OTCQB Certification

I, Joel, CFO & Director of TAAT Lifestyle & Wellness Ltd. ("the Company"), certify that:

1. 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.
   [☐] Company is reporting under the Alternative Reporting Company Disclosure Guidelines
   [☐] Company is reporting under Regulation A (Tier 2)
   [☐] Other (describe) ______

2. 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.

3. The Company Profile displayed on www.otcmarkets.com is current and complete as of August 10, 2020 and includes the total shares outstanding, authorized, and in the public float as of that date.

4. The share information below is for the primary OTCQB traded security as of the latest practicable date:

Trading Symbol		TOBAF
The data in this chart is as of:		August 10, 2020
Shares Authorized	(A)	Unlimited
Total Shares Outstanding	(B)	69,345,700
Number of Restricted Shares (SEE NOTE 1 BELOW)	(C)	23,717,424
Unrestricted Shares Held by Officers, Directors, 10% Control Persons & Affiliates	(D)	0
Public Float: *Subtract Lines C and D from Line B*	(E)	48,876,421
% Public Float: *Line E Divided by Line B (as a %)* (SEE NOTE 2 BELOW)	(F)	70.5%
Number of Beneficial Shareholdersof at least 100 shares (SEE NOTE 3 BELOW)	(G)	94

NOTE 1: Restricted Shares means securities that are subject to resale restrictions for any reason. Your transfer agent should be able to provide the total number of restricted securities.

NOTE 2: Public Float means the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "10 percent Control Person"), or any Affiliates thereof, or any Family Members of officers, directors and control persons. Family Member shall mean a Person's spouse, parents, children and siblings, whether by blood, marriage or adoption, or anyone residing in such Person's home. OTCQB traded securities are required to have a freely traded public float of at least 10% of the shares outstanding, unless an exemption applies.

NOTE 3: Beneficial Shareholder means any person who, directly or indirectly has or shares voting power of such security or investment power, which includes the power to dispose, or to direct the disposition of, such security. OTCQB traded securities are required to have at least 50 beneficial shareholders, unless an exemption applies.

5. The company is duly organized, validly existing and in good standing under the laws of British Columbia, Canada in which the Company is organized or does business.

6. The following is a complete list of any law firm(s) and attorney(s) that acted as the Company's primary legal counsel in preparing its most recent annual report. Include the firm and attorney(s) name if outside counsel, or name and title if internal counsel. (If no attorney assisted in putting together the disclosure, identify the person(s) who prepared the disclosure and their relationship to the company.) Please also identify any other attorney, if different than the primary legal counsel, that assisted the company during the prior fiscal year on any matter including but not limited to, preparation of disclosure, press releases, consulting services, corporate action or merger assistance, etc.

   Brendan Purdy, J.D.
   Principal, Securities and Capital Markets
   Purdy Law | www.purdylaw.ca
   brendan@purdylaw.ca | T: 416-276-4581 | F: 416-981-3535
   Suite 409 | 37 King St E, Toronto, ON | M5C 1E9

7. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification, to provide investor relations services, public relations services, marketing, brand awareness, consulting, stock promotion, or any other related services to the Company. Please describe the services provided by each third party provider listed below.

LaunchPad Media News portal for early-stage startups primarily in the fintech, biotech, cannabis, and clean tech sectors. Features Spotlight interviews with founders and executives to provide unique insights in their respective industries. The LaunchPad news portal can be accessed at https://www.launchpad.news/.

Rich TV Live (RichTv Live Inc.) Stock picks website with an emphasis on the cannabis, technology, and mining categories. Primary focus on video content, in which commentator Richard De Sousa provides detailed insights and analysis in several videos per week to nearly 26,000 subscribers. Rich TV Live's main website may be accessed at http://richtvlive.com.

Native Ads Inc. Programmatic internet advertising platform with a focus on financial news marketing, offering solutions to advertisers as well as website and app publishers. Native Ads has relationships with all major DSPs, networks, and agencies, allowing for a remarkable targeted reach. More information about Native Ads can be found at http://nativeads.com.

Stockhouse Publishing Ltd. On its Stockhouse website, news and analysis is provided for small cap companies on public stock markets, with other features to include portfolio tracking, newsletter aggregation, and discussion forums. Total audience exceeds one million unique visitors per month. The Stockhouse website may be accessed at http://stockhouse.com.

Departures Capital Inc. Operates an online entertainment network discussing early-stage companies in sectors to include cannabis, resources, technology, currency, e-sports, and veganism. Commentator Aaron Missere regularly appears on the Departures Capital YouTube channel, which has 24,800 subscribers and more than 2.3mm total views. More information about Departures Capital can be found at http://departurescapital.com.

Hybrid Financial Ltd. Sales and distribution firm founded in 2011 offering asset management as well as investor relations, capital markets, and shareholder services. With offices in Toronto and Montreal, Hybrid has worked with more than 200 public companies and closed over 180 offerings, in addition to accumulating a total transaction value in excess of CAD $6bn since 2012. More information about Hybrid Financial can be found at http://hybridfinancial.com.

Financial Buzz News portal for investing news, personal finance, politics, and hot investing topics which currently include cannabis, blockchain, healthcare, and mining. Based out of New York City, Financial Buzz has established a highly-engaged following of its original content between its main web portal and its social media channels. Financial Buzz publishes videos on YouTube on a regular basis with more than 48,000 channel subscribers, and more than 7.5mm total views. More information about Financial Buzz can be found at http://financialbuzz.com.

Integral Wealth Securities Limited Full-service securities dealer offering wealth management, market making, and investment banking services with offices in ON, AB, and BC. More information about Integral Wealth can be found at http://integralwealth.com.

Green Times Consulting Ltd. Green Times will conduct a marketing and awareness campaign for the Company for a fixed three-month period set to begin on June 29, 2020 and end on September 28, 2020. In this arrangement, Green Times will plan, orchestrate, and provide overall oversight of the campaign which will be carried out on international media platforms. Having carefully selected these third-party service providers, the Company believes that each service provider will create unique value for the TAAT consumer brand as well as for TAAT LTD as a publicly traded entity. Through the collective efforts of these third parties as well as the Company itself, it is intended for market awareness and brand recognition to be heightened for the TAAT brand, and for TAAT LTD to obtain a broader reach within the investment community. The Company is committed to working with the third-party providers to ensure that all disclosures are made in accordance with applicable laws and securities regulations, including any applicable stock exchange rules.

8. Convertible Debt

The following is a complete list of all promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities that were issued or outstanding at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification:

[☒] Check this box if there were no promissory notes, convertible notes, or other convertible debt arrangements issued or outstanding at any point during this time period.

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	Name of Noteholder (entities must have individual with voting / investment control disclosed).[1]	Reason for Issuance (e.g. Loan, Services, etc.)

Use the space below to provide any additional details, including footnotes to the table above:

_____

9. Officers, Directors and 5% Control Persons

The following is a complete list of Officers, Directors and 5% Control Persons (control persons are beneficial owners five percent (5%) or more of any class of the issuer's equity securities), including name, address, and number of shares owned. Options and warrants that can be converted into common shares within the next 60 days should be included in the shareholdings listed below. **<u>If any of the beneficial shareholders are corporate entities, provide the name and address of the person(s) owning or controlling such corporate entities.</u>**

Name	City and State (and Country if outside US)	Number of Shares Owned (list common, warrants and options separately)	Percentage of Class of Shares Owned
Joseph Deighan	Dallas, TX	10,000,000	14.42%
Joel Dumaresq	Vancouver, BC, Canada	305,750	0.44%
John Cumming	Vancouver, BC, Canada	82,125	0.11%
Kevin Ma	Vancouver, BC	Nil	Nil
Settimio Michael Coscarella	Toronto, ON	Nil	Nil

[1] International Reporting Companies may elect not to disclose the names of noteholders who are non-affiliates of the company. "Affiliate" is a Person that directly, or indirectly through one or more intermediaries, controls or is controlled by, or is under common control with, an officer, a director, or a shareholder beneficially-owning 10 percent or more of the Company's outstanding shares.

10. Certification

Date: August 10, 2020

Name of Certifying CEO or CFO: Joel Dumaresq

Title: CFO

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