

POET Technologies Completes C\$12.5 Million Public Offering of Units at 36c

POET Technologies Inc. {TSX.V: PTK} announced today that it has completed its previously announced public offering of units of the Company ("Units") to raise aggregate gross proceeds of C\$12.5 million (the "Offering").

A total of 34,800,000 Units were issued at a price of C\$0.36 per Unit.

Comment

I nearly fell off my chair when I saw the price of this fundraising.

Seriously not impressed, some shareholders feel gutted, and that's entirely understandable.

The shareprice is now 31c, and that's not a surprise to me after this fiasco. The share price has fallen from 78c to 31c in less than a month!

Peter Copetti leaving was a surprise to me and now my worst fears have been realised, he is a capital markets guy who knows what he's doing.

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November 2nd, 2016

SAN JOSE, Calif., Nov. 2, 2016 – **POET Technologies Inc. {TSX.V: PTK}** announced today that it has completed its previously announced public offering of units of the Company (“Units”) to raise aggregate gross proceeds of C\$12.5 million (the “Offering”).

A total of 34,800,000 Units were issued at a price of C\$0.36 per Unit pursuant to a placement agency agreement (the “Agency Agreement”) dated October 28, 2016 among the Company, Rodman & Renshaw, a unit of H.C. Wainwright & Co., LLC, as lead agent and lead book-running manager (and sole agent in the United States) and Cormark Securities Inc. as lead manager in Canada. Each Unit contained one common share of the Company (each a “Share”) and one common share purchase warrant (each a “Warrant”), with each Warrant exercisable by the holder thereof to acquire one additional Share at a price of C\$0.52 per Share for a period of 60 months following the closing of the Offering.

The Offering was carried out in each of the provinces of Canada (other than Quebec) pursuant to a prospectus supplement dated October 28, 2016 (the “Prospectus Supplement”) to the Company’s short form base shelf prospectus dated October 6, 2016, and in the United States pursuant to a registration statement on Form F-10 (which includes the short form base shelf prospectus). The Company intends to use the net proceeds from the offering for general corporate purposes, which may include, among other things, increasing working capital, research and development, further product and sales development, as well as potential business or intellectual property acquisitions in support of strategic growth.

This press release shall not constitute an offer to sell or a

solicitation of an offer to buy, nor shall there be any sale of, Units, Shares or Warrants in any state or province in which such offer, solicitation or sale would be unlawful, prior to registration or qualification under the securities laws of any such state, province, or other jurisdiction.

The Prospectus Supplement (and any marketing materials) relating to the offering are available free of charge on the SEDAR website at www.sedar.com, on the SEC's website at www.sec.gov and on the Company's website at www.poet-technologies.com and electronic copies may also be obtained from the offices of H.C. Wainwright & Co., LLC at 430 Park Avenue, 4th Floor, New York, New York 10022 or by emailing placements@hwcwco.com. The Offering was only carried out by means of the short-form base shelf prospectus and the Prospectus Supplement.

About POET Technologies Inc.

POET (Planar Opto-Electronic Technology) is a developer of opto-electronics and Photonic fabrication processes and products. Photonics integration is fundamental to increasing functional scaling and lowering the cost of current Photonic solutions. POET believes that its advanced opto-electronics process platform enables substantial improvements in energy efficiency, component cost and size in the production of smart optical components, the engines driving applications ranging from data centers to consumer products to military applications. Silicon Valley-based POET's patented module-on-a-chip process, which integrates digital, high-speed analog and optical devices on the same chip, is designed to serve as an industry standard for smart optical components.

More information may be obtained at www.poet-technologies.com

ON BEHALF OF THE BOARD OF DIRECTORS

John F. O'Donnell, Secretary

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