

Management Certification

The undersigned, on behalf of Metawells Oil & Gas Inc.[Company Name] ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

1. The Company is current in its disclosure obligations pursuant to the following reporting standard:

SEC Reporting Obligations

- ☐ 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 (please describe)

Other Reporting Obligations

- ☐ The Company is a U.S. bank, bank holding company, or similar financial institution exempt from SEC registration, has a reporting obligation to a U.S. Bank Regulator and follows OTC Markets' Bank Reporting requirements.
- ☒ The Company is exempt from SEC registration and is reporting under the Alternative Reporting Standard

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: Pacific Stock Transfer Company

Address: 6725 Via Austi Pkwy, #300, Las Vegas, Nevada 89119

¹ OTCQX, OTCQB, and OTCID companies are required to retain a transfer agent that participates in the Transfer Agent Verified Shares Program. OTCID companies that act as their own transfer agent may submit data directly to OTC Markets.

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.

Ronald Minsky, President

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): 04/15/2025

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)
Ronald Minsky	President	Bradley Beach NJ, USA	N/A	N/A	N/A
Vasiliki Anagnostou	5% Control person	Corinth, Greece	22,000,000	Preferred	50%
Nikolaos Mangas	5% Control person	Brooklyn, NY, USA	22,000,000	Preferred	50%
Progressive Designs Inc. / Peter Alexeas	5% Control person	Hempstead, NY USA	299,440,000	Common Stock	≈55%
I Business Management LLC / Teresa Frey	5% Control person	Zephyrhills, FL	52,500,000	Common Stock	≈10%

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

Common equity:

Every stockholder of record is entitled to one vote for each share of common stock standing in such stockholder's name. The Board from time to time may declare and the corporation may pay, dividends on its outstanding shares in the manner and on the terms and conditions provided by the Law, subject to any contractual restrictions on which the corporation is then subject. Dividends may be paid in cash, property or in shares of the capital stock. The Company has not paid any dividend to stockholders up today. There is no provision for preemptive rights.

Preferred Stock:

There are two classes of preferred shares:

- Preferred Stock. Preferred stocks currently do not have any voting or conversion rights.
- Series A' Convertible Stock, par value \$0,00025. There are no Series A' preferred shares currently issued or outstanding. Series A' class are designated as senior in rank to and have liquidation preference over common stock. Series A' convertible stock is convertible at the holder's option to common stock at a ratio of one hundred shares of common stock for each share of convertible A' preferred stock. Each share has one vote for any election or other vote placed before the shareholders of the Company. Except for the aforementioned provisions, Series A' preferred stock has all the limitations, restrictions and relative rights as common stock.

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.)
<u>02/04/2024</u>	<u>\$4,995</u>	<u>\$4,995</u>	<u>02/04/2025</u>	The Conversion Price of the issuable shares shall equal \$0.001 per share.	-0-	4,995.000	Alpha Financing Group LLC/ Asterios Karamitas	Loan
<u>02/03/2024</u>	<u>\$3,582</u>	<u>\$3,582</u>	<u>02/03/2025</u>	The Conversion Price of the issuable shares shall equal \$0.001 per share.	-0-	3,582,000	Alpha Financing Group LLC/ Asterios Karamitas	Loan
<u>02/01/2024</u>	<u>\$12,255</u>	<u>\$12,255</u>	<u>02/24/2025</u>	The Conversion Price of the issuable	-0-	12,255,000	Progressive Designs Inc./Peter Alexeas	Loan

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.

				shares shall equal <u>\$0.001 per share.</u>				
<u>02/01/2024</u>	<u>\$8,262</u>	<u>\$8,262</u>	<u>02/02/2025</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share.</u>	-0-	8,262,000	<u>Progressive Designs Inc./Peter Alexeas</u>	Loan
<u>02/01/2024</u>	<u>\$6,000</u>	<u>\$6,000</u>	<u>02/02/2025</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share.</u>	-0-	6,000,000	<u>Progressive Designs Inc./Peter Alexeas</u>	Loan
<u>02/01/2024</u>	<u>\$3,500</u>	<u>\$3,500</u>	<u>02/02/2025</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share.</u>	-0-	3,500,000	<u>Alpha Financing Group LLC/ Asterios Karamitas</u>	Loan
<u>04/01/2022</u>	<u>\$3,604</u>	<u>\$3,604</u>	<u>04/01/2023</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share.</u>	-0-	3,604,000	Vasiliki Anagnostou	Loan
<u>10/28/2021</u>	<u>\$3,500</u>	<u>\$3,500</u>	<u>10/28/2022</u>	The Conversion Price of the issuable shares shall equal <u>\$0.01 per share.</u>	-0-	350,000	Thuderfoot LLC/Todd Schaeffer	Loan
<u>03/29/2021</u>	<u>\$1,329</u>	<u>\$1,329</u>	<u>03/29/2022</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share.</u>	-0-	1,329,000	Ronald Minsky	Loan
<u>02/22/2021</u>	<u>\$30,000</u>	<u>\$30,000</u>	<u>02/22/2023</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share.</u>	-0-	30,000,000	Ronald Minsky	Loan
<u>02/14/2019</u>	<u>\$5,748.60</u>	<u>\$5,748</u>	<u>02/15/2020</u>	The Conversion Price of the issuable shares shall equal <u>\$0.01 per share.</u>	-0-	574,800	Thuderfoot LLC/Todd Schaeffer	Loan
<u>10/03/2013</u>	<u>\$30,000</u>	<u>\$15,500</u>	<u>10/03/2014</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share</u>	14,500,000	15,500,000	<u>John Papavasilopoulos</u>	Loan
<u>02/08/2013</u>	<u>\$40,000</u>	<u>\$10,000</u>	<u>03/08/2014</u>	The Conversion Price of the issuable shares shall equal <u>\$0.001 per share</u>	10,000,000	10,000,000	<u>John Papavasilopoulos</u>	Loan
<u>12/20/2012</u>	<u>\$40,000</u>	<u>\$40,000</u>	<u>12/20/2013</u>	The Conversion Price of the issuable	-0-	40,000,000	<u>John Papavasilopoulos</u>	Loan

				shares shall equal \$0.001 per share				
<u>10/09/2012</u>	<u>\$65,000</u>	<u>\$65,000</u>	<u>10/09/2013</u>	The Conversion Price of the issuable shares shall equal \$0.001 per share	-0-	65,000,000	<u>John Papavasiliopoulos</u>	Loan
<u>07/18/2012</u>	<u>\$120,000</u>	<u>\$26,000</u>	<u>07/18/2014</u>	The Conversion Price of the issuable shares shall equal \$0.001 per share	58,127,602	26,000	<u>John Papavasiliopoulos</u>	Loan
<u>06/07/2012</u>	<u>\$50,000</u>	<u>\$7,000</u>	<u>06/07/2013</u>	The Conversion Price of the issuable shares shall equal \$0.001 per share	43,000,000	7,000,000	<u>John Papavasiliopoulos</u>	Loan
Total Outstanding Balance:		246,276	Total Shares:		125,627,602	206,987,795		

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

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Ronald Minsky

Title: President

Date: 04/15/2025

Signature: Ronald Minsky

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