

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

# **HQ Global Education, Inc.**

a Delaware Corporation 333 City Blvd W., Suite 1700 Orange, CA 92868 949-587-5155 dani@HQGEInc.com www.hggeinc.com

SIC: 7812

**Quarterly Report** For the Period Ending: September 30, 2021 (the "Reporting Period")

As of September 30, 2021,	the number of shares outstanding of our Common Stock was: 7,739,922,441
As of <u>June 30, 2021</u> , the nu	umber of shares outstanding of our Common Stock was: 8,289,922,441
As of <u>December 31, 2020</u> ,	the number of shares outstanding of our Common Stock was: 8,519,922,441
-	ether the company is a shell company (as defined in Rule 405 of the Securities Act the Exchange Act of 1934):
Yes: ☐	No: ☑ (Double-click and select "Default Value" to check)
Indicate by check mark who	ether the company's shell status has changed since the previous reporting period:
Yes:	No: 🖂
Indicate by check mark who	ether a Change in Control <sup>1</sup> of the company has occurred over this reporting period:
Yes: ☐	No: ⊠
rol" shall mean any events resulting in:	

OTC Markets Group, Inc. OTC Pink Disclosure Guidelines (v3.1 June 24, 2021)

<sup>1 &</sup>quot;Change in Cont

<sup>(</sup>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;

<sup>(</sup>ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

<sup>(</sup>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

<sup>(</sup>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.

## 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.

HQ Global Education, Inc. (Formerly Green Star Mining Corp. On February 24, 2010 we changed our name to HQ Global Education, Inc.) Our address is 333 City Blvd. W, Suite 1700, Orange, CA 92868.

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 was incorporated in the State of Delaware on January 22, 2008 with the name Green Star Mining Corp. On February 24, 2010 we changed our name to HQ Global Education, Inc. The Company is currently in Active standing with the State of Delaware.

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

#### N/A

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

<u>During the quarter ended June 30, 2020, the Company acquired all of the issued and outstanding capital stock of Big M</u> Entertainment Pictures, Inc., a California corporation, which became a wholly owned subsidiary of the Company.

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

333 City Blvd. W., Suite 1700, Orange, CA 92868.

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

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

Has the issuer or any of its predeces	sors been in bankruptcy, r	eceivership, or any sim	ilar proceeding in	the past five years?
· · · · · · · · · · · · · · · · · · ·	,, .			p j

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:

## N/A

## 2) Security Information

Trading Symbol: HQGE

Exact title and class of securities outstanding: COMMON

CUSIP: 40431B100 Par or Stated Value: .001

Total shares authorized: 10,000,000,000 as of: <u>9/30/21</u>

Total shares in the Public Float: 3,741,633,000 as of: 9/30/21 Total number of shareholders: 104 as of: 9/30/21

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

N/A

OTC Markets Group, Inc.

OTC Pink Disclosure Guidelines (v3.1 June 24, 2021)

	Transfer Ag Name: Phone: Email: Address 1: Address 2: Address 3:	S 9 ja 1, S	ignature Sto 72-612-4120 ison@signat 4673 Midway uite 220 ddison, TX 7	) urestockt y Road		com				
		_	ent registere	ed under t	the Exch	ange Ad	ot?* Yes: ⊠ N	lo: 🗌		
(	Check this b	oox to	e Number o indicate ther ny subseque	e were n	o c <u>ha</u> nge		number of outstanding sha	ares within the p	ast two comp	oleted
	Number of Shares outstanding as of		Opening							
	01/01/19		Balance:							
			Common:							
			27,922,441							
		'	Preferred							
			Series: A:							
		·	40,000,000 B:							
			-0-		Value	Were		T		
	Date of Transaction	Тур	e # Shares	Class	share at time of issuance		Issued to (Name of	Reason for Issuance	Restricted or unrestricted at time of this filing?	Exemp tion or Registr ation Type?
	2/27/19	New	2,000,000	Common	\$0.005	Yes	INTERNATIONAL STOCK GROUP INC (Adrian Ibrom)	Debt Conversion	Unrestricted	4(a)(1)
	5/28/19	New	10,000,000	Common	\$0.00005	Yes	INTERNATIONAL STOCK GROUP INC (Adrian Ibrom)	Debt Conversion	Unrestricted	4(a)(1)
	6/11/19	New	10,000,000	Common	\$0.00005	Yes	INTERNATIONAL STOCK GROUP INC (Adrian Ibrom)	Debt Conversion	Unrestricted	4(a)(1)
	6/19.19	New	4,900,000,000	Common	\$0.001	Yes	OLIVER TOTH	Acquisition of Hempsessions	Restricted	4(a)(2)
	7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)

Intermarket Associates LLC

Intermarket Associates LLC

(Charlie Abujudeh)

(Charlie Abujudeh)

**Debt Conversion** 

**Debt Conversion** 

Unrestricted

Unrestricted

4(a)(1)

4(a)(1)

OTC Markets Group, Inc.

New

New

7/4/19

7/4/19

OTC Pink Disclosure Guidelines (v3.1 June 24, 2021)

25,000,000

25,000,000

\$0.00005

\$0.00005

Common

Common

Yes

Yes

7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC ( Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC ( Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh )	Debt Conversion	Unrestricted	4(a)(1)

7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/4/19	New	25,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
7/18/19	New	10,000,000	Common	\$0.00005	Yes	International Stock Group, Inc. (Adrian Ibrom)	Debt Conversion	Unrestricted	4(a)(1)
8/01/19	New	25,000,000	Common	\$0.00005	Yes	International Stock Group, Inc. (Adrian Ibrom)	Debt Conversion	Unrestricted	4(a)(1)
8/01/19	New	25,000,000	Common	\$0.00005	Yes	International Stock Group, Inc. (Adrian Ibrom)	Debt Conversion	Unrestricted	4(a)(1)
8/01/19	New	10,000,000	Common	\$0.00005	Yes	International Stock Group, Inc. (Adrian Ibrom)	Debt Conversion	Unrestricted	4(a)(1)
8/28/19	New	25,000,000	Common	\$0.001	Yes	Ronald Touchard	Consulting Agreement	Restricted	4(a)(2)
8/28/19	New	25,000,000	Common	\$0.001	Yes	Ronald Touchard	Consulting Agreement	Restricted	4(a)(2)
8/28/19	New	25,000,000	Common	\$0.001	Yes	Ronald Touchard Consulting Agreement		Restricted	4(a)(2)
8/28/19	New	25,000,000	Common	\$0.001	Yes	Ronald Touchard Consulting Agreement		Restricted	4(a)(2)
10/17/19	New	400,000,000	Common	\$0.00005	Yes	DDA, Inc.  James Wegelin  Debt Conversion		Unrestricted	4(a)(1)
4/24/20	New	600,000,000	Common	\$0.00005	Yes	OC Sparkle, Inc. (Abraham Abru)	Debt Conversion	Unrestricted	4(a)(1)
4/30/20	New	400,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
9/04/20	New	600,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
11/13/20	New	400,000,000	Common	\$0.00005	Yes	Mark Borden	Debt Conversion	Unrestricted	4(a)(1)
11/13/20	New	400,000,000	Common	\$0.00005	Yes	Intermarket Associates LLC (Charlie Abujudeh)	Debt Conversion	Unrestricted	4(a)(1)
3/31/21	Can- celled	550,000,000	Common	n/a	n/a	Marvin Williams	n/a	restricted	n/a
3/31/21	New	70,000,000	Preferred Series B	\$0.001	n/a	Marvin Williams	Acquisition	Restricted	4(a)(2)
6/20/21	New	320,000,000	Common	\$0.00005	Yes	Ronald Touchard	Debt Conversion	Unrestricted	4(a)(1)
7/0`/2`	Can- celled	550,000,000	Common	n/a	n/a	Marvin Williams	n/a	restricted	n/a

Shares Outstanding on:	Ending Balance:
9/30/21	Common: 7,739,922,441
	Preferred: A: 40,000,000
	B: <u>70,000,000</u>

## B. Debt Securities, Including Promissory and Convertible Notes

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

Date	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest accrued (\$)	Maturity Date	Conversion Terms	Name of Note holder	Reason for Issuance
8/10/15	15,000	175,000	-0-	Demand	Convert at a Common Stock price of \$0.00005 per share	Common Stock price of \$0.00005 (Charlie Abujudeh)	
12/31/19	36,000	36,000	-0-	Demand	Convert at a Common Stock price of \$0.00005 per share	Intermarket Associates, Inc. (Charlie Abujudeh)	Loan
2/28/20	4,600	4,600	-0-	Demand	Convert at a Common Stock price of \$0.00005 per share	Intermarket Associates, Inc. (Charlie Abujudeh)	Loan
9/30/20	84,125	84,125	-0-	Demand	n/a	M.J. Brown	Loan
9/30/20	3,100	3,100	-0-	Demand	Convert at a Common Stock price of \$0.00005 per share	Intermarket Associates, Inc. (Charlie Abujudeh)	Loan - See note (1) below
12/31/20	5,185	5,185	-0-	Demand	Convert at a Common Stock price of \$0.00005 per share	Ronald Touchard	Loan – See note (2) below
2/15/21	2,940	2,940	-0-	Demand	Convert at a Common Stock price of \$0.00005 per share	Intermarket Associates, Inc. (Charlie Abujudeh)	Loan
5/14/21	25,000	25,000	-0-	12/31/21	50% discount to market price – average of lowest closing bid for 3 trading days prior to conversion	Venture Explorer LLC (Todd Violette, Managing Member)	Loan
6/30/21	4,700	4,700	-0-	Demand	Convert at a Common Stock price of \$0.00005 per share	Ronald Touchard	Loan – See note (3) below

- (1) Total of several loans made through 9/30/20.
- (2) Total of several loans made through 12/31/20.
- (3) Total of several loans made through 6/30/21.

OTC Markets Group, Inc.

OTC Pink Disclosure Guidelines (v3.1 June 24, 2021)

<sup>\*</sup> Issuances labeled "Restricted" contain a legend stating that the shares have not been registered and are therefore restricted under the Securities Act.

### 4) Financial Statements

A. The following financial statements were prepared in accordance with

<u>x</u> U.S. GAAP \_\_\_ IFRS

B. The following statements for this reporting period were prepared by:

Name: Adam Weiss
Title: Managing Director

Weiss Consulting Group, Inc.

Relationship to Issuer: None

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.

- C. Balance Sheet;
- D. Statement of income:
- E. Statement of Cash Flows;
- F. Statement of Changes in Shareholders' Equity
- G. Financial notes; and
- H. Audit letter, if audited

The unaudited financial statements in the Quarterly Report for the three months ended September 30, 2021, are being posted to OTCIQ contemporaneously herewith and are hereby incorporated herein.

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

A. During the reporting period ending June 30, 2020, the Company announced that it had acquired Big M Entertainment Pictures, Inc., a California corporation, and that Big M Entertainment Pictures, Inc. is now a wholly owned subsidiary of the Company.

Big M Entertainment is a full-service film and TV production company located in the heart of Los Angeles. The company was founded by Marvin Williams, who brings with him more than fifteen years' experience working with music, film, and TV projects covering a wide range of budgets and scope. Headed by Mr. Williams and a seasoned team of Hollywood veterans, Big M Entertainment is able to draw on its broad and talented base of writers, producers, directors, editors and technicians to provide complete services and assistance at every phase of film and TV content creation, including concept development, writing, editing, cinematography, visual effects, and post-production. The company is also an industry pioneer in the fast-growing fields of online content and micro-budget film creation and is currently engaged in a number of projects being created specifically for concurrent or integrated release both in theaters and for home viewing or on personal devices.

The Company also clarified its relationship with Oliver Toth/Hempsession, stating that, although the former relationship was terminated by mutual agreement of the parties, Mr. Toth continues to be associated with HQ Global Education, Inc. as a highly valued consultant. The 4.9 billion shares of Company common stock previously issued to Mr. Toth are being reissued in the name of Marvin Williams as a part of the consideration paid for the acquisition of Big M Entertainment. In addition, the Company will issue 70,000,000 restricted shares of Company Series B Preferred Stock as additional consideration for the acquisition of Big M Entertainment Pictures, Inc. During the quarter ended September 30, 2021, Mr. Williams, our President, made the determination to cancel 550,000,000 shares of common stock owned by him and return those shares to treasury stock.

B. As of the date of this Disclosure Statement Big M Entertainment Pictures, Inc. is a wholly owned subsidiary of the OTC Markets Group, Inc.

OTC Pink Disclosure Guidelines (v3.1 June 24, 2021)

Company.

C. (See A above).

## 6) Issuer's Facilities

HQ Global Education, Inc. currently operates out of leased office space in a corporate office facility and will do so until such time that the Company needs its own facilities. Its monthly rental is \$199.00. Other facilities are provided by the Company's President.

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

Names of Officers, Directors, and Control Persons.

Using the tabular format below, please provide information, as of the period end of this report, regarding any person or entity owning 5% of 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 and State) of an individual representing the corporation or entity in the note section. As of September 30, 2021:

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Daniel Gallardo Wagner	CEO, CFO and Director	Marbella, Spain	40,000,000	Preferred Series A	100%	Super Voting Stock – See Note 1 below
Marvin Williams	President	Los Angeles, CA	3,800,000,000	Common	49.1%	
			70,000,000	Preferred Series B	99.6%	Control Block Stock – See Note 2 below

(1)This super voting preferred stock controls approximately 48% of all voting shares of the Company (200 votes per share). (2) Mr. Williams is the beneficial owner of these shares. This super voting preferred stock controls approximately 42% of all voting shares of the Company (10 votes per share).

#### 8) Legal/Disciplinary History

- A. Please identify whether any of the foregoing persons have, in the last 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); NO
  - 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; NO
  - 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,

OTC Markets Group, Inc.

OTC Pink Disclosure Guidelines (v3.1 June 24, 2021)

or vacated; NO

- 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. NO
- 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.

N/A

## 9) Third Party Providers

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Securities Counsel: None

Accountant or Auditor: None

**Investor Relations:** None

## Other Service Providers:

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

<u>None</u>

#### 8) Issuer Certification

Principal Executive Officer

- I, Daniel Gallardo Wagner, certify that:
  - 1. I have reviewed this Quarterly Disclosure Statement of HQ Global Education, Inc. for the period ended September 30, 2021;
  - 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.

#### 11/22 /21

/s/ Daniel Gallardo Wagner Chief Executive Officer

Principal Financial Officer

- I, Daniel Gallardo Wagner, certify that:
  - 1. I have reviewed this Quarterly Disclosure Statement of HQ Global Education, Inc. for the period ended September 30, 2021;
  - 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.

## 11/22//21

/s/ Daniel Gallardo Wagner Principal Financial Officer