

OTCQB Certification

I, Charles-Olivier Tarte, Chief financial officer of Nouveau Monde Graphite 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 [must be latest practicable date] 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.)

Stein Monast, Édifice Stein Monast 70, rue Dalhousie Bureau 300 Québec (Québec) Canada G1K 4B2

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:

Eric Desaulniers, CEO and director, 6 Ch. des bouleaux l'Ange/Gardien, (QC) J8L 0G2 Canada
Charles-Olivier Tarte, CFO, 9 ch. des Cardinaux, St-Anne-Des-Lacs (QC) J0R 1B0 Canada
Nathalie Jodoin, Director, 593 Boul. D'Youville Chateaugay (QC) J6J 5W6 Canada
Yannick Beaulier, Director 82 ch McKay Pontiac (QC) JOR 1B0 Canada
Guy Bourassa, Director, 281 rue Sabourin Quebec (QC) G1C 7G2 Canada
Pierre Renaud, Director, 55 rue Nassau Laval (QC) H7M 1K5 Canada
Jean-Phillipe Aubé, Director, 38 imp. Roger Parizeau Gatineau (QC) J9H 0B9 Canada
Marc Prud'homme, Director, 361 che de la palce -des-cedres, st-michel-des-saints (QC) JOK 3B0 Canada
Michel Delsaer, Director, 25 rue des Artisans ST-Jean-Sur-Richelieu (QC) J2W 1P9 Canada

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
Eric Desaulniers	6 ch. Des Bouleaux l'Ange Gardien (QC) J8L0G2, Canada	1.65
Charles-Olivier Tarte	9 ch. Des Cardinaux Ste-Anne - des-Lacs (QC) J0R 1B0 Canada	0.17

Yannick Beaulieu	82 ch. Mckay Pontiac (QC) J0X 2G0 Canada	0.25
Guy Bourassa	281 Rue Sabourin Quebec (QC) G1C 7G2 Canada	0.02
Nathalie Jodoin	593 Boul d'Youville, Chateaugay (QC) J6J 5W6 Canada	0.38
Pierre Renaud	55 Rue Nassau Laval, (QC) H7M 1K5 Canada	0.18
Jean-Phillipe Aubé	38 imp. Roger Parizeau, Gatineau (QC) J9H 0B9 Canada	0.23
Marc Prud'homme	361 Ch. de la Place-des-Cèdres, St-Michel-des-Saints (QC) J0K 3B0 Canada	-
Michel Delsaer	25 rue des Artisans St-Jean-sur-Richelieu (QC) J2W 1P9 Canada	0.12
Charles-Amand Turpin		9.99

Date: 07/25/2017

Name of Certifying CEO or CFO: Charles-Olivier Tarte_____

Title: CFO

Signature: (s) Charles-Olivier Tarte

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