

OTCQB Certification

I, Carter Ward, Chief Financial Officer of Elite Pharmaceuticals, Inc. ("the Company"), certify that:

1. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (mark the box below that applies with an "X"):
 Company is registered under Section 12(g) of the Exchange Act
 Company is relying on Exchange Act Rule 12g3-2(b)
 Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
 Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
 Company is reporting under Section 15(d) of the Exchange Act.
 Company is reporting under the Alternative Reporting Company Disclosure Guidelines
 Company is reporting under Regulation A (Tier 2)
 Other (describe) _____
2. The Company is current in its reporting obligations as of the most recent fiscal year-end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.
3. The company is duly organized, validly existing and in good standing under the laws of the State of Nevada in which the Company is organized or does business.
4. The share information below is for the primary OTCQB traded security as of the latest practicable date:

Trading Symbol		ELTP
The data in this chart is as of:		June 23,, 2023
Shares Authorized	(A)	1,445,000,000
Total Shares Outstanding	(B)	1,013,915,081
Number of Restricted Shares ¹	(C)	249,415,257
Unrestricted Shares Held by Officers, Directors, 10% Control Persons & Affiliates	(D)	9,122,561
Public Float: <i>Subtract Lines C and D from Line B</i>	(E)	755,377,263
% Public Float: <i>Line E Divided by Line B (as a %)</i> ²	(F)	74.5%
Number of Beneficial Shareholders of at least 100 shares ³	(G)	111 (includes CEDE & Co. shareholders as one holder)

¹ Restricted Shares means securities that are subject to resale restrictions for any reason. Your transfer agent should be able to provide the total number of restricted securities.

² Public Float means 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 "10 percent Control Person"), or any Affiliates thereof, or any Family Members of officers, directors, and control persons. Family Member shall mean a Person's spouse, parents, children, and siblings, whether by blood, marriage or adoption, or anyone residing in such Person's home. OTCQB traded securities are required to have a freely traded public float of at least 10% of the shares outstanding unless an exemption applies.

³ Beneficial Shareholder means any person who, directly or indirectly has or shares voting power of such security or investment power, which includes the power to dispose, or to direct the disposition of, such security. OTCQB traded securities are required to have at least 50 beneficial shareholders unless an exemption applies.

5. Convertible Debt:

The following is a complete list of all promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer’s equity securities that were issued or outstanding at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification:

Check this box if there were no promissory notes, convertible notes, or other convertible debt arrangements issued or outstanding at any point during this time period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$)⁴	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 Conversion⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).⁶	Reason for Issuance (e.g., Loan, Services, etc.)

Total Outstanding Balance:

Total Shares:

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

6. The following is a complete list of any law firm(s) and attorney(s) that acted as the Company’s primary legal counsel in preparing its most recent annual report. Include the firm and attorney(s) name if outside counsel, or name and title if internal counsel. (If no attorney assisted in putting together the disclosure, identify the person(s) who prepared the disclosure and their relationship to the company.) Please also identify any other attorney, if different than the primary legal counsel, that assisted the company during the prior fiscal year on any matter including but not limited to, preparation of disclosure, press releases, consulting services, corporate action or merger assistance, etc.

Troutman Pepper
Scott R Jones
400 Berwyn Park
899 Cassatt Road
Berwyn PA 19312
610-640-7800

⁴ The Outstanding Balance is to include accrued interest.

⁵ 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.

⁶ International Reporting Companies may elect not to disclose the names of noteholders who are non-affiliates of the company. “Affiliate” is a Person that directly, or indirectly through one or more intermediaries, controls or is controlled by, or is under common control with, an officer, a director, or a shareholder beneficially owning 10 percent or more of the Company’s outstanding shares.

7. The following is a complete list of third-party providers, including firm names and addresses, and primary contact names, engaged by the Company, its officers, directors or controlling shareholders, at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this OTCQB Certification, to provide investor relations services, public relations services, marketing, brand awareness, consulting, stock promotion, or any other related services to the Company. Please describe the services provided by each third-party provider listed below. If none, please state "None".

Dianne Will,
Elite Pharmaceuticals, Inc.
165 Ludlow Ave.
Northvale NJ 07647

8. Officers, Directors and 5% Control Persons:

The following is a complete list of Officers, Directors and 5% Control Persons (control persons are beneficial owners of five percent (5%) or more of any class of the issuer's equity securities), including name, address, and number of shares owned. Preferred shares, options, warrants that can be converted into common shares within the next 60 days should be included in the shareholdings listed below. **If any of the beneficial shareholders are corporate entities, provide the name and address of the person(s) owning or controlling such corporate entities.**

Name (First, Last)	City and State (and Country if outside US)	Number of Shares Owned (list common, preferred, warrants and options separately)	Percentage of Class of Shares Owned
Nasrat Hakim, President, Chairman	c/o Elite Pharmaceuticals Inc. Northvale NJ	167,114,882 common stock, 49,701,277 common stock due and owing (not yet issued), 79,008,661 warrants, and 2,700,000 held indirectly in IRA	29.4%
Carter Ward, CFO	c/o Elite Pharmaceuticals Inc. Northvale NJ	3,345,890 common stock and 1,355,014 common stock held indirectly in IRA	**%
Douglas Plassche, SEVP, Operations	c/o Elite Pharmaceuticals Inc. Northvale NJ	1,133,932 common stock and 3,000,000 vested options	**%
Kirko Kirkov, Chief Commerical Officer	c/o Elite Pharmaceuticals, Inc. Northvale NJ	3,000,000 options	**%
Jeffrey Whitnell, Director	c/o Elite Pharmaceuticals Inc. Northvale NJ	2,639,363 common stock and 547,657 common stock due and owing	**%
Davis Caskey, Director	c/o Elite Pharmaceuticals Inc. Northvale NJ	1,501,779 common stock and 547,657 common stock due and owing	**%
Barry Dash, Director	c/o Elite Pharmaceuticals Inc. Northvale NJ	2,687,898 common stock and 547,657 common stock due and owing	**%

Use the space below to provide any additional details, including conversion terms of any class of the issuer's equity securities:

9. Certification:

Date: 09/15/2023

Name of Certifying CEO or CFO: Carter Ward

Title: CFO

Signature: /s/ Carter Ward

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