Ontario Securities Commission Commission des valeurs mobilières de l'Ontario

22nd Floor 22e étage 20 Queen Street West 20, rue queen ouest Toronto ON M5H 3S8 Toronto ON M5H 3S8

RECEIPT

Northern Graphite Corporation

This is the receipt of the **Ontario Securities Commission** for the **Short Form Prospectus** of the above Issuer dated **July 2, 2015** (the prospectus).

The prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **British Columbia, Alberta and Nova Scotia**. A receipt for the prospectus is deemed to be issued by the regulator in each of those jurisdictions, if the conditions of the Instrument have been satisfied.

July 2, 2015

Huston Loke

Huston Loke Director, Corporate Finance Branch

SEDAR Project # 2364178