

## Management Certification

The undersigned, on behalf of Northwest Biotherapeutics, 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 (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.<sup>1</sup>

Transfer Agent: Computershare Trust Company, N.A.

Address: P.O. Box 30170, College Station, TX

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

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<sup>1</sup> 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.

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.

Brian J. Lane, Partner

Gibson, Dunn & Crutcher, LLP

1050 Connecticut Avenue, N.W.,

Washington, DC 20036-5306

202-887-3646, Email: [blane@gibsondunn.com](mailto:blane@gibsondunn.com)

10. The Company's Officers, Directors and 5% Beneficial Owners 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): 04/15/2026

<b>Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)</b>	<b>Position/Company Affiliation (ex: CEO, ≥ 5% beneficial owner)</b>	<b>City and State (Include Country if outside U.S.)</b>	<b>Number of Shares Owned (List common, preferred, warrants and options separately)</b>	<b>Class of Shares Owned**</b>	<b>Percentage of Class of Shares Owned (undiluted)</b>
Linda F. Powers	Class III Director, Chairperson, President and Chief Executive Officer, Chief Financial and Accounting Officer	Potomac, MD	29,411,759*	Common Stock	1.8%
Dr. Alton L. Boynton	Class I Director, Chief Scientific Officer	Kingston, WA	979,254	Common Stock	Less than 1%
Dr. Marnix L. Bosch	Chief Technical Officer	Clyde Hill, WA	32,298,794	Common Stock	2%
J. Cofer Black	Class I Director	Virginia Metro Area	0	Common Stock	Less than 1%
Pat Sarma	Class II Director	New York, NY	7,365,069	Common Stock	Less than 1%
Dr. Navid Malik	Class III Director	London, UK	10,000	Common Stock	Less than 1%

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

\* Consists of 29,411,759 shares of common stock held by Ms. Powers. Ms. Powers also holds 56,992,773 warrants (the majority acquired from a third party, and the rest acquired in past years, as previously reported, from the Company in

connection with loans by Ms. Powers to the Company when such loans were needed to help the Company to survive). Ms. Powers holds 39,200,000 options awarded in 2018 for service during part of that year and a number of preceding years, and 45,748,797 options awarded in 2020 for service during multiple years. In 2021, Ms. Powers entered into a voluntary blocking agreement with the Company pursuant to which Ms. Powers cannot exercise or convert any options, warrants or other derivative securities, as applicable, unless Ms. Powers provides the Company at least 61 days' advance notice. As a result, such options, warrants and other derivative securities are not considered "beneficially owned" within the meaning of Section 13(d) of the Securities Exchange Act of 1934, as amended.

\*\*An aggregate of 26,404,709 options and warrants held by directors are subject to voluntary blocks on the exercise. As a result, such options and warrants are not considered "beneficially owned" within the meaning of Section 13(d) of the Securities Exchange Act of 1934, as amended.

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 <sup>2</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
6/29/2017	300,000	616,997	On Demand	AIR 12%	-	-	Anne Smith	Working Capital
10/9/2018	262,500	589,201	On Demand	AIR 12%	-	-	Anne Smith	Working Capital
3/26/2020	1,647,000	-	3/25/2025	AIR 6.25%	-	-	UK Cambridge Loan	Working Capital
3/2/2023	11,005,000	-	2/10/2025	AIR 8%	7,896,634	-	Streeterville Capital	Working Capital
6/30/2023	1,000,000	-	3/15/2026	CP \$0.21 AIR 12%	3,777,778	-	Saroca Farm II LLC	Working Capital
7/11/2023	500,000	652,342	3/31/2026	CP \$0.28 AIR 11%	-	2,329,795	Anne Towbes	Working Capital

<sup>2</sup> 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.

8/22/2023	1,000,000	-	9/1/2025	CP \$0.26 AIR 11%	-	-	SMW Consulting Associates, LLC	Working Capital
8/24/2023	2,000,000	2,582,849	1/1/2027	CP \$0.26 AIR 11%	-	12,299,281	District 2	Working Capital
8/24/2023	2,500,000	3,229,466	4/22/2026	CP \$0.25 AIR 11%	-	14,848,118	Michael Klein	Working Capital
9/5/2023	1,715,000	-	7/20/2026	CP \$0.28 AIR 11%	-	-	Robert Hefner	Working Capital
7/19/2024	715,000	-	7/20/2026	CP \$0.38 AIR 11%	-	-	Hefner Interest	Working Capital
11/15/2025	1,715,000	2,140,069	7/20/2026	CP \$0.28 AIR 11%	-	8,916,953	Robert Hefner	Working Capital
9/13/2023	3,250,000	4,318,673	9/15/2026	CP \$0.18 AIR 12%	-	23,992,629	Mile Nikolovski	Working Capital
11/10/2023	11,005,000	-	12/31/2025	AIR 8%	51,960,429	-	Streeterville Capital	Working Capital
2/21/2024	1,749,000	527,074	3/31/2026	CP \$0.20 AIR 11%	6,124,525	2,635,369	SDS LONGSHOR T LP	Working Capital
2/21/2024	5,500	-	3/21/2025	CP \$0.28 AIR 11%	-	-	Brightforge Management LLC	Working Capital
2/21/2024	5,500	-	3/21/2025	CP \$0.50 AIR 8%	-	-	Sira Investments LLC	Working Capital
2/27/2024	1,500,000	1,863,693	3/31/2026	CP \$0.28 AIR 11%	-	6,656,047	Anne Towbes	Working Capital
3/22/2024	1,000,000	1,227,836	4/22/2026	CP \$0.29 AIR 11%	-	5,645,221	Michael Klein	Working Capital
3/22/2024	3,000,000	3,683,507	4/22/2026	CP \$0.29 AIR 11%	-	16,935,664	Klein Associates, LLC	Working Capital
4/26/2024	11,005,000	2,382,441	6/30/2026	AIR 8%	49,405,871	-	Streeterville Capital	Working Capital
7/22/2024	300,000	357,320	7/22/2026	CP \$0.30 AIR 11%	-	1,191,067	Ramanathan Sampath	Working Capital
7/29/2024	1,000,000	1,183,474	7/29/2026	CP \$0.30 AIR 11%	-	3,944,913	Four M Purchaser	Working Capital

7/29/2024	500,000	594,479	7/29/2026	CP \$0.30 AIR 11%	-	1,981,598	Louis Cappelli	Working Capital
8/8/2024	800,000	-	8/8/2026	CP \$0.30 AIR 11%	3,054,831	-	Hassa n Rahimi	Working Capital
9/27/2024	2,140,000	2,140,000	On Demand	AIR 0%	-	-	Anne Towbes	Working Capital
10/8/2024	250,380	-	10/8/2026	CP \$0.285 AIR 11%	990,256	-	Hassa n Rahimi	Working Capital
10/18/2024	2,205,000	1,743,700	8/18/2026	AIR 8%	3,781,721	-	Street erville Capital	Working Capital
10/23/2024	5,000,000	5,815,206	10/23/2026	CP \$0.2175 AIR 11%	-	26,736,578	Micha el Klein	Working Capital
12/19/2024	5,000,000	-	1/19/2026	the lower of (i) \$0.3150 , or (ii) 95% of the lowest daily VWAP during the 5 consecuti ve Trading Days (pre conversio n)	21,549,386	-	YA II PN, LTD	Working Capital
1/2/2025	693,623	749,493	12/28/2026	CP \$0.18 AIR 12%	-	4,163,851	Mile Nikolovski	Working Capital
1/23/2025	150,000	170,297	1/23/2027	CP \$0.25 AIR 11%	-	695,091	Dr. Maitham Shams & Sara Movarekh	Working Capital
1/30/2025	250,000	283,301	1/23/2027	CP \$0.20 AIR 11%	-	1,416,507	Dan Bendtsen	Working Capital
2/12/2025	100,000	112,929	2/12/2027	CP \$0.24 AIR 11%	-	480,548	Joe Kornreich	Working Capital
2/14/2025	250,000	282,171	2/14/2027	CP \$0.20 AIR 11%	-	1,410,856	Denni s Mehiel	Working Capital
2/21/2025	500,000	-	2/21/2027	CP \$0.21 AIR 11%	2,490,079	-	Brank o Krstevski	Working Capital

3/5/2025	300,000	336,888	3/5/2027	CP \$0.23 AIR 11%	-	1,464,729	1804 Poki Partners LLC	Working Capital
3/7/2025	5,505,000	5,141,991	1/7/2027	AIR 8%	4,622,193	-	Street erville Capital	Working Capital
4/13/2025	100,000	111,121	4/13/2027	CP \$0.19 AIR 11%	-	584,845	Dan Bendtsen	Working Capital
4/13/2025	200,000	-	4/13/2027	CP \$0.19 AIR 11%	1,129,084	-	Fatem eh Teimouri	Working Capital
4/23/2025	125,000	138,524	4/23/2027	CP \$0.23 AIR 11%	-	615,662	Joe Kornreich	Working Capital
6/4/2025	32,000	-	6/4/2027	CP \$0.24 AIR 11%	143,680	-	Hassa n Rahimi	Working Capital
6/30/2025	3,000,000	-	1/19/2026	the lower of (i) \$0.2932 , or (ii) 95% of the lowest daily VWAP during the 5 consecuti ve Trading Days (pre conversio n)	13,639,130	-	YA II PN, LTD	Working Capital
6/26/2025	2,210,000	2,359,715	4/26/2027	AIR 8%	-	-	Street erville Capital	Working Capital
7/13/2025	150,000	162,567	7/13/2027	CP \$0.21 AIR 11%	-	774,129	Joe Kornreich	Working Capital
8/25/2025	75,000	80,312	8/25/2027	CP \$0.21 AIR 11%	-	382,436	Joe Panther	Working Capital
8/28/2025	150,000	160,488	8/28/2027	CP \$0.23 AIR 11%	-	697,772	Dan Bendtsen	Working Capital
8/28/2025	1,000,000	-	8/28/2027	CP \$0.21 AIR 11%	5,001,206	-	Bigger Capital Fund, LP	Working Capital
8/28/2025	1,000,000	1,069,918	8/28/2027	CP \$0.21 AIR 11%	-	5,094,847	District 2	Working Capital

9/18/2025	1,500,000	1,095,384	9/18/2027	CP \$0.21 AIR 11%	4,761,904	5,216,112	Bigger Capital Fund, LP	Working Capital
8/25/2025	3,000,000	3,974,630	10/23/2026	CP \$0.2175 AIR 11%	-	18,274,162	Micha el Klein	Working Capital
9/24/2025	3,300,000	3,503,877	10/23/2026	CP \$0.2175 AIR 11%	-	16,109,778	Micha el Klein	Working Capital
10/27/2025	5,505,000	5,719,462	8/26/2027	AIR 8%	-	-	Street erville Capital	Working Capital
12/11/2025	250,000	265,596	12/11/2026	CP \$0.21 AIR 11%	-	1,264,742	Distric t 2	Working Capital
12/11/2025	1,250,000	1,291,815	12/11/2026	CP \$0.21 AIR 11%	-	6,151,500	Bigger Capital Fund, LP	Working Capital
11/5/2025	300,000	-	11/5/2027	CP \$0.21 AIR 11%	1,456,556	-	Shu Zhi Chen	Working Capital
11/21/2025	25,000	26,108	11/21/2027	CP \$0.22 AIR 11%	-	118,671	JC Panther	Working Capital
11/14/2025	5,000,000	3,500,000	11/14/2026	the lower of (i) \$0.29 , or (ii) 95% of the lowest daily VWAP during the 5 consecuti ve Trading Days (pre conversio n)	7,368,932	18,421,053	YA II PN, LTD	Working Capital
1/2/2026	60,000	61,899	1/2/2028	CP \$0.217 AIR 11%	-	285,247	John I. Brebek	Working Capital
1/2/2026	50,000	51,582	12/31/2027	CP \$0.219 AIR 11%	-	235,535	Dr. Maitham Shams and Sara Movarekh	Working Capital
1/6/2026	25,000	25,761	1/6/2028	CP \$0.225 AIR 11%	-	114,493	JC Panther	Working Capital
1/26/2026	1,000,000	1,024,411	1/26/2027	CP \$0.25 AIR 11%	-	4,097,644	Bigger Capital Fund, LP	Working Capital

3/4/2026	1,600,000	1,293,887	3/4/2028	86% of 10 trading days VWAP after the conversio n notice submission date AIR 9%	1,863,420	7,455,500	BB Special Opportunit ies Fund Ltd	Working Capital
3/4/2026	1,000,000	808,679	3/4/2028	86% of 10 trading days VWAP after the conversio n notice submission date AIR 9%	1,164,638	4,659,688	Inicio Master SPC	Working Capital
3/4/2026	2,400,000	1,940,831	3/4/2028	86% of 10 trading days VWAP after the conversio n notice submission date AIR 9%	2,795,130	11,183,250	Eagle Harbor Multi- Strategy Master Fund Limited	Working Capital
3/3/2026	667,000	676,046	3/3/2028	CP \$0.21 AIR 11%	-	3,219,265	Exagri s Limited	Working Capital
3/3/2026	667,000	676,046	3/3/2028	CP \$0.21 AIR 11%	-	3,219,265	Obero n Investmen ts	Working Capital
<b>Total Outstanding Balance:</b>		<b>\$72,744,054</b>	<b>Total Shares:</b>		<b>194,977,383</b>	<b>245,920,411</b>		

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

**Signature:**

Name of Principal Executive Officer or Principal Financial Officer: Linda F. Powers

Title: Chairperson, President and Chief Executive Officer, Chief Financial and Accounting Officer

Date: 05/08/2026

Signature: 

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