

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

TRIO RESOURCES, INC.

Room 1301-1309, Floor T1-13, Greenland Cross-Border Trade Industrial Park,
Qingyang District, Chengdu, China

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infotrii2024@gmail.com

Quarterly Report

For the period ending: **June 30, 2024**
(the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

181,289,517 as of June 30, 2024 (Current Reporting Period Date or More Recent Date)

181,289,517 as of September 30, 2023 (Most Recent Completed Fiscal Year End)

Shell Status

Indicate by check mark 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:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: No:

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

⁴ "Change in Control" shall mean any events resulting in:

- (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;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (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
- (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.

- i. Trio Resources, Inc. (the "Company"), formerly Allied Technologies Group, Inc. ("Allied") was incorporated in the state of Nevada on September 22, 2011.
- ii. On December 12, 2012, the Company changed its name from Allied Technologies Group, Inc. to Trio Resources, Inc.

Current State and Date of Incorporation or Registration: Nevada, September 22, 2011.

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:

N/A

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

N/A

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

On February 14, 2024, the Company filed an amendment to its Article of Incorporation, increased the Company's authorized common shares from 400,000,000 shares to 3,000,000,000 shares.

Address of the issuer's principal executive office:

Room 1301-1309, Floor T1-13, Greenland Cross-Border Trade Industrial Park, Qingyang District, Chengdu, China

Address of the issuer's principal place of business:

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

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: Yes: If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: VStock Transfer LLC

Phone: 212-828-8436

Email: info@vstocktransfer.com

Address: 18 Lafayette Place, Woodmere, NY 11598

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>TRII</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>896699105</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>3,000,000,000</u>	as of date: <u>06/30/2024</u>
Total shares outstanding:	<u>181,289,517</u>	as of date: <u>06/30/2024</u>
Total number of shareholders of record:	<u>47</u>	as of date: <u>06/30/2024</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>2022 Series A Preferred Stock</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>10</u>	as of date: <u>06/30/2024</u>
Total shares outstanding:	<u>10</u>	as of date: <u>06/30/2024</u>
Total number of shareholders of record:	<u>1</u>	as of date: <u>06/30/2024</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

One for one voting rights on all common stock, entitled to dividends as determined by the board of directors. No Pre-emptive rights.

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

Each share of 2022 Series A Preferred Stock converts into two hundred million (200,000,000) Common Shares. Each share of 2022 Series A Preferred Stock shall have such number of votes as determined by multiplying the number of shares of 2022 Series A Preferred Stock held by stock holder; by 200,000,000.

The 2022 Series A Preferred Stock stockholder is entitled to 80% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis)) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration. The 2022 Series A Preferred Stock shall not be divided into fractional shares.

3. Describe any other material rights of common or preferred stockholders.

N/A

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

N/A

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: Yes: (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance</u> : Date <u>October 1, 2021</u> Common: <u>385,067,517</u> Preferred: <u>0</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>*6/3/2022</u>	<u>New Issuance</u>	<u>5</u>	<u>2022 Series A Preferred</u>	<u>\$1.700</u>	<u>N/A</u>	<u>Brandon Dean</u>	<u>Cost paid on behalf of Company</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>*6/3/2022</u>	<u>New Issuance</u>	<u>5</u>	<u>2022 Series A Preferred</u>	<u>\$840</u>	<u>N/A</u>	<u>Alpharidge Capital, LLC Controlled by Frank Igwealor</u>	<u>Cost paid on behalf of Company</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>**7/29/2022</u>	<u>Cancellation</u>	<u>(303.778.000)</u>	<u>Common</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>Court Order</u>	<u>N/A</u>	<u>Court Order</u>
<u>***8/26/2022</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>\$0.00005</u>	<u>N/A</u>	<u>Brandon Dean</u>	<u>Cost paid on behalf of Company</u>	<u>Restricted</u>	<u>Rule 144</u>

<u>8/26/2022</u>	<u>New Issuance</u>	<u>50,000,000</u>	<u>Common</u>	<u>\$0.0002</u>	<u>N/A</u>	<u>Frank Igwealor</u>	<u>Cost paid on behalf of Company</u>	<u>Restricted</u>	<u>Rule 144</u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>06/30/2024</u>	Common: <u>181,289,517</u>								
Preferred: <u>10</u>									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

* On June 3, 2022, the Co-Custodians, Alpharidge Capital LLC and Brandon Dean, designated and granted to themselves, ten (10) shares of Special 2022 Series A Preferred Stock as repayment of funds paid on behalf of the Company for business operations and other costs. Each one (1) of the Special 2022 Series A Preferred Stock is convertible into 200,000,000 shares of the Company's common stock. The preferred shares were distributed equally between the two Co-Custodians.

**On July 29, 2022, the District Court of Clark County, Nevada provided an order granting the custodian's motion for cancellation of the company's outstanding common stock held by certain shareholders in the total of 303,778,000 shares.

*** On August 26, 2022, the Company issued 50,000,000 common stocks to Frank Igwealor and 50,000,000 common stock to Brandon Dean as repayment of funds paid on behalf of the Company for business operations, OTC Markets fees and other costs.

On October 27, 2023, Frank I Igwealor, Brandon Dean and Alpharidge Capital, LLC (the "Sellers") signed a stock purchase agreement with Ying Wang (the "Buyer") to sell the controlling interest in Trio Resources, Inc. (the "Company") through 10 shares of 2022 Series A Preferred Stock and 90,000,000 common stock of the Company owned by Frank I Igwealor, Brandon Dean and Alpharidge Capital, LLC, which each 2022 Series A Preferred Stock is convertible into 200,000,000 common shares of the Company. The transaction closed and all documents were released from escrow on November 20, 2023.

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: Yes: (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company does not have business operations as of June 30, 2024. Since July 2024, the company, through its subsidiary Wanding Qianghua Youshang (Sichuan) Technology Co., Ltd. ("Wanding Qianghua"), has started selling a wellness product called "Aiji Space Capsule." The Aiji Space Capsule provides professional health assessments and consultations, tailoring a personalized health management plan for each user to ensure that every step precisely matches their health status and improvement goals. We anticipate that the sales of the Aiji Space Capsule will become a significant source of revenue for the Company in 2024.

B. List any subsidiaries, parent company, or affiliated companies.

Subsidiary: Wanding Qianghua Youshang (Sichuan) Technology Co., Ltd.
Address: Chengdu City, Sichuan Province, China
100% owned by Trio Resources, Inc.

C. Describe the issuers' principal products or services.

The Aiji Space Capsule provides professional health assessments and consultations, tailoring a personalized health management plan for each user to ensure that every step precisely matches their health status and improvement goals.

Our Business Model:

- **Online Store:** Wanding Qianghua plans to launch an online store, allowing customers to easily purchase their desired Aiji Space Capsule equipment. With 24/7 service, customers can stay updated with the latest product information and enjoy a convenient shopping experience at any time and place.
- **Offline Experience Stores:** We plan to establish some physical experience stores in major cities across China, providing customers with the opportunity to experience the Aiji Space Capsule up close. Our professional sales staff are available to answer customers' questions and let the customer personally experience the product's outstanding features.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

N/A

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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, State) of an individual

representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Ying Wang</u>	Chairwoman / 5% shareholder	Chengdu, Sichuan, China	<u>90,000,000</u>	Common	<u>49.6%</u>	_____
<u>Ying Wang</u>	Chairwoman / 5% shareholder	Chengdu, Sichuan, China	<u>10</u>	2022 Series A Preferred	<u>100%</u>	_____
<u>Baoyou Qian</u>	<u>CEO/Director</u>	Chengdu, Sichuan, China	-	-	-	_____
<u>Yunlong Xie</u>	<u>CFO</u>	Chengdu, Sichuan, China	-	-	-	_____
<u>Longxiang Chi</u>	<u>Secretary</u>	Chengdu, Sichuan, China	-	-	-	_____

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

N/A

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

N/A

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

N/A

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

N/A

5. Been the subject 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.

N/A

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

N/A

- 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 to 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

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: N/A
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Accountant or Auditor

Name: Henry Pang/Accountant
Firm: Speedlight Consulting Services Inc
Address 1: 6523 Torino Rd
Address 2: Rancho Cucamonga, CA91701
Phone: 626-872-9451
Email: hpang0326@gmail.com

Investor Relations

Name: N/A
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn _____
Facebook: _____
[Other] _____

Other Service Providers

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

Name: N/A
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: Henry Pang
Title: _____
Relationship to Issuer: Consultant

B. The following financial statements were prepared in accordance with:

- IFRS
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Henry Pang
Title: _____
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements:⁵ Henry Pang has worked in the public markets for over 15 years through his company Speedlight Consulting Services Inc and specializes in financial reporting preparation, OTC markets and SEC regulation compliance.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;

⁵ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Baoyou Qian certify that:

1. I have reviewed this Disclosure Statement for Trio Resources, Inc.;
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.

8/9/2024 [Date]

/s/ Baoyou Qian [CEO's Signature]

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

Principal Financial Officer:

I, Yunlong Xie certify that:

1. I have reviewed this Disclosure Statement for Trio Resources, Inc.;
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.

8/9/2024 [Date]

/s/ Yunlong Xie [CFO's Signature]

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

TRIO RESOURCES, INC.

INDEX TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Consolidated Balance Sheets as of June 30, 2024 (unaudited) and September 30, 2023 (unaudited)	1
Consolidated Statements of Operations (unaudited) for the Three and Nine Months ended June 30, 2024 and 2023	2
Consolidated Statements of Changes in Stockholders' Equity (unaudited) for the Three and Nine Months ended June 30, 2024 and 2023	3
Consolidated Statements of Cash Flows (unaudited) for the Nine months ended June 30, 2024 and 2023	4
Notes to Condensed Consolidated Financial Statements (Unaudited)	5-9

TRIO RESOURCES, INC. AND SUBSIDIARY
CONSOLIDATED BALANCE SHEET
(UNAUDITED)

	June 30, 2024	September 30, 2023
ASSETS		
CURRENT ASSETS		
Cash	\$ -	\$ -
Prepaid expenses	3,465	-
Total Current Assets	3,465	-
TOTAL ASSETS	\$ 3,465	\$ -
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable	\$ -	\$ -
Shareholder loans	40,407	37,904
Total Current Liabilities	40,407	37,904
TOTAL LIABILITIES	40,407	37,904
STOCKHOLDERS' DEFICIT:		
Preferred stock, \$0.001 par value, 10 shares 2022 Series A Preferred Stock authorized; 10 and 10 shares issued and outstanding as of June 30, 2024 and September 30, 2023, respectively	0	0
Common stock, \$0.001 par value, 3,000,000,000 shares authorized, 181,289,517 and 181,289,517 shares issued and outstanding June 30, 2024 and September 30, 2023, respectively	181,290	181,290
Additional paid in capital	4,570,105	4,570,105
Accumulated deficit	(4,788,337)	(4,789,299)
Total Stockholders' Deficit	(36,942)	(37,904)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ 3,465	\$ -

The accompanying notes are part of these financial statements.

TRIO RESOURCES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	For the three months ended June 30,		For the nine months ended June 30,	
	2024	2023	2024	2023
Revenue	\$ -	\$ -	\$ -	\$ -
Gross profit	-	-	-	-
Operating expenses:				
General and administrative expenses	9,180	-	36,942	-
Total operating expenses	9,180	-	36,942	-
Loss from operations	(9,180)	-	(36,942)	-
Other expenses				
Other income (expenses)	-	-	37,904	-
Total other income (expense)	-	-	37,904	-
Income (loss) before income tax	(9,180)	-	962	-
Income tax expense	-	-	-	-
Net income (loss)	\$ (9,180)	\$ -	\$ 962	\$ -
Weighted average number of common shares outstanding, basic and diluted	181,289,517	181,289,517	181,289,517	181,289,517
Loss per share attributable to common stockholders, basic and diluted	\$ (0.00)	\$ 0.00	\$ 0.00	\$ 0.00

The accompanying notes are part of these financial statements.

TRIO RESOURCES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY
(UNAUDITED)

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid-in Capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balances, September 30, 2023	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,789,299)	\$ (37,904)
Net income	-	-	-	-	-	962	962
Balances, June 30, 2024	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,788,337)	\$ (36,942)

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid-in Capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balances, September 30, 2022	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,826,395)	\$ (75,000)
Net loss	-	-	-	-	-	-	-
Balances, June 30, 2023	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,826,395)	\$ (75,000)

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid-in Capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balances, March 31, 2024	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,779,157)	\$ (27,762)
Net income	-	-	-	-	-	(9,180)	(9,180)
Balances, June 30, 2024	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,788,337)	\$ (36,942)

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Additional Paid-in Capital</u>	<u>Accumulated Deficit</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>			
Balances, March 31, 2023	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,826,395)	\$ (75,000)
Net loss	-	-	-	-	-	-	-
Balances, June 30, 2023	10	\$ 0	181,289,517	\$ 181,290	\$ 4,570,105	\$ (4,826,395)	\$ (75,000)

The accompanying notes are part of these financial statements

TRIO RESOURCES, INC. AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	For the nine months ended June 30, 2024	For the nine months ended June 30, 2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	\$ 962	\$ -
Adjustments to reconcile net income to net cash used in operating activities:		
Expenses paid by shareholder	40,407	-
Gain from debt settlement and forgiveness	(37,904)	-
Changes in operating assets and liabilities:		
Prepaid expense and other current assets	(3,465)	-
Net cash used in operating activities	-	-
Net (decrease) increase in cash	-	-
Cash at beginning of period:	-	-
Cash at end of period:	<u>\$ -</u>	<u>\$ -</u>
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
Interest paid	\$ -	\$ -
Income taxes paid	\$ -	\$ -
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
Shareholder loan received for expenses	\$ 40,407	\$ -
Loans settled	\$ 37,904	\$ -

The accompanying notes are part of these financial statements

Trio Resources, Inc. and Subsidiary

Notes to the condensed consolidated financial statements

(Unaudited)

NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS

Trio Resources, Inc. (the “Company”), formerly Allied Technologies Group, Inc. (“Allied”), was incorporated in the state of Nevada on September 22, 2011. On December 14, 2012, Allied entered into a share exchange agreement (the “Share Exchange Agreement”) with TrioResources AG Inc. (“Trio” or “TrioResources AG Inc.”), pursuant to which the Company acquired 100% of the issued and outstanding equity securities of Trio (the “Share Exchange”). As a result of the Share Exchange, Trio became the wholly-owned subsidiary of Company and the Trio shareholders became the controlling shareholders of Company, owning an aggregate of 66.15% of the issued and outstanding shares of the Company’s common stock, par value \$0.001 per share (the “Common Stock”). The acquisition was accounted for as a recapitalization using accounting principles applicable to reverse acquisitions whereby the consolidated financial statements subsequent to the date of the acquisition are presented as a continuation of TrioResources AG Inc. Under reverse acquisition accounting TrioResources AG Inc. (legal subsidiary) will be treated as the accounting parent (acquirer) and the Company (legal parent) will be treated as the accounting subsidiary (acquiree). All outstanding shares have been restated to reflect the effect of the reverse acquisition, which includes the one for one issuance of Company shares to the TrioResources AG Inc. shareholders. Under the terms of the Share Exchange Agreement, the former sole director, officer, and principal shareholder of the Company (the “Principal Shareholder”), cancelled all 1,500,000 shares of the Company’s Common Stock that he owned, which constituted 57.9% of the issued and outstanding shares of Common Stock prior to the Share Exchange. The Company filed a Certificate of Amendment of its Articles of Incorporation (the “Charter Amendment”) with the Secretary of State of Nevada to (1) change its name from “Allied Technologies Group, Inc.” to “Trio Resources, Inc.” (the “Name Change”) and (2) increase its total authorized shares of Common Stock from 75,000,000 shares to 400,000,000 shares (the “Authorized Share Increase”). Additionally, as a condition to closing of the Share Exchange, the Company’s Board of Directors approved and authorized the Company to take the necessary steps to effect a forward stock split of the issued and outstanding shares of Common Stock, such that each one (1) issued and outstanding share of Common Stock was automatically changed and converted into one hundred (100) shares of Common Stock, payable to all holders of record of the Common Stock as of December 31, 2012 (the “Forward Stock Split”).

The Company had abandoned its business and failed to take steps to dissolve, liquidate and distribute its assets. It had also failed to meet the required reporting requirements with the Nevada Secretary of State, hold an annual meeting of stockholders and pay its annual franchise tax from 2015 to 2022 which resulted in its Nevada charter being permanently revoked and dissolved. The Company also failed to provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act. The company has never filed annual or quarterly reports; the Company has never made a public report of its operation and financial results. On April 23, 2022, Alpharidge Capital, LLC, a shareholder of the Company, petitioned the District Court of Clark County, Nevada, entitled “In the Matter of Trio Resources, Inc, a Nevada corporation” under case number A-22-851574-P, along with an Application for Appointment of Custodian, after several attempts to get prior management to comply with the Nevada Secretary of State statues N.R.S. 78.710 and N.R.S. 78.150 and revive the Company’s Nevada charter, which had been revoked.

On June 3, 2022, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of Alpharidge Capital LLC (the “Order”), as Custodian of the Company. Pursuant to the Order, Alpharidge Capital LLC (the “Custodian” or “Alpharidge”) has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter. Meanwhile, Mr. Frank Igwealor, the President of the Custodian was notified by Mr. Brandon Dean (“Dean”) that another Court had previously awarded custodianship of the Company to Dean in a court order (Case No: A-22-850324-P) dated May 23, 2022. Following the notification and meeting, both custodians agreed to act as Co-Custodians for the company.

On June 3, 2022, the Co-Custodians, Alpharidge and Brandon Dean, designated and granted to themselves, ten (10) shares of Special 2022 Series A Preferred Stock as repayment of funds paid on behalf of the Company for business operations and other costs. Each one (1) of the Special 2022 Series A Preferred Stock is convertible into 200,000,000 shares of the Company’s common stock. The preferred shares were distributed equally between the two Co-Custodians. On August 26, 2022, the Company issued 50,000,000 common stocks to Frank Igwealor and 50,000,000 common stock to Brandon Dean as repayment of funds paid on behalf of the Company for business operations, OTC Markets fees and other costs. On June 3, 2022, Frank I Igwealor and Ambrose Egbuonu were appointed as the Company’s officers and directors.

On October 27, 2023, Frank I Igwealor, Brandon Dean and Alpharidge Capital, LLC signed a stock purchase agreement (the “SPA”) with Ying Wang to sell the controlling interest in Trio Resources, Inc. (the “Company”) through 10 shares of 2022 Series A Preferred Stock and 90,000,000 common stock of the Company owned by Frank I Igwealor, Brandon Dean and Alpharidge Capital, LLC, which each 2022 Series A Preferred Stock is convertible into 200,000,000 common shares of the Company. The transaction closed and all documents were released from escrow on November 20, 2023. On the same date, as part of the SPA, Frank I Igwealor and Ambrose Egbuonu resigned all positions with the Company, and Baoyou Qian was elected as the CEO and a director of the Company; Yunlong Xie was elected as the CFO; Longxiang Chi was elected as the Secretary and Ying Wang was elected as the Chairwoman of the Company.

On May 15, 2024, the Company established a wholly owned subsidiary, Wanding Qianghua Youshang (Sichuan) Technology Co., Ltd. (“Wanding Qianghua”) in Chengdu City, Sichuan Province, China. Wanding Qianghua's business scope covers technical consulting, technology development, software development, goods import and export, electronic product sales, enterprise consulting management and other fields. As of June 30, 2024, Wanding Qianghua has no operating yet. Since July 2024, the company, through its subsidiary Wanding Qianghua, has started selling a wellness product called "Aiji Space Capsule." The Aiji Space Capsule provides professional health assessments and consultations, tailoring a personalized health management plan for each user to ensure that every step precisely matches their health status and improvement goals. We anticipate that the sales of the Aiji Space Capsule will become a significant source of revenue for the company in 2024.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (“GAAP”).

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The most significant assumptions and estimates relate to the valuation of equity issued for services. Actual results could differ from these estimates.

Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standards Update (“ASU”) 2014-09, “Revenue from contracts with customers,” (Topic 606). Revenue is recognized when a customer obtains control of promised goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods. The Company applies the following five-step model in order to determine this amount: (i) identification of the promised goods in the contract; (ii) determination of whether the promised goods are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation. The Company only applies the five-step model to contracts when it is probable that the entity will collect the consideration it is entitled to in exchange for the goods or services it transfers to the customer. Once a contract is determined to be within the scope of Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 606 at contract inception, the Company reviews the contract to determine which performance obligations the Company must deliver and which of these performance obligations are distinct. The Company expects to recognize revenues as the amount of the transaction price that is allocated to the respective performance obligation when the performance obligation is satisfied or as it is satisfied.

Fair Value Measurements and Fair Value of Financial Instruments

The Company adopted ASC Topic 820, Fair Value Measurements. ASC Topic 820 clarifies the definition of fair value, prescribes methods for measuring fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value as follows:

Level 1: Inputs are unadjusted quoted prices in active markets for identical assets or liabilities available at the measurement date.

Level 2: Inputs are unadjusted quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data.

Level 3: Inputs are unobservable inputs which reflect the reporting entity's own assumptions on what assumptions the market participants would use in pricing the asset or liability based on the best available information.

The estimated fair value of certain financial instruments, including all current liabilities are carried at historical cost basis, which approximates their fair values because of the short-term nature of these instruments.

Fair Value of Financial Instruments ASC subtopic 825-10, Financial Instruments (“ASC 825-10”) requires disclosure of the fair value of certain financial instruments. The carrying value of cash and cash equivalents, accounts payable and accrued liabilities when reflected in the balance sheets, approximate fair value because of the short-term maturity of these instruments. All other significant financial assets, financial liabilities and equity instruments of the Company are either recognized or disclosed in the financial statements together with other information relevant for making a reasonable assessment of future cash flows, interest rate risk and credit risk. Where practicable the fair values of financial assets and financial liabilities have been determined and disclosed; otherwise only available information pertinent to fair value has been disclosed. The Company follows ASC subtopic 820-10, Fair Value Measurements and Disclosures (“ASC 820-10”) and ASC 825-10, which permits entities to choose to measure many financial instruments and certain other items at fair value.

Cash and Cash Equivalents

For purposes of the Statements of Cash Flows, the Company considers highly liquid investments with an original maturity of three months or less to be cash equivalents.

Income Taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss, capital loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs. The Company records interest and penalties related to unrecognized tax benefits as a component of general and administrative expenses. Our federal tax return and any state tax returns are not currently under examination.

The Company has adopted FASB ASC 740-10, Accounting for Income Taxes, which requires an asset and liability approach to financial accounting and reporting for income taxes. Deferred income tax assets and liabilities are computed annually from differences between the financial statement and tax basis of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized.

Net Income (Loss) Per Common Share

The Company computes loss per common share, in accordance with FASB ASC Topic 260, Earnings Per Share, which requires dual presentation of basic and diluted earnings per share. Basic income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding during the period. Diluted income or loss per common share is computed by dividing net income or loss by the weighted average number of common shares outstanding, plus the issuance of common shares, if dilutive, that could result from the exercise of outstanding stock options and warrants.

Commitments and Contingencies

The Company follows ASC 450-20, Loss Contingencies, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

Forgiveness of Indebtedness

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expires or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid-in-capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

Recent Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 – GOING CONCERN ASSESSMENT

The Company demonstrates adverse conditions that raise substantial doubt about the Company's ability to continue as a going concern. These adverse conditions are negative financial trends, operating losses, accumulated deficit and other adverse key financial ratios.

Management's plan to alleviate the substantial doubt about the Company's ability to continue as a going concern include attempting to improve its business profitability, its ability to generate sufficient cash flow from its operations to meet its operating needs on a timely basis, obtain additional working capital funds from the majority shareholder and management of the Company to eliminate inefficiencies in order to meet its anticipated cash requirements. However, there can be no assurance that these plans and arrangements will be sufficient to fund the Company's ongoing capital expenditures and other requirements.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might be necessary in the event that the Company cannot continue as a going concern.

NOTE 4 – RELATED PARTY TRANSACTIONS

During the nine months ended June 30, 2024 and 2023, the Company borrowed \$40,407 and \$nil from Mrs. Ying Wang, the Chairwoman and majority shareholder of the Company for expense paid on behalf of the Company. Such amount is unsecured, non-interest-bearing and due on demand. As of June 30, 2024 and September 30, 2023, the balances of shareholder loans were \$40,407 and \$37,904, respectively, bearing no interest and due on demand. On November 11, 2023, the \$37,904 shareholder loan was forgiven by Frank Igwealor, Brandon Dean and Alpharidge Capital, LLC which resulted in a debt forgiveness gain of \$37,904 during the three months ended December 31, 2023.

NOTE 5 - INCOME TAXES

Income taxes are provided based upon the liability method. Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against deferred tax assets if management does not believe the Company has met the "more likely than not" standard imposed by accounting standards to allow recognition of such an asset. As of June 30, 2024, the Company expected \$nil net deferred tax assets to be recognized, resulting from net operating loss carry forwards.

The Company experienced a change in control in November 2023, and therefore no more than an insignificant portion of this net operating allowance will ever be used against future taxable income.

NOTE 6 - EQUITY

Common Stock

On February 14, 2024, pursuant to approval of the Company's Board of directors and a vote from a majority of the Company's shareholders, the Company filed an amendment to its Article of Incorporation with State of Nevada, increasing the authorized common shares from 400,000,000 shares to 3,000,000,000 shares. As of June 30, 2024 and September 30, 2023, the Company has 181,289,517 and 181,289,517 shares of common stock with a par value of \$0.001 issued and outstanding, respectively.

Preferred Stock

The Company has 10 shares designated and authorized as Special 2022 Series A Preferred Stock, and 10 and 10 Shares of 2022 Series A Preferred Stock issued and outstanding with a par value of \$0.001 as of June 30, 2024 and September 30, 2023, respectively.

Series A — The 2022 Series A Preferred has the following designations:

- Conversion: Each share of 2022 Series A Preferred Stock is convertible into two million (200,000,000) common shares of the Company.
- Voting: The 2022 Series A Preferred Stock stockholder is entitled to 80% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis)) entitled to vote at each meeting of stockholders of the Company (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Company for their action or consideration. The 2022 Series A Preferred Stock shall not be divided into fractional shares.

NOTE 7 – CHANGE OF CONTROL

On April 23, 2022, Alpharidge Capital, LLC, a shareholder of the Company, petitioned the District Court of Clark County, Nevada, entitled "In the Matter of Trio Resources, Inc, a Nevada corporation" under case number A-22-851574-P, along with an Application for Appointment of Custodian, after several attempts to get prior management to comply with the Nevada Secretary of State statutes N.R.S. 78.710 and N.R.S. 78.150 and revive the Company's Nevada charter, which had been revoked.

On June 3, 2022, the District Court of Clark County, Nevada entered an Order Granting Application for Appointment of Alpharidge Capital LLC (the “Order”), as Custodian of the Company. Pursuant to the Order, Alpharidge Capital LLC (the “Custodian” or “Alpharidge”) has the authority to take any actions on behalf of the Company, that are reasonable, prudent or for the benefit of pursuant to, including, but not limited to, issuing shares of stock and issuing new classes of stock, as well as entering in contracts on behalf of the Company. In addition, the Custodian, pursuant to the Order, is required to meet the requirements under the Nevada charter. Meanwhile, Mr. Frank Igwealor, the President of the Custodian was notified by Mr. Brandon Dean (“Dean”) that another Court had previously awarded custodianship of the Company to Dean in a court order (Case No: A-22-850324-P) dated May 23, 2022. Following the notification and meeting, both custodians agreed to act as Co-Custodians for the company.

On June 3, 2022, the Co-Custodians, Alpharidge and Brandon Dean, designated and granted to themselves, ten (10) shares of Special 2022 Series A Preferred Stock as repayment of funds paid by Co-Custodians on behalf of the Company for business operations and other costs. Each one (1) of the Special 2022 Series A Preferred Stock is convertible into 200,000,000 shares of the Company’s common stock. The preferred shares were distributed equally between the two Co-Custodians. On August 26, 2022, the Company issued 50,000,000 common stocks to Frank Igwealor and 50,000,000 common stock to Brandon Dean as repayment of funds paid by Mr. Igwealor and Mr. Dean on behalf of the Company for business operations, OTC Markets fees and other costs. On June 3, 2022, Frank I Igwealor and Ambrose Egbuonu were appointed as the Company’s officers and directors.

On October 27, 2023, Frank I Igwealor, Brandon Dean and Alpharidge Capital, LLC signed a stock purchase agreement (the “SPA”) with Ying Wang to sell the controlling interest in Trio Resources, Inc. (the “Company”) through 10 shares of 2022 Series A Preferred Stock and 90,000,000 common stock of the Company owned by Frank I Igwealor, Brandon Dean and Alpharidge Capital, LLC, which each 2022 Series A Preferred Stock is convertible into 200,000,000 common shares of the Company. The transaction closed and all documents were released from escrow on November 20, 2023. On the same date, as part of the SPA, Frank I Igwealor and Ambrose Egbuonu resigned all positions with the Company, and Baoyou Qian was elected as the CEO and a director of the Company; Yunlong Xie was elected as the CFO; Longxiang Chi was elected as the Secretary and Ying Wang was elected as the Chairwoman of the Company.

NOTE 8 - SUBSEQUENT EVENTS

The Company has evaluated all other subsequent events through the date these financial statements were issued and determine that there were no other subsequent events or transactions that require recognition or disclosures in the financial statements.