

Management Certification

The undersigned, on behalf of **HEARATLAST HOLDINGS 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:

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.
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.
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.
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.
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.

Securities Counsel

Name: Anthony F. Newton
Address 1: 16730 Creek Bend Drive
Address 2: Sugar Land, Texas 77478
Phone: (832) 452-0269
Email: tony.newton@yahoo.com

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): **April 22, 2025**

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /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
Peter Wanner 44 Greystone Crescent, Georgetown, ON L7G1G9	CFO	Georgetown, ON	42,000,000	Common	10.40%	
Matteo Sacco	Shareholder	Hamilton, ON	13,700,001 60,000 241,586	Common Preferred C Preferred A	3.39% 100% 22.35%	Founder

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	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
2-Jan-17	166,844	<u>95,380</u>	<u>71,464</u>	2-Jan-19	50% of VMAP 20 days prior to conversion	<u>Peter Wanner</u>	services provided
1-Sep-09	50,602	<u>47,058</u>	<u>3,544</u>	22-Aug-11	50% of VMAP 20 days prior to conversion	<u>Dominic Alessandro</u>	services provided
2-Jan-17	1,063,797	<u>608,141</u>	<u>455,656</u>	2-Jan-19	50% of VMAP 20 days prior to conversion	<u>Matteo Sacco</u>	services and working capital
15-Feb-18	161,479	<u>100,00</u>	<u>61,479</u>	2-Jan-19	50% of VMAP 20 days prior to conversion	<u>Aldo Rotondi</u>	services and working capital
2-Jan-21	236,498	<u>186,376</u>	<u>50,122</u>	2-Jul-21	50% of VMAP 20 days prior to conversion	<u>Dominic Alessandro</u>	services provided

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Peter Wanner

Title: CEO / CFO

Date: May 5 2025

Signature: /s/ Peter Wanner

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