

Xtra Energy Corp.

Amendment to Management Certification for 12/31/2024 originally published through the OTC Disclosure & News Service on [03/26/2025](#)

Explanatory Note:

Upon further review of the Company's Management Certification it was noticed that, the table inserted for convertible debt was incorrect. we have since amended this to reflect the correct table.

***This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

Management Certification

The undersigned, on behalf of Xtra Energy Corporation ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

1. The Company publishes disclosure pursuant to the following obligation:

SEC REPORTING OBLIGATION:

- ☐ The Company has a reporting obligation under Section 13 of the Exchange Act
☐ The Company has a reporting obligation under Section 15(d) of the Exchange Act
☐ The Company has a reporting obligation under Regulation A (Tier 2)
☐ The Company has a reporting obligation under Regulation Crowdfunding (CF)
☐ Other (describe) _____

EXEMPT FROM SEC REGISTRATION/NO SEC REPORTING OBLIGATION:

- ☐ The Company has a reporting obligation to a U.S. Bank Regulator
☒ The Company is reporting under the Alternative Reporting Standard and is otherwise exempt from registration and not required to file periodic reports with the SEC

2. The Company is current in its reporting obligation as indicated above.
Yes

3. Indicate below whether the Company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

4. Indicate below whether the Company is subject to Bankruptcy or reorganization proceedings.

Yes: ☐ No: ☒

5. The Company has a Verified Company Profile on OTCMarkets.com.
Yes

6. The Company is duly organized and in good standing under the laws of the state or jurisdiction in which the Company is organized or does business.
Yes

7. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.

8. The Company understands and acknowledges its obligations to publicly disclose material information in a timely manner in accordance with applicable U.S. federal securities laws, including but not limited to Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.
Yes

9. The Company's most recent Annual Report was prepared by:

Below is a list all law firm(s) and attorney(s) (including internal counsel) that acted as the Company's primary legal counsel in preparing its most recent annual report or, if no attorney assisted in preparing the disclosure, the person(s) who prepared the disclosure and their relationship to the Company.

Ken Kerster, a consultant to the Company.

10. The Company's Officers, Directors and 5% Control Persons are listed below:

The table below provides information regarding all officers and directors of the Company, or any person that performs a similar function, regardless of the number of shares they own. To the best of the Company's knowledge, it includes all individuals or entities beneficially owning 5% or more of any class of the issuer's equity securities..

As of (latest practicable date): 03/29/2025

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Mac J. Shahsavar	Chairman, CEO, CFO, Director	10900 Research Blvd Ste 160C PMB 1211 Austin TX 78759	0	Preferred/ Common	0%	
Dan Paulsen	President, Director	10900 Research Blvd Ste 160C PMB 1211 Austin TX 78759	50,000	Preferred	4.15%	
Linda MacDonald	Secretary, Treasurer Director	10900 Research Blvd Ste 160C PMB 1211 Austin TX 78759	9,100,000	Common	4.05%	
Shayla Suer	Director	10900 Research Blvd Ste 160C PMB 1211 Austin TX 78759	50,000	Preferred	4.15%	
Janice Shahsavar	Greater than 5% Shareholder	10 Casa Rio Bay, Saskatoon SK S7T1B5	20,000,000	Common	9.94%	
Shayla Investments LLC	Greater than 10% Shareholder	10900 Research Blvd Ste 160C PMB 1211 Austin TX 78759	1,000,000 75,000,000	Preferred Common	83.4%	Shayla Investments, Mac J. Shahsavar Beneficial owner Control

Any additional material details, including conversion terms of any class of the issuer's equity securities, are below:

11. The Company has Convertible Debt as detailed below:

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

☐ Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
12/31/2018	80,862	126,130	12/31/19	May convert to Common shares at a fixed price of \$0.08 per share.	1,000,000 Class A Preferred	1,576,625	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan
12/31/2021	8,242	10,220	12/31/22	May convert to Common shares at a fixed price of \$0.08 per share.	0	127,750	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan
12/31/2022	76,950	89,262	12/31/23	May convert to Common shares at a fixed price of \$0.08 per share.	0	1,115,775	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan
12/31/2023	44,424	47,978	12/31/24	May convert to Common shares at a fixed price of \$0.08 per share.	0	599,275	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan
03/31/2024	41,288	43,777	03/31/25	May convert to Common shares at a fixed price of \$0.08 per share.	0	547,213	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan
06/30/2024	46,068	47,926	06/30/25	May convert to Common shares at a fixed price of \$0.08 per share.	0	599,075	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan
09/30/2024	92,996	94,871	09/30/25	May convert to Common shares at a fixed price of \$0.08 per share.	0	1,185,888	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan
12/31/2024	29,483	29,483	12/31/25	May convert to Common shares at a fixed price of \$0.08 per share.	0	373,663	Shayla Investments LLC Mac Shahsavar Principal, Control	Loan

Total Outstanding Balance: 489,647

Total Shares: 1,000,000 5,125,264

Class A
Preferred

Any additional material details, including footnotes to the table are below :

None

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Mac J. Shahsavari

Title Chairman, CEO

Date: 03/29/2025

Signature: /s/ Mac J. Shahsavari

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