



**British Columbia
Securities Commission**

Corporate Finance
SEDAR Electronic Correspondence

P.O. Box 10142, Pacific Centre
701 West Georgia Street
Vancouver BC V7Y 1L2
Canada
Telephone: (604) 899-6500
Fax: (604) 899-6581
(BC and Alberta only) 1-800-373-6393

RECEIPT

Graphite Energy Corp.

This is the receipt of the **British Columbia Securities Commission** for the **Amended and Restated Preliminary Long Form Prospectus** dated **August 31, 2017** (the amended preliminary prospectus) amending and restating the **Preliminary Long Form Prospectus** of the above Issuer dated **May 31, 2017**.

The amended preliminary prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **Alberta**. A receipt for the amended preliminary prospectus is deemed to be issued by the regulator in this jurisdiction, if the conditions of the Instrument have been satisfied.

September 1, 2017

Manuele Albrino

Manuele Albrino, CPA, CA
Acting Manager, Corporate Finance

SEDAR Project Number 2625999