

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

HEARATLAST HOLDINGS INC

A Nevada Corporation

c/o Peter Wanner, 44 Greystone Creswcent, Georgetown, ON Canada L7G1G9

416 918 6987

www.hearatlastholdings.com

SIC 38420412

Annual Report

For the Period Ending: March 31, 2022
(the "Reporting Period")

As of March 31, 2022, the number of shares outstanding of our Common Stock was:

297,661,157

As of December 31, 2021, the number of shares outstanding of our Common Stock was:

246,310,098

As of March 31, 2021, the number of shares outstanding of our Common Stock was:

203,400,141

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

¹ "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
OTC Markets Group Inc.

Yes: ☐ No: ☒

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

226 Music Group, Inc. ("TTMG") was incorporated on May 12, 2004 in the State of Texas.

On July 17, 2007, the name was changed to HearAtLast Holdings, Inc. ("the Company") and the Company was re-domiciled to become a Nevada corporation.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The company is incorporated and active in the state of Nevada.

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors since inception:

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On June 1, 2020, the Company issued 20 million common shares in exchange for all of the outstanding shares of Crystal Clear Audio at the fair market value of \$228,000. The Company wrote off this investment at March 31, 2022.

The address(es) of the issuer's principal offices:

The company has no manufacturing so they have no plant facilities.

All administration and marketing happens at 44 Greystone Crescent, Georgetown, ON Canada L7G1G9

Check box if principal executive office and principal place of business are the same address: ☒

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

None

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

2) Security Information

Trading symbol: HRAL
Exact title and class of securities outstanding: Common
CUSIP: 422217 109
Par or stated value: \$0.001

Total shares authorized: 2,000,000,000 as of date: March 31, 2022
Total shares outstanding: 297,661,157 as of date: March 31, 2022
Number of shares in the Public Float²: 257,057,671 as of date: March 31, 2022
Total number of shareholders of record: 204 as of date: March 31, 2022

All additional class(es) of publicly traded securities (if any):

Trading symbol: HRAL
Exact title and class of securities outstanding: Preferred A Voting
CUSIP: n/a
Par or stated value: \$5.00
Total shares authorized: 20,000,000 as of date: March 31, 2022
Total shares outstanding: 1,080,856 as of date: March 31, 2022

Trading symbol: HRAL
Exact title and class of securities outstanding: Preferred B Voting
CUSIP: na
Par or stated value: \$10.00
Total shares authorized: 400,000 as of date: March 31 2022
Total shares outstanding: 390,000 as of date: March 31 2022

Trading symbol: HRAL
Exact title and class of securities outstanding: Preferred C Voting
CUSIP: na
Par or stated value: \$10.00
Total shares authorized: 100,000 as of date: March 31 2022
Total shares outstanding: 60,000 as of date: March 31 2022

Transfer Agent

Name: Securities Transfer Corporation
Address: 2901 N Dallas Parkway, Suite 380, Plano, Texas, 75093
Phone: 469 633 0101
Email: johnson@stctransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.
OTC Markets Group Inc.
OTC Pink Basic Disclosure Guidelines (v3 February 2021)

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of shares outstanding as of	Opening Balances
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April 1 2020	Common	26,000,066
	Preferred	1,530,856

Date of Transaction	Transaction Type	Number of Shares	Class of Securities	Value of shares issued \$/share	Discounted?	Issued to:	Control person if issued to a corporate entity	Reason for Issuance	Restricted?
30-Mar-20	return	(25,000,000)	common	\$ 0.0001	no	return of the shares to treasury with the collapse of the acquisition talks	HRAL Control person is Matteo Sacco	asset purchase	Restricted
04-Feb-20	new issuance	7,050,000	common	\$ 0.0435	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
29-Mar-20	new issuance	1,081,000	common	\$ 0.0500	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
01-Jun-20	new issuance	18,526,885	common	\$ 0.0140	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
Jul 7 2020	new issuance	5,244,000	common	\$ 0.0053	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
Jul 17 2020	new issuance	5,199,000	common	\$ 0.0070	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
Aug 4 2020	new issuance	6,199,000	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
Aug 20 2020	new issuance	7,499,999	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
Sept 7 2020	new issuance	7,999,999	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
Sept 29 2020	new issuance	9,999,999	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
Sept 29 2020	new issuance	7,981,051	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
01-Oct-20	new issuance	5,000,000	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
01-Oct-20	new issuance	3,919,143	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
01-Jun-20	new issuance	20,000,000	common	\$ 0.0114	no	Crystal Clear Audio, 2186 Mountain Grove Avenue, Suite 227, Burlington, Ontario, L7P 4X4	Gora Ganguli	acquisition of shares	
05-Oct-20	new issuance	5,000,000	common	\$ 0.0010	no	1 Eva Road, Suite 109 Toronto, Ontario M9C 4Z5	Pete Wanner	acquisition of shares	
05-Oct-20	new issuance	5,000,000	common	\$ 0.0010	no	1 Eva Road, Suite 109 Toronto, Ontario M9C 4Z5	Matteo Sacco	acquisition of shares	
16-Oct-20	new issuance	9,999,999	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	acquisition of shares	
29-Oct-20	new issuance	10,900,000	common	\$ 0.0049	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	acquisition of shares	
12-Nov-20	new issuance	12,900,000	common	\$ 0.0046	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	acquisition of shares	
09-Dec-20	new issuance	14,400,000	common	\$ 0.0089	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	acquisition of shares	
09-Dec-20	voided	(9,999,999)	common	\$ 0.0050	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
07-Jan-21	new issuance	14,999,999	common	\$ 0.0137	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
03-Feb-21	new issuance	15,500,000	common	\$ 0.0088	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
19-Feb-21	new issuance	18,000,000	common	\$ 0.0150	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
05-May-21	new issuance	5,000,000	common	\$ 0.0047	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
05-May-21	new issuance	6,319,982	common	\$ 0.0047	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
01-Jun-21	new issuance	14,999,999	common	\$ 0.0035	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
23-Nov-21	new issuance	16,589,976	common	\$ 0.0030	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
18-Jan-22	new issuance	15,000,000	common	\$ 0.0010	no	Peter Wanner, Greystone Cres, Georgetown, ON L7G 1G9	Peter Wanner	professional services	
08-Feb-22	new issuance	21,000,000	common	\$ 0.0011	no	Ramos & Ramos, 7 Roughwood Crt, North York ON	Dominic Alessandro	debt conversion	
23-Mar-22	new issuance	15,351,059	common	\$ 0.0030	no	1 Lensmith Drive, Aurora ON L4G 6S4	Wee Meng Yap	professional services	

Shares outstanding as of	Closing Balances	
31-Mar-22	Common	297,661,157
	Preferred	1,530,856

OTC Markets Group Inc.

Use the space below to provide any additional details, including footnotes to the table above:

None

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Interest Rate	Creditor	Principal Amount	Interest Accrued (\$)	Days to accrue interest for - as at Mar 31 22	Outstanding Balance (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)	
12.00%	Pete Wanner, Georgetown, ON	95,380	60,019	1,914	155,399	2-Jan-19	50% of VMAP 20 days prior to conversion	Peter Wanner	services provided	31-Mar-22
12.00%	Ramos & Ramos Investments, Miami FL	47,058	3,544	4,594	50,602	22-Aug-11	50% of VMAP 20 days prior to conversion	Dominc Alessandro	services provided	31-Mar-22
12.00%	Matteo Sacco, Hamilton ON	608,141	382,679	1,914	990,820	2-Jan-19	50% of VMAP 20 days prior to conversion	Matteo Sacco	services and working capital	31-Mar-22
12.00%	Airam Capital, Sarnis ON	100,000	49,479	1,505	149,479	2-Jan-19	50% of VMAP 20 days prior to conversion	Aldo Rotondi	services and working capital	31-Mar-22
12.00%	Ramos & Ramos Investments, Miami FL	36,376	5,418	453	41,794	2-Jul-21	50% of VMAP 20 days prior to conversion	Dominc Alessandro	services provided	31-Mar-22
		886,955	501,139		1,388,094					

Use the space below to provide any additional details, including footnotes to the table above:

None

4) Financial Statements

A. The following financial statements were prepared in accordance with:

☒ U.S. GAAP

☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Peter Wanner

Title: CEO

Relationship to Issuer: CEO

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

HRAL Annual Financial Statements for March 31 2022

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")
Acquisition of hearing-based product manufacturers and resellers
- B. Please list any subsidiaries, parents, or affiliated companies.
HearAtLast Inc – Ontario Corporation, inactive
- C. Describe the issuers' principal products or services.
High end non-prescription hearing devices, being sold at high end retail shops

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

No premises or property currently under contract

7) Company Insiders (Officers, Directors, and Control Persons)

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	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	Note
Aldo Rotondi 854 Upper Canada Drive, Sarnia, ON N7W 1A4	Former CEO, Director	Sarnia, ON	64,000	Common	.00%	S2
Peter Wanner 44 Greystone Crescent, Georgetown, ON L7G1G9	CEO / CFO, Director	Georgetown, ON	20,000,000	Common	6.72%	
Matteo Sacco	Shareholder	Hamilton, ON	5,000,000	Common	1.68%	
Matteo Sacco	Shareholder	Hamilton, ON	223,300 60,000 238,670	Common Preferred C Preferred A	0.08% 100% 22.08%	Founder

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

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

Accountant or Auditor

Name: N/A
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: Aldo Rotondi
Firm: Airam Capital
Address 1: 55 Queens Quay, Suite 810
Address 2: Toronto, ON M5P 1J4
Phone: 800 548 0783
Email: info@airamcapital.com

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s) or consultant(s) or provided assistance or services to the issuer during the reporting period.

Name: Peter Wanner
Firm: Peter Wanner
Nature of Services: Consultant CFO
Address 1: 44 Greystone Crescent
Address 2: Georgetown, ON L7G 1G9
Phone: 416 918 6987

Email: petewanner@gmail.com

10) Issuer Certification

I, Peter Wanner certify that:

1. I have reviewed this annual March 31 2022 filing of Hear At Last Holdings Inc;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 17, 2022

/s/ Peter Wanner [CEO's Signature]

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

I, Peter Wanner certify that:

1. I have reviewed this annual March 31 2022 filing of Hear At Last Holdings Inc;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 17, 2022

/s/ Peter Wanner [CFO's Signature]

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