

OTCQB Certification

I, Paul Dickson, CEO of Newnote Financial Corp. ("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 is current and complete as of September 15, 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.)

No law firm assisted in preparing the annual report.

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:

Agoracom Internet Relations (12 months, starting May 2014) Address: 155 East Beaver Creek Rd,
Unit 24, Suite 304 Richmond Hill, Ont L4B 2N1

Business News Network
299 Queen Street West
Toronto, Ontario
M5V 2Z5

Visual Capitalist
#20 - 206 E 6th Ave
Vancouver, BC, V5T 1J8

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
Harvey Dick	595 west 14 th ave., Vancouver, B.C. V6J 2J1	11%
Paul Dickson		10%
Brian Gusko	Suite 1607, 1001 homer street. Vancouver, BC V6B 1M9	1.5%

OTC Markets

Hani John El Rayess		2%
Bob Anderson	12439 Klassen Place, Maple Ridge, BC, Canada	0%
Derrick Strickland	1107-1251 Cardero Street Vancouver BC V6G 2H9	3.5%

Date: September 16, 2014

Name of Certifying CEO or CFO: Paul Dickson

Title: CEO, President & Director

Signature: 

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