

OTCQB Certification

I, Joseph Tenne, CFO, Treasurer and Corporate Secretary of Orgenesis Inc. ("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 June 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.)

Bernard Pinsky | Clark Wilson LLP
Incorporated Partner
Corporate Finance / Securities
900-885 West Georgia Street | Vancouver, BC | V6C 3H1
Tel: 604.643.3153 | Fax: 604.687.6314 |
Email: bip@cwilson.com

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:

IR Firms:

Steve Kilmer
Kilmer Lucas Inc.
5090 Explorer Drive, Suite 203
Mississauga, ON L4W 4T9
Canada

Christopher I. Tyson
Director of Business Development
Liolios Group, Inc. | Investor Relations
20371 Irvine Avenue, Suite A-100 | Newport Beach, CA 92660
P: 949.574.3860 | F: 949.574.3870
Email: christopher@liolios.com

PR Firm:
Tim Rush
VP, Public Relations
Springboard5
P 801 208 1100
C 801 319 0926
Email: tim.rush@springboard5.com

f. The total shares of common stock outstanding as of the most recent fiscal year end (November 30, 2013) is 51,144,621.

g. 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.

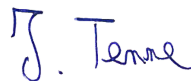
Name	Address (City and State only)	% Shares of Common Stock Owned as Of February 19, 2014
Oded Shvartz	30 Biruintei Blvd Pantelmon Ilfov, Romania	21.8%
Guilbert A. Cuison	Block 616 Bedok Reservoir Rd. #03-1108 Singapore 470616	10.6%
Jerome P. Golez	Block 117 Bihan St. #20-29 Singapore 570117	10.8%

Date: June 20, 2014

Name of Certifying CEO or CFO: Joseph Tenne

Title: CFO, Treasurer and Corporate Secretary

Signature:



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