Written Affirmations

Written Affirmation - [Company Name] - NYSE American

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Written Affirmation Information

Registered Name	Exchange	WA Year	WA Type[1]	WA Status
[Company Name]	NYSE American	—	Initial	New

Due Date

—

Notice of Non-compliance:

- ☐ Yes [2]
- ☐ No

Part I

INSTRUCTIONS: Companies listed on the Exchange must comply with the corporate governance requirements set forth in Part 8 of the NYSE American Company Guide (the "Company Guide"). Please provide the following information for each director currently serving, or who will be serving as of the day of listing, on the Company's board of directors. Please indicate whether a director serves on the Company's audit committee, compensation committee or nominating committee.

Existing Board Members

Director Name	Title at Principal Occupation	Firm/Affiliation	Board Class	Term End	Board Independent[6]	10A-3 Ind.	Compensation Ind.	Audit Committee[3]	Compensation Committee[4]	Nominating Committee[5]	Financial Literacy	Notes
No Existing Board Members Data Found.												

New Board Members

Director Name	Title at Principal Occupation	Firm/Affiliation	Board Class	Term End	Board Independent[6]	10A-3 Ind.	Compensation Ind.	Audit Committee[3]	Compensation Committee[4]	Nominating Committee[5]	Financial Literacy	Delete
No New Board Members Data Found.												

Create New Member

Part II

INSTRUCTIONS: Please check only one box that best describes the Company:

- ☐ Lists common equity securities on the NYSE American and does not fit any of the other categories listed below
- ☐ Qualifies as a controlled company
- ☐ Is a limited partnership
- ☐ Is in bankruptcy
- ☐ Is a smaller reporting company

Part III

INSTRUCTIONS: In response to each item below, please check the box beside the single affirmation that is most applicable to the Company. Please note that, depending on the affirmation made, an item may require the Company to provide additional information or a link to the applicable document referenced therein. Please also note that specific types of entities may avail themselves of exemptions to, or transition periods for, compliance with certain of the requirements. If the Company is availing itself of any of these exemptions or transition periods, it should select the corresponding affirmation for the applicable item.

TEMPLATE

Item 1. Director Independence: Sections 802(a) and 803A of the Company Guide

- ☐ I hereby certify that the Company's board of directors is comprised of a majority of independent directors as required by Section 802(a) and defined in Section 803A of the Company Guide.
- ☐ **For smaller reporting companies only:** I hereby certify that the Company qualifies as a smaller reporting company under Rule 12b-2 of the Exchange Act and its board of directors is comprised of at least 50% independent directors as required by Section 802(a) and defined in Section 803A of the Company Guide.
- ☐ **For companies relying on the transition period provided for in Section 809 of the Company Guide:** I hereby certify that the Company is entitled to rely, and is relying, on the one year transition period provided for in Section 809 of the Company Guide. I further hereby certify that the Company's board of directors will be comprised of a majority of independent directors as required by Section 802(a) and defined in Section 803A of the Company Guide (or 50% independent in the case of a smaller reporting company as required by Section 801(h) of the Company Guide) by the end of the one year transition period.
- ☐ **For limited partnerships, controlled companies, and companies that are in bankruptcy only:** I hereby certify that the Company is exempt from this requirement.
- ☐ The Company is unable to make one of the affirmations set forth in this Item 1 and is therefore non-compliant for the following reason:

Item 2. Board of Directors Meetings / Executive Sessions: Section 802(c) of the Company Guide

- ☐ I hereby certify that the Company's Board of Directors meets (or will meet, in the case of an Initial Affirmation) on at least a quarterly basis. I further hereby certify that the independent directors have, or will have (in the case of an Initial Affirmation), regularly scheduled meetings as often as necessary to fulfill their responsibilities, including at least annually in executive session without the presence of non-independent directors and management as required by Section 802(c) of the Company Guide.
- ☐ The Company is unable to make one of the affirmations set forth in this Item 2 and is therefore non-compliant for the following reason:

Item 3. Nominating Committee: Section 804 of the Company Guide

- ☐ I hereby certify that board of director nominations are selected, or recommended for the board's selection, by either a nominating committee comprised solely of independent directors or by a majority of the independent directors in conformity with Section 804(a) of the Company Guide and that the Company has adopted a formal written charter or board resolution, as applicable, addressing the nominations process and such related matters as may be required under the federal securities laws.
- ☐ **For companies relying on the transition period provided for in Section 809 of the Company Guide:** I hereby certify that the Company is entitled to rely, and is relying, on the transition period provided for in Section 809 of the Company Guide and that the Company will be in full compliance at the end of the transition period. I further hereby certify that the Company's nominating committee (or board of directors) has a written charter or board resolution that meets the requirements of Section 804 of the Company Guide.
- ☐ **For companies relying on the exception provided for in Section 804(b) of the Company Guide:** I hereby certify that board of director nominations are selected, or recommended for the board's selection, by either a nominating committee comprised solely of independent directors or by a majority of the independent directors in conformity with Section 804(a) of the Company Guide and that the Company has adopted a formal written charter or board resolution, as applicable, addressing the nominations process and such related matters as may be required under the federal securities laws. I further hereby certify that the Company is entitled to rely, and is relying, on the exception provided for in Section 804(b) of the Company Guide and the board has made, or will make, the requisite disclosures of its reliance on the exception provided for in Section 804(b) of the Company Guide.
- ☐ **For limited partnerships, controlled companies, and companies that are in bankruptcy only:** I hereby certify that the Company is exempt from this requirement.
- ☐ The Company is unable to make one of the affirmations set forth in this Item 3 and is therefore non-compliant for the following reason:

TEMPLATE

Item 4. Compensation Committee: Section 805 of the Company Guide

- ☐ I hereby certify that the compensation of the Company's officers is determined, or recommended to the board for determination, either by a compensation committee comprised of independent directors or by a majority of the independent directors on its board of directors in conformity with Section 805(a) of the Company Guide. I further hereby certify that the board has affirmatively determined that all of the members of the compensation committee or, in the case of a company that does not have a compensation committee, all of the independent directors, are independent under Section 805(c)(1) of the Company Guide.
- ☐ **For smaller reporting companies only:** I hereby certify that the compensation of the Company's officers is determined, or recommended to the board for determination, either by a compensation committee comprised of independent directors or by a majority of the independent directors on its board of directors in conformity with Section 805(a) of the Company Guide. I further hereby certify that the Company qualifies as a smaller reporting company under Rule 12b-2 of the Exchange Act and is therefore exempt from compliance with the independence requirements set forth in Sections 805(c)(1) and 805(c)(4) of the Company Guide.
- ☐ **For smaller reporting companies relying on the exception provided for in Section 805(b) of the Company Guide:** I hereby certify that the compensation of the Company's officers is determined, or recommended to the board for determination, either by a compensation committee comprised of independent directors or by a majority of the independent directors on its board of directors in conformity with Section 805(a) of the Company Guide, subject to the exception provided for in Section 805(b) of the Company Guide. I further hereby certify that the Company is entitled to rely, and is relying, on the exception provided for in Section 805(b) of the Company Guide and that the board has made, or will make, the requisite disclosures of its reliance on the exception provided for in Section 805(b) of the Company Guide.
- ☐ **For companies relying on the transition period provided for in Section 809 of the Company Guide:** I hereby certify that the Company is entitled to rely, and is relying, on the transition period provided for in Section 809 of the Company Guide and that the Company will be in full compliance at the end of the transition period.
- ☐ **For limited partnerships, controlled companies, and companies that are in bankruptcy only:** I hereby certify that the Company is exempt from this requirement.
- ☐ The Company is unable to make one of the affirmations set forth in this Item 4 and is therefore non-compliant for the following reason:

Item 5. Audit Committee: Section 803B of the Company Guide

- ☐ I hereby certify that (i) the Company has an audit committee of at least three members, each of whom satisfies the independence standards specified in Section 803A and Rule 10A-3 of the Exchange Act (or is exempt therefrom) in conformity with Section 803B of the Company Guide and (ii) such audit committee has a written charter that meets the requirements of Section 803B(1) of the Company Guide. I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is "financially sophisticated" as described in Section 803B(2)(iii) of the Company Guide, (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.
- ☐ **For smaller reporting companies only:** I hereby certify that (i) the Company has an audit committee of at least two members, each of whom satisfies the independence standards specified in Section 803A and Rule 10A-3 of the Exchange Act (or is exempt therefrom) in conformity with Section 803B of the Company Guide and (ii) such audit committee has a written charter that meets the requirements of Section 803B(1) of the Company Guide. I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is "financially sophisticated" as described in Section 803B(2)(iii) of the Company Guide, (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.
- ☐ **For companies that are relying on the exception provided for in Section 803B(2)(b) of the Company Guide (not available to those that are smaller reporting companies):** I hereby certify that the Company has an audit committee of at least three members, each of whom satisfies the independence standards specified in Section 803A and Rule 10A-3 of the Exchange Act (or is exempt from) in conformity with Section 803B of the Company Guide, subject to the exception provided for in Section 803B(2)(b) of the Company Guide The Company's audit committee has a written charter that meets the requirements of Section 803B(1) of the Company Guide. The board has made, or will make, the requisite disclosures of its reliance on the exception provided for in Section 803B(2)(b). I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is "financially sophisticated" as described in Section 803B(2)(iii) of the Company Guide, (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.
- ☐ **For companies relying on the transition period provided for in Section 809 of the Company Guide:** I hereby certify that the Company is entitled to rely, and is relying, on the transition period provided for in Section 809 of the Company Guide and that the Company will be in full compliance by the end of the transition period. I further hereby certify that the audit committee has a written charter that meets the requirements of Section 803B(1) of the Company Guide. I further hereby certify that (i) each member of the audit committee is able to read and understand fundamental financial statements, (ii) at least one member of the audit committee is "financially sophisticated" as described in Section 803B(2)(iii) of the Company Guide, (iii) no audit committee member has participated in the preparation of the financial statements of the Company or any current subsidiary thereof within the past three years, and (iv) the audit committee meets on at least a quarterly basis.
- ☐ The Company is unable to make one of the affirmations set forth in this Item 5 and is therefore non-compliant for the following reason:

TEMPLATE

Item 6. Audit Committee Exemption: Section 803B of the Company Guide for Rule 10A-3 of the Exchange Act

☐ I hereby certify that the Company is relying on an individual or company exemption under Rule 10A-3(b)(1) in Item 5, above. Please identify and briefly describe the basis for such exemption below.

Item 7. Code of Conduct and Ethics: Section 807 of the Company Guide

☐ I hereby certify that the Company has adopted a code of conduct and ethics that complies with Section 807 of the Company Guide.

☐ The Company is unable to make one of the affirmations set forth in this Item 7 and is therefore non-compliant for the following reason:

Item 8. Other Non-Compliance: Part 8 of the Company Guide

☐ Apart from any non-compliance specific to the preceding sections, the Company is non-compliant with Part 8 of the Company Guide for the following reason:

Part IV

1. Companies that are submitting an Initial Affirmation must be compliant in all areas, subject to applicable transition periods.
2. If this document is serving as a non-compliance notification to the Exchange it must be executed by the Company's CEO.
3. Serves on the Audit Committee
4. Serves on the Compensation Committee
5. Serves on the Nominating/Corporate Governance Committee
6. NYSE American Section 803A Independent

Authorized Company Officer Signature

I am an authorized officer at the Company and have the legal authority to provide the information and make the affirmations contained herein. I hereby certify that all information contained herein is true and correct to the best of my knowledge as of the date hereof.

By (name)	Title	Submitted Date
		—

Written Affirmation Record History

Created By	Created At	Updated By	Updated At
Listing Manager	2026-07-01 - 3:46 PM	Listing Manager	2026-07-01 - 3:46 PM

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