

## OTCQB Certification

I, W. Alan Ahlgren, Chief Financial Officer of Graphite One 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](http://www.otcmarkets.com) is current and complete as of March 28, 2017 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.)

No legal counsel involved in preparation of annual report. Prepared by W. Alan Ahlgren, Chief Financial Officer.

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:

1844247 Alberta Ltd. 1712 - 42nd Street NE Calgary, AB, T1Y 2L7	Maiella Investment Holdings LLC 55 Dorothea Terrace Belleville, NJ 07109
Advanced Media Solutions Ltd. 7 Chorleywood Bottom Chorleywood, Herts WD3 5JB United Kingdom	Mezzo Consulting Planta Urbana Almacen 50 5350 Independencia Guaira Paraguay
Carmot Strategic Group 17602 Crystal Spring Terrace Ashland, MD 20861	Mining Development Corp. 1091 NE 166th St. N. Miami Beach, FL, 33162 USA
Cavallino Investment 8 Larissa Court St. Albert, AB T8N 3V7	Palisade Global Investments Ltd. 1 1/2 Miles Northern Highway Office 101 Belize City Belize
Dig Media Inc. L200 - 560 Beatty Street Vancouver, BC, V6B 2L3	PJK & Associates Suite 514 4028 Knight Street Vancouver, BC V5N 5Y8
Fundamental Research Suite 308, 1155 West Pender Street Vancouver, BC, V6E 2P4	Solidaire Investments Inc. 141 Aspen Ridge Place SW Calgary, AB, T3H 0J6

Goal Capital Inc. 28842 Via De Luna Laguna Niguel, CA 92677 USA	Stockhouse Publishing Ltd. 1625 - 1185 West Georgia St. Vancouver, BC, V6E 4E8
Juniper Consulting Inc. Suite 509 933 Hornby Street Vancouver, BC V6Z 3G4	Stockpools Inc. 100 - 736 Granville Street Vancouver, BC, V6Z 1G3
Kin Communications Suite #100 - 736 Granville Street Vancouver, BC, V6Z 1G3	Transcend Capital Suite 303 750 West Pender Street Vancouver, BC V6C 2T7
Koyich, Scott 400, 505 8 Avenue SW Calgary, AB, T2P 1G2	

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.

<b>Name</b>	<b>Address (City and State only)</b>	<b>% Shares Owned</b>
Budd, Brian	Surrey, BC	40,500
Huston, Anthony	Surrey, BC	80,000

Date: April 10, 2017

Name of Certifying CEO or CFO: W. Alan Ahlgren

Title: Chief Financial Officer

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