

Management Certification

The undersigned, on behalf of General Enterprise Ventures Inc. ("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: **Colonial Stock Transfer Company**
Address: **7840 S 700 E, Sandy UT 84070**

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.

Anthony Newton – General 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): **May 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)
Theodore Ralston	Chairman of the Board and President	Lima, OH	Series A - 8,184,845 Series C - 650,000 Common – 7,537,640	Series A Preferred Series C Preferred Common	81.8% 33.0% 11.3%
Nanuk Warman	Chief Financial Officer and Secretary	Vancouver, BC Canada	Series C - 50,000	Series C Preferred	2.5%
Stephen Conboy	Chief Technology Officer	Oceanside, CA	Series C - 550,000 Common – 6,303,100	Series C Preferred Common	28.0% 9.6%
Anthony Newton	General Counsel	Houston, TX	Series C - 50,000	Series C Preferred	2.5%
John Costa	Director	Trinity, FL	Common – 250,000	Common	Less than 1%
Jeffery Pomerantz	Director	Boca Raton, FL	Common – 250,000	Common	Less than 1%
BoltRock Holdings LLC (Craig A. Huff has a controlling interest and has dispositive and voting power with respect to the interests)	5% Control Person	New York, NY	Series A – 1,815,155 Series C - 650,000 Common – 11,166,667 Warrant - 2,500,000	Series A Preferred Series C Preferred Common Warrant	18.2% 33.0% 15.4% 37.2%
Equus Total Return (John A. Hardy has a controlling interest and has dispositive and voting power with respect to the interests.)	5% Control Person	Houston, TX	Common – 5,625,000 Warrant - 1,875,000	Common Warrant	8.2% 27.9%

CVC California LLC (The Company does not know who has dispositive and voting power with respect to shares owned)	5% Control Person	West Palm Beach, FL	Common – 4,350,000	Common	6.9%
Joshua Ralston	Employee, Vice President Operations, former director, and a 5% control person	Cleveland, OH	Common – 3,500,000	Common	5.6%

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

Series A Preferred Stock has a voting right of 1,000 votes per issued and outstanding share, which may be cast as part of a written consent of the holders of Common Stock, or at any meeting of the holders of Common Stock, in each instance voting together as a single class.

Each share of Series C Convertible Preferred Stock outstanding as such time shall be convertible, at the option of the holder thereof, at any time and from time to time, and without the payment of additional consideration by the holder thereof, into 20 shares of the Common Stock of the Company.

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.)
12/31/2024	576,693	590,913	12/31/2025	\$0.36 per share	0	1,641,425	TC Special Investments, LLC (Theodore Ralston has sole dispositive and voting power with respect to all shares)	Loan
02/28/2025	2,000,000	2,016,098	02/28/2026	\$0.40 per share	0	5,042,465	BoltRock Holdings, LLC (Craig A. Huff has a controlling interest and has dispositive and	Loan

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.

							voting power with respect to the interests)	
07/15/2024	100,000	107,096	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	267,740	James Schoonover	Loan
07/15/2024	25,000	26,774	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	66,935	Kevin Schoonover	Loan
07/15/2024	40,000	42,838	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	107,095	Adam Gefvert	Loan
07/15/2024	50,000	53,548	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	133,870	Li Lin	Loan
07/15/2024	30,000	32,129	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	80,323	Yun Huang	Loan
07/15/2024	50,000	53,548	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	133,870	Saverio Solimeo	Loan
07/15/2024	100,000	107,097	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	267,743	Brett Nesland	Loan
07/15/2024	25,000	26,772	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	66,930	Ami Silberman	Loan
07/15/2024	25,000	26,772	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	66,930	Faraci Family Trust UA 12/01/14 (Philip Faraci has dispositive power)	Loan

07/15/2024	150,000	160,644	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	401,610	Horberg Enterprises LP (Todd Horberg has dispositive power)	Loan
07/15/2024	100,000	107,097	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	267,743	Hongyu Wang	Loan
07/15/2024	100,000	107,097	07/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	267,743	Philip Faraci	Loan
08/15/2024	50,000	53,123	08/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	132,808	Scott Heery	Loan
08/15/2024	25,000	26,562	08/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	64,405	The Birches LLC (Elizabeth Clofine has dispositive power)	Loan
08/15/2024	25,000	26,562	08/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	64,405	Todd Carpenter	Loan
08/15/2024	126,000	133,871	08/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	334,678	Leslie Wang	Loan
08/15/2024	100,000	106,247	08/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	265,618	Xiaoli Zhang	Loan
11/15/2024	100,000	103,725	11/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	259,313	Honey Tree Trading LLC (Nicole Helton has dispositive power)	Loan

12/15/2024	50,000	51,452	12/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	128,630	Sydney Seaforth	Loan
12/15/2024	25,000	25,726	12/15/2025	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	64,315	The Birches, LLC (Elizabeth Clofine has dispositive power)	Loan
02/07/2025	1,500,000	1,521,370	02/07/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	3,803,425	Equus Total Return, Inc. (John A. Hardy has a controlling interest and has dispositive and voting power with respect to the interests.)	Loan
02/15/2025	50,000	50,602	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	126,505	Scott Heery	Loan
02/15/2025	100,000	101,206	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	253,015	Edward Storm	Loan
02/15/2025	25,000	25,301	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	63,253	Chatanooga Ventures LLC (Michael Clofine has dispositive power)	Loan
02/15/2025	30,000	30,362	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	75,905	Noel D Ischy	Loan
02/15/2025	20,000	20,241	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	50,603	David Schneider	Loan
02/15/2025	25,000	25,301	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	63,253	John D Cranmer	Loan

02/15/2025	100,000	101,206	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	253,015	Brett Nesland	Loan
02/15/2025	50,000	50,603	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	126,508	Robin Sabalones	Loan
02/15/2025	125,000	126,507	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	316,268	PMGC Capital LLC (Graydon Bensler has dispositive power)	Loan
02/15/2025	50,000	50,603	02/15/2026	Lower of \$0.40 per share or 30% discount to a qualified offering price	0	126,508	Horberg Enterprises LP (Todd Horberg has dispositive power)	Loan

Total Outstanding Balance: 6,088,953

Total Shares: 0

15,384,852

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

Disclosures in Item 11 above, are as of March 31, 2025.

Signature:

Name of Principal Executive Officer or Principal Financial Officer: **Nanuk Warman**

Title: **CFO**

Date: **June 12, 2025**

Signature: **/s/ Nanuk Warman**

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