

DISCLOSURE STATEMENT

XTRA ENERGY CORPORATION
A Wyoming Corporation

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Introduction

We are providing this disclosure statement, in order to remove our designation as a Shell Company. The SEC describes a Shell Company as: “defined in Rule 405 under the Securities Act and Rule 12b-2 under the Exchange Act, a company (other than an issuer of asset-backed securities) with no or nominal operations that has any one of the following: No or nominal assets. Assets consisting solely of cash and cash equivalents.”

To date we have acquired a significant block of mining claims, we have a specific business plan (exploration plan) and have implemented our exploration program and is ongoing. We also have secured funding for our exploration plan and have spent in excess of \$40,000 to date on our mining claims and in excess of \$60,000 on Company related expenses in the last 60 days.

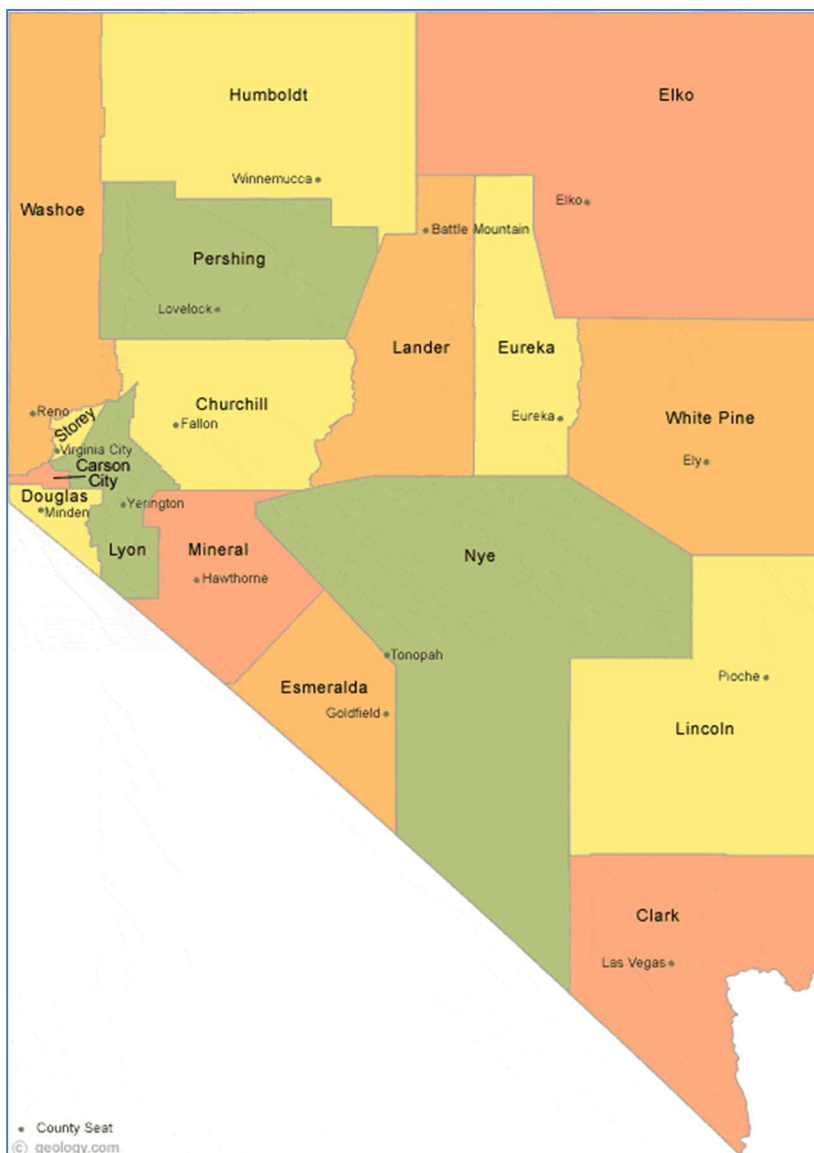
Our Business

We are incorporated in the State of Wyoming and in good standing. Our website is, <http://americanantimony.com> or <http://xtraenergy.com>. We are in the business of mineral exploration and mining. On May 25, 2022, we entered into a Service Agreement with Red Beryl Mining Inc. and Strategic Stibium Mining LLC (**See Exhibit A**). The transaction closed on September 21, 2022. The consideration that was paid was 20,000,000 (twenty million) shares of Common Stock of Xtra Energy Corporation. The Company initially acquired 825 acres comprising of 40 claims respectively. The Company has also acquired an additional 495 acres or 24 claims, bringing our total claims to 64 covering an area of 1,320 acres or 2.07 square miles. (**See Claim Map Below**). The mineral, the Company is targeting and exploring for is Antimony, which is an industrial semi-metal used in the manufacturing of batteries and semi-conductors, fire retardants, paints, enamels. It should be noted that there are five (5) past producing mines on the Company’s claims. We have completed our first phase of a multi-phase exploration program and have progressed our exploration activities to our second phase, in preparation for reverse circulation drilling. Further exploration is warranted and required before a final evaluation as to the ore reserves, economic and legal feasibility of our mining claims can be determined. Once we complete our current exploration program and it is successful in identifying a significant antimony ore body, we will have to spend substantial additional funds on further drilling and engineering studies before we will know if we have a commercially viable mineral deposit or reserve.

Mac Shahsavar, our chairman and a member of the Board of Directors and a Professional Engineer has visited the property, we will rely on the engineering expertise of Mr. Shahsavar and our consulting geologist and other industry professionals to assist in the exploration and development of the American Antimony prospect.

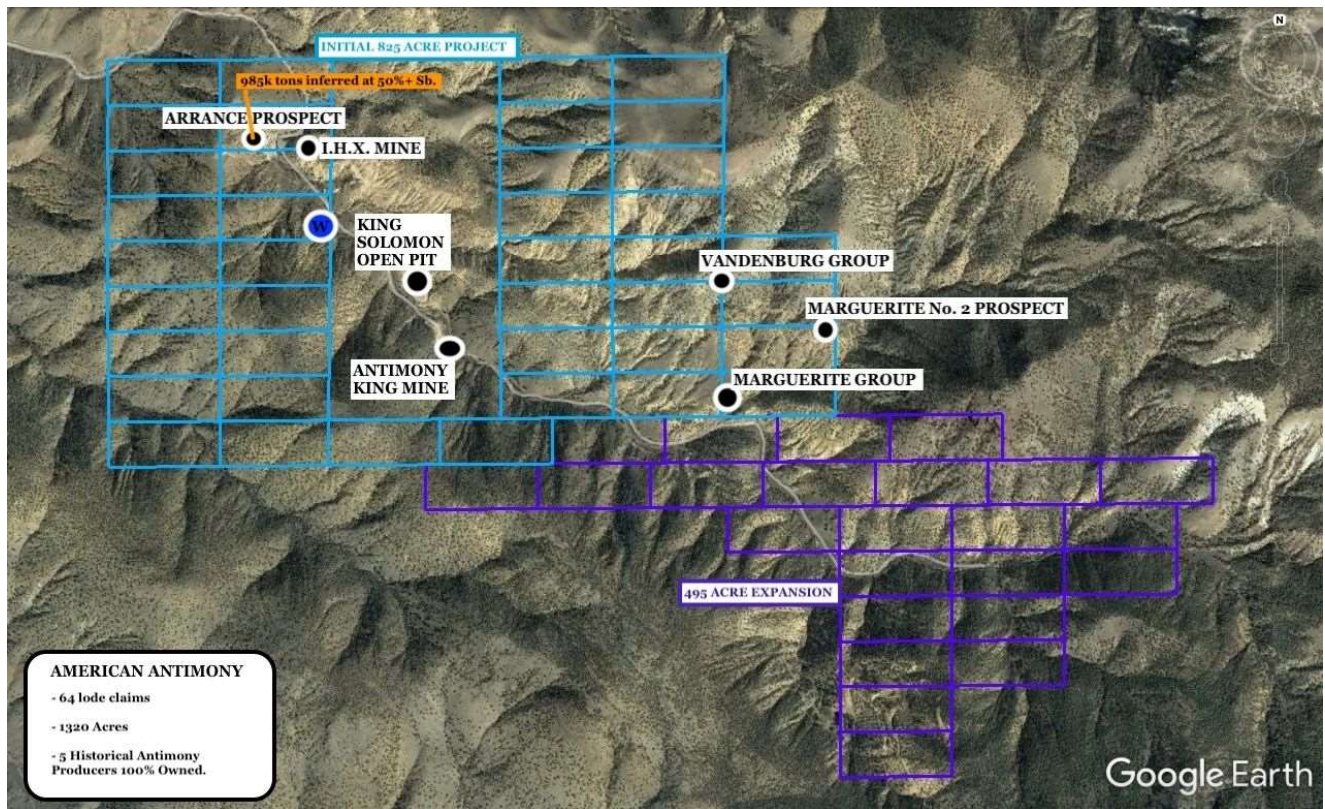
Location and Access to Our Mining Claims

The American Antimony prospect is located in Bernice Canyon, Churchill County, Bernice Mining District approximately 70km/42 miles northeast of Fallon Nevada and has GPS coordinates of 39° 45' 46" North, 117° 47' 16" West, in the north central portion of Churchill County and has an elevation of 1,337 meters or 4,386 feet above sea level. The claims may be accessed by Federal Highway (paved), to a County Road to BLM road (2-lane, dirt), with the last 1.75 miles (single lane dirt/gravel) to the beginning of the canyon where the claims are, is fairly rough and recommend 4-wheel drive. Even though the terrain is semi-arid the claims may not be accessible all year round. There may be periods where our claims may be un-accessible each year due to snow in the area. This means that our exploration activities could be limited to a period of about nine months to eleven months per year.



Mining Claim Description

The American Antimony Prospect mining claims are unencumbered and in good standing with the BLM (Bureau of Land Management) and with Churchill County. There are no third-party conditions which affect the claims other than conditions defined by the State of Nevada as, to permitting, and environmental reclamation. The claims cover an area of 1,320 acres or 2.07 Square miles. There is no insurance covering the claims. We believe that no insurance is necessary since the claims are unimproved and contain no buildings or improvements and contains no infrastructure on the claims. The claim numbers, registered owner number, expiry date, number of units, and work requirement are typically recorded with the State of Nevada. Below is the claim map of the American Antimony Prospect.



Conditions to Retain Title the Mining Claim

In order to retain title to the mining claims, we are required to renew the claims on an annual basis with the BLM and Churchill County in the amount totaling approximately \$23,000 by September 1, 2023. There are no other requirements to retain title to the American Antimony Prospect.

Geology of the Mining Claims

Jungo Terrane - Turbiditic, fine-grained, terrigenous clastic rocks

Age: Mesozoic (163.5 - 227 Ma)

Stratigraphic Name: Grass Valley Formation; Happy Creek Volcanic Complex; Osobb Formation; Winnemucca Formation; Raspberry Formation

Description: The Jungo terrane, also called the Lovelock assemblage or Fencemaker allochthon (Oldow, Satterfield, and Silberling, 1993), consists of complexly deformed, thick basinal, turbiditic, fine-grained, terrigenous clastic rocks, mainly Norian, but also as young as Pliensbachian (Late Triassic and Early Jurassic) age. It crops out in southern Washoe, Churchill, Humboldt, and Pershing Counties. These rocks represent the basinal facies component of the Auld Lang Syne Group (Burke and Silberling, 1973; Lupe and Silberling, 1985). The Jungo terrane has no known basement and is structurally detached from coeval shelf facies (Silberling, Jones, and others, 1992). It is locally overlain unconformably by Middle or Upper Jurassic peritidal sedimentary rocks (Jcg) intruded by a gabbroic igneous assemblage (Silberling, 1991). Rocks included with the Jungo terrane were originally mapped as the Grass Valley Formation of the Auld Lang Syne Group in Humboldt and Pershing Counties; some rocks were mapped as the Happy Creek Volcanic “series” (now the Happy Creek Volcanic Complex) in Humboldt County, the Nightingale sequence in southern Washoe County, the Osobb Formation of the Auld Lang Syne Group in Churchill County, and the Winnemucca and Raspberry Formations of the Auld Lang Syne Group (Compton, 1960) in the Santa Rosa Range in Humboldt County.

Comments: Original map source: Crafford, A.E.J., 2007, Geologic Map of Nevada: U.S. Geological Survey Data Series 249, 1 CD-ROM, 46 p., 1 plate; Scale 1:250,000.

Lithology: Major: {siliciclastic}

Reference: Horton, J.D., C.A. San Juan, and D.B. Stoesser. The State Geologic Map Compilation (SGMC) geodatabase of the conterminous United States. doi: 10.3133/ds1052. U.S. Geological Survey Data Series 1052. [133]

What is Antimony?

Appearance

Antimony is a semi-metal. In its metallic form it is silvery, hard and brittle.

Uses

Antimony is used in the electronics industry to make some semiconductor devices, such as infrared detectors and diodes. It is alloyed with lead or other metals to improve their hardness and strength.

A lead-antimony alloy is used in batteries. Other uses of antimony alloys include type metal (in printing presses), bullets and cable sheathing. Antimony compounds are used to make flame-retardant materials, paints, enamels, glass and pottery.

Biological Role

Antimony and many of its compounds are toxic.

Natural abundance

Antimony is not an abundant element but is found in small quantities in over 100 mineral species. It is most often found as antimony (III) sulfide. It is extracted by roasting the antimony (III) sulfide to the oxide, and then reducing with carbon. Antimony can also be found as the native metal.

China produces 88% of the world's antimony. Other producers are Bolivia, Russia and Tajikistan.

Historical Uses

Antimony and its compounds were known to the ancients and there is a 5,000-year-old antimony vase in the Louvre in Paris. Antimony sulfide (Sb_2S_3) is mentioned in an Egyptian papyrus of the 16th century BC. The black form of this pigment, which occurs naturally as the mineral stibnite, was used as mascara and known as *khol*. The most famous user was the temptress Jezebel whose exploits are recorded in the *Bible*. The Ancient Egyptians used antimony sulfide as a mascara.

Another pigment known to the Chaldean civilization, which flourished in what is now southern Iraq in the 6th and 7th centuries BC, was yellow lead antimonite. This was found in the glaze of ornamental bricks at Babylon and date from the time of Nebuchadnezzar (604–561 BC).

Antimony became widely used in Medieval times, mainly to harden lead for type, although some was taken medicinally as a laxative pill which could be reclaimed and re-used.

Plan of Operation

Exploration Plan

Our plan of operation for the foreseeable future is to complete the following objectives within the time periods specified, for the continued exploration of our mining claims. We have completed Phase 1 of our exploration program and have commenced Phase II of our exploration program and anticipate completion of Phase II in early 2023. We plan commence Phase III immediately after the completion of Phase II and is contingent on the availability of a drilling crew, with Phase IV anticipated to commence in the late spring or early summer of 2023 and again is contingent upon the availability of a drilling crew.

The next anniversary date of our mining claims is September 1, 2023. In order to keep the claims in good standing we must perform and register exploration work with the State of Nevada and pay the sum of approximately \$23,000 to the Bureau of Land Management (BLM) and Churchill County Nevada on our mining claims as recommended by our consulting Geologist. The results obtained during the Phase 1 exploration program are being assembled, interpreted and we will review the results.

With respect to our Phase Two program, our consulting geologist has indicated that we should budget approximately \$93,500 for our Phase Two program. Our Phase two program has commenced. We will repair and build roads as needed to give easy access to the property, apply for the necessary permits, then a field crew will mobilize onto our claims, survey the claims and perform mapping and sampling (both soil and rock) mark our preliminary drill targets and then demobilize from the area.

In the case of our Phase Two program, the results obtained from sampling during the Phase Two program will be assembled, interpreted and we will review the results of the Phase Two program. We will then engage our consulting geologist to interpret the results of Phase Two and develop a summary report.

As we proceed to our Phase III program, our consulting Geologist has indicated that we should budget approximately \$126,540 for our Phase III program. We would obtain the necessary permitting and file our exploration and environmental reclamation plan with the State of Nevada, and then a field crew will mobilize onto our claims, and conduct site preparation, mark more localized and detailed drill targets and perform preliminary reverse circulation drilling.

In proceeding with our Phase IV program, our consulting Geologist has indicated that we should budget approximately \$231,330 for our Phase IV program. we anticipate proceeding with our Phase IV program in the spring or early summer of 2023. We would obtain the necessary permitting and file our exploration and environmental reclamation plan with the State of Nevada, and then a field crew will mobilize onto our claims and perform additional reverse circulation drilling. If the results from our Phase IV program are encouraging, we would then have a NI 43-101 Technical Report (Mining Industry Standard) prepared. This report gives a complete overview of the Company's exploration program, including a minable reserve report.

During the next 12 months, we do not anticipate the need for additional funding. If additional funds do become required, the additional funding will come from either equity or debt financing or a combination of both. Alternatively, we may consider entering into a joint venture partnership with a larger mining concern to provide the required funding to further explore the American Antimony prospect, as we have over 1,300 acres to explore. We have not undertaken any efforts to locate a joint venture partner. If we enter into a joint venture arrangement, we will assign a percentage of our interest in our mining claims to the joint venture partner.

Phase 1-IV Exploration Program

The costs described which include the proposed budget of our Phase 1 through Phase IV exploration program as recommended by our consulting Geologist. The table below summarizes the cost estimate for the Phase 1 through Phase IV exploration programs.

BUDGET Phase I	<u>Unit Cost</u>	<u>Unit</u>	<u>Total Cost</u>
Claim Staking, Including Geologist Professional Fees	258	64	16,512
Claim Recording	358	64	22,912
Surface Sampling, rock and soil	30	4	1,200
Field Vehicles: Transportation Inclusive	100	5	500
Compilation and Data Input	700	3	2,100
Total Including Contingencies			<u>43,224</u>
BUDGETPHASEII	<u>Unit Cost</u>	<u>Unit</u>	<u>Total Cost</u>
Road Building and Road Repair	50,000	1	50,000
Additional Sampling: soil and rock:	300	10	3,000
Geological Manning and Supervision (drill targets)	800	10	8,000
XRD and XRF Surveys	1,000	10	10,000
Environmental Permitting and Bonding	8,000	1	8,000
Assays and Analyses	28	50	1,400
Sample and Materials Transportations	1,000	1	1,000
Field Vehicles	120	10	1,200
Compilation and Data Input	700	2	1,400
Report Preparation, Drafting and Copying, Communications	1,000	1	1,000
Subtotal			85,000
Contingency 10%			8,500
BUDGETPHASEII			<u>93,500</u>
BUDGETPHASEIII	<u>Unit Cost</u>	<u>Unit</u>	<u>Total Cost</u>
Detailed Drill Target Definition	20	300	6,000
Geological Supervision	800	16	12,800
Environmental Permitting and Bonding	10,000	1	10,000
Site Preparation	6,000	1	6,000
Reverse Circulation Drilling	250	260	65,000
Assays and Analyses	28	150	4,200
Sample and Materials Transportations	50	40	2,000
Field Vehicles	120	12	1,440
Compilation and Data Input	700	8	5,600
Report Preparation, Drafting and Copying, Communications	2,000	1	2,000

Subtotal			115,040
Contingency10%			11,500
BUDGETPHASEIII			<u>126,540</u>
BUDGET- PHASEIV	Unit Cost	Unit	Total Cost
Additional Reverse Circulation Drilling	250	300	75,000
Mob/Demob	10,000	1	10,000
Geological Supervision	800	30	24,000
Environmental Permitting and Bonding	15,000	1	15,000
Assays and Analyses	25	100	25,000
Sample and Materials Transportations	50	50	2,500
Field Vehicles	120	40	4,800
Compilation and Data Input	700	20	14,000
NI 43-101 Technical Report	40,000	1	40,000
Subtotal			<u>210,300</u>
Contingency10%			21,030
BUDGETPHASEIV			<u>231,330</u>

Accounting and Audit

We intend to have our annual financial statements audited for the years ended December 31, 2021 and December 31, 2022 and are in the process of engaging an independent auditor. We estimate this cost to be approximately \$16,500 to audit both years.

Certification:

I, Mac Shahsavar certify that:

I have reviewed this Disclosure Statement of Xtra Energy Corporation.

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, are not misleading with respect to this disclosure statement;

December 19, 2022

/s/Mac Shahsavar
Chairman, and Director

