

OTCQB Certification

I, Robert Farrell, President and CFO of Kalytera Therapeutics, 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) Company is a Canadian corporation listed on the Toronto Stock Exchange (TZ XV: KALY), and as a Canadian corporation is required to file periodic reports with SEDAR in Canada, not the SEC in the U.S.
- 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 April 12, 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.)

Torys, 79 Wellington St. W., 30th Floor, Box 270, TD South Tower, Toronto, Ontario M5K 1N2 Canada

- 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:

N/A

- 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
Andrew Salzman, M.D., CEO	Herzliya, Israel	0%
Robert Farrell, J.D., President, CFO	Novato, CA	0%
Sari Prutchi-Sagiv, Ph.D., VP	Kibbutz Hama'apil, Israel	0%
David Stefansky, Chairman	Far Rockaway, NY	3.93%
Seth Yakatan, Director	Hermosa Beach, CA	Less than 1%
Ron Erickson, Director	Bainbridge Island, WA	Less than 1%
Jerry Zeldis, Director	Hillsboro Beach, FL	0%
Jeffrey Paley, M.D., Director	Teaneck, NJ	0%
Gary Leong, Director	Surrey, BC, Canada	0%

Pini Ben-Elazar, Director	Tel Aviv, Israel	0%

Date: April 13, 2017

Name of Certifying CEO or CFO: Robert Farrell

Title: President, COO and CFO



Signature: /s/(Robert Farrell)

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