

OTCQB Certification

I, Kent P. Watts, Chief Executive Officer of Hydrocarb Energy Corporation ("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.otcm Markets.com is current and complete as of November 26, 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.)

David M. Loev / The Loev Law Firm, PC
6300 West Loop South, Suite 280
Bellaire, Texas 77401

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:

Geoserve Marketing LLC / Michael E. Watts, Financial Market Consultant
1423 LakePointe Parkway / Sugar Land, Texas 77478

ProActive Capital Group
PCG Advisory Group
Jeff Ramson, CEO
641 Lexington Ave, Suite 618
New York, NY 10022

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
Kent P. Watts	800 Gessner / Suite 375 Houston, Texas 77024	14.76%
Christine P. Spencer	800 Gessner, Suite 375 Houston, Texas 77024	Less than 1%
Charles F. Dommer	800 Gessner, Suite 375 Houston, Texas 77024	3.97%
S. Chris Herndon	800 Gessner / Suite 375	Less than 1%

	Houston, Texas 77024	
Christopher Watts	14019 SW Frwy #301-600 Sugar Land, Texas U.S.A. 77478	34.92%
Pasquale Scaturro	1700 Garland St. Lakewood, CO 80215	12.78%

Date: November 26, 2014

Name of Certifying CEO or CFO: Kent P. Watts

Title: Chief Executive Officer



Signature: /s/ Kent P. Watts

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