

Management Certification

The undersigned, on behalf of ConectM Technology Solutions, 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: Continental Stock Transfer and Trust
Address: 1 State Street, 30th Floor, New York, NY 10004-1561

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.

The CEO, CFO and legal counsel of the Company, Anthony, Linder & Cacomanolis PLLC prepared the 10-K for the fiscal year ended December 31, 2025.

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): March 8, 2026

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, ≥ 5% beneficial owner)	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)
Directors and Executive Officers					
Bala Padmakumar (1)	Vice-Chairman of the Board, Corporate Development	Monterey, C	2,324,197	Common	1.36%
Bhaskar Panigrahi (2)	Chairman of the Board and Chief Executive Officer	Southborough, MA	4,718,953	Common	2.77%
Girish Subramanya	Chief Technology Officer	Bengaluru, India	606,775	Common	*
Kevin Stateham	Vice President, Sales and Corporate Development	Oxford, MA	250,000	Common	*
Mahesh Choudhury	Principal Financial Officer & Vice President, U.S. Operations	Westborough, MA	774,769	Common	*
Gautam Barua	Director	Ojai, CA	200,000	Common	*
Kathy Cuocolo	Director	Concord, MA	252,500	Common	*
Stephen Markscheid	Director	Wilmette, IL	225,000	Common	*
All directors and executive officers of ConnectM as a group (eight individuals)			9,352,194	Common	5.49%

Five Percent Holders of ConnectM:					
Geo Impex LLC (3)	Greater than 5%	Bhubaneswar, Odisha State, India	33,300,000	Common	19.55%
Laramie Plains Holdings LLC (4) (5)	Greater than 5%	Houston, MO	14,000,000	Common	8.22%

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

The above Beneficial Ownership table reflects beneficial ownership as of April 10, 2026.

Less than 1% *

- (1) Unless otherwise noted, the business address of each of the following individuals is c/o ConnectM Technology Solutions, Inc., 2 Mount Royal Ave., Suite 550, Marlborough, MA 01752.
- (2) Monterrey Acquisition Sponsor, LLC, ("MAS"), is the record holder of the securities reported herein. Bala Padmakumar is the managing member of MAS. Mr. Padmakumar shares voting and dispositive power over the founder shares held by MAS and may be deemed to beneficially own such shares. Each such person disclaims any beneficial ownership of the reported shares other than to the extent of any pecuniary interest they may have therein, directly or indirectly. The post-business combination shares include 3,790,000 shares issuable pursuant to warrants that will be exercisable following the business combination.
- (3) Consists of (i) 3,585,660 shares held by Avanti Holdings LLC, (ii) 254,647 shares held by Mr. Panigrahi and (iii) 127,838 shares held by Southwood Partners LP. Mr. Panigrahi is a controlling equity holder of Avanti Holdings LLC and Southwood Partners LP. Therefore, Mr. Panigrahi may be deemed to have voting power and dispositive power over the shares held by Avanti Holdings LLC and Southwood Partners LP.
- (4) Based on information provided by the Company's transfer agent and reflected in its official shareholder records.
- (5) 14,000,000 of the shares issued in connection with the acquisition of Sun Solar LLC, is held by Laramie Plains Holding LLC, an entity owned and controlled by Caleb Arthur, the Chief Executive Officer and founder of Sun Solar LLC. Mr. Arthur has sole voting and dispositive power over the shares held by Laramie Plains Holding LLC.

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 (\$) including accrued interest as of 4/06/26	Maturity Date	Conversion Terms	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion	Name of Noteholder	Reason for Issuance
5/26/25	\$156,000	\$183,012	12/22/25	Lower of \$0.25 and 90% of lowest daily 3-day Low VWAP	-	1,070,243	Sameer Desai	Debt for working capital needs.
11/25/25	\$500,000	\$536,438	6/23/26	Lower of \$0.25 and 90% of lowest daily 3-day Low VWAP	-	3,137,066	Adv Health Technologies Ltd	Debt for working capital needs.
12/02/25	\$250,000	\$267,260	6/30/26	Lower of \$0.25 and 90% of lowest daily 3-day Low VWAP	-	1,562,926	Umesh Goradia	Debt for working capital needs.
12/08/25	\$1,000,000	\$1,065,753	7/6/26	Lower of \$0.25 and 90% of lowest daily 3-day Low VWAP	-	6,232,476	Mahesh Kumar Navani Revocable Trust	Debt for working capital needs.
12/08/25	\$250,000	\$266,438	7/6/26	Lower of \$0.25 and 90% of lowest daily 3-day Low VWAP	-	1,558,119	Umesh Goradia	Debt for working capital needs.
12/08/25	\$50,000	\$53,288	7/6/26	Lower of \$0.25 and 90% of lowest daily 3-day Low VWAP	-	311,624	Vivek Bijoriya	Debt for working capital needs.
12/16/25	\$250,000	\$265,342	7/14/26	Lower of \$0.25 and 90% of lowest daily 3-day Low VWAP	-	1,551,710	Umesh Goradia	Debt for working capital needs.
12/17/24	\$2,500,000	\$991,329	12/17/25	Higher of \$0.1418 and 93% of Market Price 10-day Low VWAP	4,187,377	5,770,251	YA II PN, Ltd. / Yorkville	Debt for working capital needs.
	\$ 4,956,000	\$3,628,861				21,194,415		

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

The above Debt Table reflects all convertible debt of the Company as of December 31, 2025.

Signature: *Bhaskar CH Panigrahi*

Name of Principal Executive Officer or Principal Financial Officer: Bhaskar Panigrahi

Title: Chief Executive Officer

Date: May 14, 2026

Signature: /s/ Bhaskar Panigrahi

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