

## OTCQB Certification

I, Larry Kristof, President and CEO of Mantra Venture Group Ltd. ("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 September 20, 2014 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.)

Robert Galletti - MacDonald Tuskey

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:

DC Consulting LLC - Daniel Conway  
1045 Primera Blvd, Suite 1033, Lake Mary, FL 32746

Small Cap Invest Ltd. - Alexander Friedrich  
Niddastr. 84, 60329 Frankfurt Main, Germany

The Green Baron - Matt Chipman  
19248 Cheyenne St., Northridge, CA 91326

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
Larry Kristof	Surrey, British Columbia	18.74%
Jonathan Boughen	Surrey, British Columbia	0.09%
Patrick Dodd	Vancouver, British Columbia	0.21%
0770987 BC Ltd. - control person is Larry Kristof	Surrey, British Columbia	18.74%



Date: September 30, 2014

Name of Certifying CEO or CFO: Larry Kristof

Title: President and CEO

Signature: /s/ Larry Kristof

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