2016

Name of Certifying CEO or CFO: Rick Johnson

Title: CFO & Corporate Secretary

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