

Management Certification

The undersigned, on behalf of Creatd, Inc. ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

1. The Company publishes disclosure pursuant to the following obligation:

SEC REPORTING OBLIGATION:

- ☐ The Company has a reporting obligation under Section 13 of the Exchange Act
☐ The Company has a reporting obligation under Section 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) _____

EXEMPT FROM SEC REGISTRATION/NO SEC REPORTING OBLIGATION:

- ☐ The Company has a reporting obligation to a U.S. Bank Regulator
☒ The Company is reporting under the Alternative Reporting Standard and is otherwise exempt from registration and not required to file periodic reports with the SEC

2. The Company is current in its reporting obligation as indicated above.
3. 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: ☒

4. Indicate below whether the Company is subject to Bankruptcy or reorganization proceedings.

Yes: ☐ No: ☒

5. The Company has a Verified Company Profile on OTCMarkets.com.
6. 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.
7. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.
8. 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.
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.

Lucosky Brookman, LLP

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.

As of (latest practicable date): 04/15/2025

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)
Jeremy Frommer	CEO	Fort Lee, NJ	923,306	Common	9.09%
Jeremy Frommer	CEO	Fort Lee, NJ	642	Preferred H	16.90%
Jeremy Frommer	CEO	Fort Lee, NJ	4,200,454	Warrants	16.62%
Justin Maury	COO	Fort Lee, NJ	923,396	Common	9.09%
Justin Maury	COO	Fort Lee, NJ	754,981	Warrants	2.99%
Justin Maury	COO	Fort Lee, NJ	636	Preferred H	16.75%
Peter Majar	Independent Director	New York, NY	923,216	Common	9.09%
Peter Majar	Independent Director	New York, NY	743,718	Warrants	2.94%
Peter Majar	Independent Director	New York, NY	630	Preferred H	16.59%
SEG Opportunity Fund, LLC; Joseph Reda & Jonathan Schechter One Wolfs Lane Suite 316 Pelham, NY 10803	5% Control Person	Pelham, NY	2,268	Preferred G	17.37%
SEG Opportunity Fund, LLC; Joseph Reda & Jonathan Schechter One Wolfs Lane Suite 316 Pelham, NY 10803	5% Control Person	Pelham, NY	1,525,500	Warrants	6.73%
Gregory Castaldo	5% Control Person	Pelham, NY	901	Preferred G	6.90%
Gregory Castaldo	5% Control Person	Pelham, NY	829,369	Warrants	3.28%
Gregory Castaldo	5% Control Person	Pelham, NY	121,000	Common	1.19%

Joseph Reda	5% Control Person	Pelham, NY	898	Preferred G	6.88%
Joseph Reda	5% Control Person	Pelham, NY	870,525	Warrants	3.44%
Joseph Reda	5% Control Person	Pelham, NY	168,200	Common	1.66%
Lucosky Brookman, LLP; Joseph Lucosky & Seth Brookman 101 S Wood Ave, Iselin, NJ 08830	5% Control Person	Iselin, NJ	867	Preferred G	6.64%
Lucosky Brookman, LLP; Joseph Lucosky & Seth Brookman 101 S Wood Ave, Iselin, NJ 08830	5% Control Person	Iselin, NJ	388,889	Common	3.83%
Carmit Cohen	5% Control Person	West Hempstead, NY	767	Preferred G	5.87%
Carmit Cohen	5% Control Person	West Hempstead, NY	575,250	Warrants	2.28%
Iroquois Master Fund; Richard Abbe 2 Overhill Road, Scarsdale, New York 10583	5% Control Person	New York, NY	734	Preferred G	5.62%
Iroquois Master Fund; Richard Abbe 2 Overhill Road, Scarsdale, New York 10583	5% Control Person	New York, NY	550,500	Warrants	2.18%
Dorado Goose, LLC; Tommy Wang 170 Dorado Bch E, Dorado, PR, 00646	5% Control Person	Dorado Beach, PR	2,253	Preferred F	93.76%
Dorado Goose, LLC; Tommy Wang 170 Dorado Bch E, Dorado, PR, 00646	5% Control Person	Dorado Beach, PR	536	Preferred G	4.10%
Dorado Goose, LLC; Tommy Wang 170 Dorado Bch E, Dorado, PR, 00646	5% Control Person	Dorado Beach, PR	3,407,626	Warrants	13.48%
Dorado Goose, LLC; Tommy Wang 170 Dorado Bch E, Dorado, PR, 00646	5% Control Person	Dorado Beach, PR	13,125	Common	0.13%
Lind Global Fund II LP; Jeff Easton 444 Madison Avenue, FL 41 New York, NY 10022	5% Control Person	New York, NY	150	Preferred F	6.24%
Aya Abitbul	Affiliate	New York, NY	224	Preferred H	5.90%
Aya Abitbul	Affiliate	New York, NY	366,227	Warrants	1.45%
Aya Abitbul	Affiliate	New York, NY	457,000	Common	4.50%

Erica Wagner	5% Control Person	London, ENG	331	Preferred H	8.72%
Erica Wagner	5% Control Person	London, ENG	511,167	Warrants	2.02%
Erica Wagner	5% Control Person	London, ENG	3,389	Common	0.03%
MACK Financial Solutions; Chelsea Pullano 78 Dudley Dr, Bergenfield, NJ 07621	5% Control Person	New York NY	563	Preferred H	14.82%
MACK Financial Solutions; Chelsea Pullano 78 Dudley Dr, Bergenfield, NJ 07621	5% Control Person	New York NY	758,949	Warrants	3.00%
MACK Financial Solutions; Chelsea Pullano 78 Dudley Dr, Bergenfield, NJ 07621	5% Control Person	New York NY	457,000	Common	4.50%
Robert Tal	Affiliate	Oakhurst, NJ	632	Preferred H	16.64%
Robert Tal	Affiliate	Oakhurst, NJ	862,306	Warrants	3.41%
Robert Tal	Affiliate	Oakhurst, NJ	457,105	Common	4.50%

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

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The shares of Series H Preferred Stock have a stated value of \$100 per share and are convertible into Common Stock at the election of the holder of the Series H Preferred Stock, at any time following the Original Issue Date at a price of \$0.257 per share, subject to adjustment. Each holder of Series H Preferred Stock shall be entitled to receive, with respect to each share of Series H Preferred Stock then outstanding and held by such holder, dividends on shares of Preferred Stock equal (on an as-if-converted-to-Common-Stock basis) to and in the same form as dividends actually paid on shares of the Common Stock when, as and if such dividends are paid on shares of the Common Stock. No other dividends shall be paid on shares of Preferred Stock.

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 ¹	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
9/15/22 (Original Issue Date: July 2022)	\$150,000	\$0	March 31, 2024	\$200	65 Series F Preferred	0	Andrew Arno	Loan
9/15/22 (Original Issue Date: July 2022)	\$500,000	\$0	March 31, 2024	\$200	215 Series F Preferred	0	Anson East Master Fund LP; Amin Nathoo	Loan
9/15/22 (Original Issue Date: July 2022)	\$2,000,000	\$0	March 31, 2024	\$200	858 Series F Preferred	0	Anson Investments Master Fund LP; Amin Nathoo	Loan
9/15/22 (Original Issue Date: July 2022)	\$250,000	\$0	March 31, 2024	\$200	108 Series F Preferred	0	Brio Capital Master Fund; Shaye Hirsch	Loan
9/15/22 (Original Issue Date: July 2022)	\$500,000	\$0	March 31, 2024	\$200	215 Series F Preferred	0	Gregory Castaldo	Loan
9/15/22 (Original Issue Date: July 2022)	\$500,000	\$0	March 31, 2024	\$3.80	20,000 common shares	0	Joseph Reda	Loan

¹ 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.

9/15/22 (Original Issue Date: July 2022)	\$ 150,000	\$0	March 31, 2024	\$200	228 Series F Preferred	0	L1 Capital Global Opportunities Master Fund	Loan
12/12/22	\$250,000	\$0	4/24/2023	\$200	250 Series F Preferred	0	Dorado Goose, LLC; Tommy Wang	Loan
1/13/23	\$750,000	\$0	6/13/2023	\$200	750 Series F Preferred	0	Dorado Goose, LLC; Tommy Wang	Loan
2/1/23	\$1,250,000	\$0	6/13/2023	\$200	1,250 Series F Preferred	0	Dorado Goose, LLC; Tommy Wang	Loan
3/13/24 (Original Issue Date: 5/31/22)	\$450,000	\$594,151	9/21/2025	\$8.50	0	69,900 common shares	Lind Macro Fund; Jeff Easton	Loan
3/13/24 (Original Issue Date: 5/31/22)	\$450,000	\$594,151	9/21/2025	\$8.50	0	69,900 common shares	Lind Global Fund II; Jeff Easton	Loan
4/24/23	\$109,250	\$0	4/24/2024	\$0.78	147,071 common shares	0	1800 Diagonal Lending LLC; Curt Kramer	Loan
5/16/23	\$275,000	\$0	7/27/2024	\$1.20	231,815 common shares	0	FirstFire Global Opportunities Fund; Eli Fireman	Loan
5/24/23	\$86,250	\$0	2/28/2024	\$0	0	0	1800 Diagonal Lending LLC; Curt Kramer	Loan
6/23/23	\$86,100	\$0	12/23/23	\$5.00	0	0	Jeremy Frommer	Loan
7/27/23	\$143,000	\$0	7/27/2024	Variable	0	0	1800 Diagonal Lending LLC; Curt Kramer	Loan
9/27/23**	\$51,750	\$0	4/30/2024	\$0.78	34,838 common shares	0	1800 Diagonal Lending LLC; Curt Kramer	Loan
7/31/23**	\$261,250	\$0	4/30/24	\$1.20	275,000 common shares	0	Quick Capital, LLC; Eilon Natan	Loan

7/11/23**	\$333,333	\$0	7/11/2024	Variable, converted in tranches at different rates	497,186 common shares	0	Coventry Enterprises, LLC; Jack Bodenstein	Loan
10/31/23	\$111,111	\$0	10/31/2024	Variable, converted in tranches at different rates	86,924 common shares	0	Auctus	Loan
2/20/24	\$50,000	\$0	12/31/2024	\$750	67 Preferred G Shares	0	Dorado Goose	Loan
3/11/24	\$100,000	\$0	12/31/2024	\$750	134 Preferred G Shares	0	Dorado Goose	Loan
3/22/24	\$75,000	\$0	12/31/2024	\$750	100 Preferred G Shares	0	Dorado Goose	Loan
4/2/24	\$27,778	\$0	10/2/2024	\$750	133 Preferred G Shares	0	Gregory Castaldo	Loan
4/2/24	\$27,778	\$0	10/2/2024	\$750	38 Preferred G Shares	0	Joseph Reda	Loan
4/2/24	\$27,778	\$0	10/2/2024	\$750	38 Preferred G Shares	0	Richard Molinsky	Loan
4/2/24	\$60,556	\$101,770	4/2/2025	\$0.257	0	395,992 common shares	Unterberg Legacy LLC	Loan
4/12/24	\$50,000	\$0	12/31/2024	\$750	67 Preferred G Shares	0	Dorado Goose, LLC; Tommy Wang	Loan
11/22/24	\$30,000	\$30,000	3/22/25	\$1.00	0	30,000 common shares	Unterberg Legacy Capital, LLC; James Sattloff	Loan

Total Outstanding Balance: \$1,384,759

Total Shares Converted:

3,939 Preferred F Shares;

577 Preferred G Shares;

1,292,834 common shares

Total Shares Eligible for Conversion as of 3/20/25:

825,437

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

** These notes were formerly considered Promissory Notes. When these notes went into default, they triggered a conversion feature. We have included them in this chart as they ultimately converted into shares of common stock, even though they were originally listed in Creatd's Q3 Quarterly Report under Note 6, Promissory Notes, rather than Note 7, Convertible Notes.

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Jeremy Frommer

Title: Chief Executive Officer, Director

Date: 04/15/2025

Signature: /s/ Jeremy Frommer

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