

Management Certification

The undersigned, on behalf of ParkerVision, Inc. ("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 (select one):

SEC REPORTING OBLIGATION:

- The Company has a reporting obligation under Section 13 or 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 is exempt from SEC registration and has a reporting obligation to a U.S. Bank Regulator
- The Company is exempt from SEC Registration and is reporting under the Alternative Reporting Standard

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

2. 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:

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

Yes: No:

4. The Company has a Verified Company Profile on OTCMarkets.com.
5. 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.
6. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.
7. 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.
8. The Company's transfer agent and its address are listed below. If the Company acts as its own transfer agent, indicate that by listing the Company and its information in the fields provided.¹

Transfer Agent: Equiniti Trust Company, LLC

Address: 48 Wall Street, Floor 23, NY, NY 10043

¹ OTCQX and OTCQB companies are required to retain a transfer agent that participates in the Transfer Agent Verified Shares Program.

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.

Paul Lucido, Graubard Miller – primary legal/securities counsel

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. To identify holders of 5% or more, companies may obtain a recent copy of their shareholder list that includes Non-Objecting Beneficial Owners or "NOBOs." SEC Reporting companies may also research their beneficial ownership and insider transaction filings such as on Schedules 13G or 13D or on Forms 3, 4, and 5.

As of (latest practicable date): March 7, 2025

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
GEM Partners, LP	5% Control person	Teaneck, NJ	12,341,910	Common	9.99%
Thomas Staz Revocable Trust	5% Control person	Miami, FL	6,123,280	Common	5.22%
Jeffrey Parker	CEO	Jacksonville, FL	10,660,000 Options 510,583 shares	Common	8.73%
Cynthia French	CFO	Jacksonville, FL	2,020,550 options 191,583 shares	Common	1.85%
Sanford Litvack	Director	Jacksonville, FL	1,175,000 options 192,308 shares underlying conv notes 86,652 shares	Common	1.23%
Paul Rosenbaum	Director	Jacksonville, FL	2,330,000 options 1,859,796 shares	Common	3.5%

Robert Sterne	Director	Jacksonville, FL	2,330,000 options 48,265 shares	Common	1.99%
Lewis Titterton	Director	Jacksonville, FL	937,500 options 38,760 warrants 1,538,462 shares underlying conv notes 3,178,921 shares	Common	4.57%

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 ²	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
9/19/2018	\$425,000	\$426,118	6/10/26 (1)	\$0.25 per share (1)	0	1,700,000	Thomas Boucher	Working capital
2/28/2019	\$100,000	\$0	2/28/2026 (2)	\$0.25 per share	400,000	0	Joshua Wood	Working capital
2/28/2019	\$400,000	\$0	2/28/2026 (2)	\$0.25 per share	1,600,000	0	Harold Wrobel	Working capital
3/13/2019	\$150,000	\$150,592	3/13/2026 (3)	\$0.25 per share	0	600,000	Steven Lampe	Working capital

² 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.

3/13/2019	\$100,000	\$100,395	3/13/2026 (3)	\$0.25 per share	0	400,000	Thomas Boucher	Working capital
6/7/2019	\$150,000	\$0	12/1/2024 (4)	\$0.10 per share	1,500,000	0	Mark Fisher	Working capital
6/19/2019	\$20,000	\$20,053	3/19/2026 (5)	\$0.10 per share	0	200,000	Christopher Engel	Working capital
6/19/2019	\$50,000	\$0	6/19/2024	\$0.10 per share	0	0	Mel Harris	Working capital
6/19/2019	\$25,000	\$0	3/19/2026 (6)	\$0.10 per share	250,000	0	Lewis Titterton	Working capital
7/15/2019	\$50,000	\$50,844	1/15/2026 (7)	\$0.10 per share	0	500,000	Lloyd Moriber	Working capital
7/18/2019	\$500,000	\$507,911	7/18/2025 (8)	\$0.08 per share	0	6,250,000	GEM LP (Daniel Lewis)	Working capital
7/18/2019	\$100,000	\$0	12/1/2024 (9)	\$0.08 per share	1,250,000	0	Mark Fisher	Working capital
7/18/2019	\$100,000	\$0	12/1/2024 (9)	\$0.08 per share	1,250,000	0	Stephen Hanson	Working capital
9/13/2019	\$50,000	\$0	9/13/2024 (10)	\$0.10 per share	500,000	0	Lewis Titterton	Working capital
1/8/2020	\$400,000	\$406,751	1/8/2026 (11)	\$.13 per share	0	3,076,923	GEM LP (Daniel Lewis)	Working capital
1/8/2020	\$50,000	\$0	1/8/2025	\$.13 per share	384,615	0	Lewis Titterton	Working capital
5/10/2022	\$200,000	\$215,386	5/10/2027	\$.13 per share	0	1,538,462	Lewis Titterton	Working capital
5/10/2022	\$100,000	\$0	5/10/2027	\$.13 per share	769,231	0	Paul Rosenbaum	Working capital
6/2/2022	\$65,000	\$66,097	6/2/2027	\$.13 per share	0	500,000	Thomas Staz	Working capital
6/2/2022	\$130,000	\$132,194	6/2/2027	\$.13 per share	0	1,000,000	Harold Wrobel	Working capital
6/2/2022	\$65,000	\$0	6/2/2027	\$.13 per share	500,000	0	Ronald T. Bevans	Working capital
6/2/2022	\$500,000	\$508,438	6/2/2027	\$.13 per share	0	3,846,154	Alpine Partners (BVL), LP (Amy Tarlowe)	Working capital
6/29/2022	\$100,000	\$101,688	6/29/2027	\$.13 per share	0	769,231	John F. Levy	Working capital

6/29/2022	\$25,000	\$25,422	6/29/2027	\$.13 per share	0	192,308	Judson Dean LaCapra	Working capital
6/29/2022	\$25,000	\$0	6/29/2027	\$.13 per share	192,308	0	Wilhem Boulay	Working capital
8/3/2022	\$100,000	\$101,689	8/3/2027	\$.13 per share	0	769,231	Steven G. Lampe	Working capital
8/3/2022	\$100,000	\$101,689	8/3/2027	\$.13 per share	0	769,231	Key Properties, Inc. (Xavier Fernandez)	Working capital
8/3/2022	\$32,500	\$33,049	8/3/2027	\$.13 per share	0	250,000	Thomas Staz	Working capital
8/3/2022	\$25,000	\$26,425	8/3/2027	\$.13 per share	0	192,308	Sanford M. Litvack	Working capital
1/11/2023	\$500,000	\$509,493	1/11/2028 (12)	\$.11 per share (12)	0	3,125,000	GEM LP (Daniel Lewis)	Working capital
1/13/2023	\$100,000	\$101,899	1/13/2028	\$.16 per share	0	625,000	Steven Lampe	Working capital
1/13/2023	\$100,000	\$0	1/13/2028	\$.16 per share	625,000	0	Andrew Tobias	Working capital
9/15/2023	\$100,000	\$0	6/15/26	\$.25 per share	400,000	0	Paul Rosenbaum	Working capital

Total Outstanding Balance: 3,586,128

Total Shares: 9,221,154 27,724,303

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

- (1) Note was amended on 9/15/23 to extend maturity from 9/19/23 to 6/19/26 and reduce conversion price from \$0.57 to \$0.25
- (2) Notes were amended on 9/15/23 to extend maturity from 2/28/24 to 2/28/26 with no change in other terms.
- (3) Notes were amended on 9/15/23 to extend maturity from 3/13/24 to 3/13/26 with no change in other terms.
- (4) Note was amended on 6/3/24 to extend maturity from 6/7/24 to 12/1/24 with no change in other terms.
- (5) Note was amended on 6/18/24 to extend maturity from 6/19/24 to 3/19/26 with no change in other terms.
- (6) Note was amended on 5/10/24 to extend maturity from 6/19/26 to 3/15/26 with no change in other terms.
- (7) Note was amended on 7/9/25 to extend maturity from 7/15/24 to 1/15/26 with no change in other terms
- (8) Note was amended on 7/8/24 to extend maturity date to 12/1/24 with an automatic extension to 7/18/25 and subsequent automatic extensions to extend the maturity date by up to ten (10) one-year periods
- (9) Notes were amended on 6/3/24 to extend maturity from 7/18/24 to 12/1/24 with no change in other terms.
- (10) Note was amended on 5/10/24 to extend maturity from 9/13/26 to 3/15/26 with no change in other terms.
- (11) Note was amended on 7/8/24 to provide for up to ten (10) one-year automatic extensions of the original maturity date at original stated interest. No other change in terms.
- (12) Note was amended on 7/8/24 to provide for up to ten (10) one-year automatic extensions of the original maturity date at original stated interest. Note was also amended to reduce conversion price from \$0.16 to \$0.11
- (13) Each of the Company's convertible notes contain exercise limitations such that the beneficial ownership by any one holder cannot exceed 9.99%.

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Cynthia French

Title: Chief Financial Officer

Date: April 19, 2025

Signature: /s/ Cynthia French

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