

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines



WIALAN TECHNOLOGIES, INC  
8240 NW 30th Terrace  
Doral, FL 33122

Website: <http://www.wialan.com>  
Email: [Jose.Schwank@wialan.com](mailto:Jose.Schwank@wialan.com)

## QUARTERLY REPORT

For the period ending September 30, 2024 (the "Reporting Period")

### Outstanding Shares

The number of shares outstanding of our Common Stock was:

**2,715,561,474** as of September 30, 2024 (Current Reporting Period Date or More Recent Date)

**2,715,561,474** as of December 31, 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 Control<sup>4</sup> of the company has occurred during this reporting period Yes: ☐

Yes: ☐ No: ☒

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<sup>4</sup> "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.

**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.

**Current Name of Issuer:** Wialan Technologies, Inc. (from January 22, 2014 to present date)

**Predecessor Names:** American Community Development Group, Inc. (from February 5, 2010 to January 22, 2014)  
Rock Bands, Inc. (from April 2, 2008 to February 5, 2010)  
DTI, Inc. (from April 27, 1987 to April 2, 2008)  
Fortsbridge, Ltd (from incorporation on February 25, 1985 to April 27, 1987)

Current State and Date of Incorporation or Registration: Delaware, February 25, 1985

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:

None

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

None

Address of the issuer's principal executive office:

**8240 NW 30<sup>th</sup> Terrace, Doral, FL 33122**

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: Clear Trust, LLC

Phone: 813-235-4490

Email: inbox@ClearTrustTransfer.com

Address: 16540 Pointe Village Dr Suite 205, Lutz, FL 33558

**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.*

**Publicly Quoted or Traded Securities:**

Trading symbol:	<u>WLAN</u>
Exact title and class of securities outstanding:	<u>Common Shares</u>
CUSIP:	<u>96685 A107</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>3,500,000,000</u> as of date 9/30/2024
Total shares outstanding:	<u>2,715,561,474</u> as of date:9/30/2024
Total number of shareholders of record:	<u>255</u> as of date: 9/30/2024

*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.*

*Additional class of securities:*

Exact title and class of security:	<u>Preferred Shares</u>
CUSIP:	<u>Not applicable</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>75,000,000</u> as of date: 9/30/2024
Total shares outstanding:	<u>None</u> as of date: 9/30/2024
Total number of shareholders of record:	<u>None</u> as of date: 9/30/2024

**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.**

**Common equity.** The Board of Directors may declare and pay dividends from time to time as advisable and after setting aside a reserve fund to meet contingencies or for equalizing dividends. Dividends are not cumulative. The holders of each common share are entitled to one vote at a meeting of the stockholders. There are no conversion or preemption rights.

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

**Preferred equity.** No preferred shares have been issued and there are therefore no preferred stockholders. The Company's Board of Directors is expressly granted the authority to divide any or all of the preferred stock into series and to fix and determine the relative preferences of the shares of each series established. Upon liquidation, dissolution or winding up of the Company the holders of preferred stock have priority over the common stockholders for the full payment of their capital invested and accrued dividends thereon, if any, from the realizable proceeds from the Company's net assets after settlement of secured and priority debt.

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

NA

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.

NA

### 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 as of the beginning of the Most Recent Fiscal Year: <u>Opening Balance</u> : <u>At 12/31/2021:</u> Common: <u>2,583,561,474</u> Preferred: <u>None</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 (entities must have individual with voting / investment control disclosed).	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.
May 12, 2022	New issuance	50,000,000	Common	\$0.0001	Yes	EDCA Technical Assistance Consulting / Controlled by Christina Garcia, wife of Eduardo Garcia - former CEO who died April 7, 2022.	For past services	Restricted	144
May 12, 2022	New Issuance	25,000,000	Common	\$0.0001	Yes	Reggie V Bergeron	For past services	Restricted	144
May 12, 2022	New Issuance	10,000,000	Common	\$0.0001	Yes	Richard Gilbert	For past services	Restricted	144
Shares Outstanding at end of the									

Second Most Recent Fiscal Year:  Date <u>12/31/2022</u> Common: <u>2,668,561,474</u>  Preferred: <u>None</u>									
<u>January 25, 2023</u>	<u>New Issuance</u>	<u>42,000,000</u>	<u>Common</u>	<u>\$0.0001</u>	<u>Yes</u>	<u>Tony R. McDowell</u>  (former CEO)	<u>For services</u>	<u>Restricted</u>	<u>144</u>
<u>January 25, 2023</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>\$0.0001</u>	<u>Yes</u>	<u>Alan Bailey</u>  (current CFO)	<u>For services</u>	<u>Restricted</u>	<u>144</u>
Shares Outstanding at December 31, 2023 ( the end of the Most Recent Fiscal Year)  Common: <u>2,715,561,474</u>  Preferred: <u>None</u>									
Shares Outstanding at September 30, 2024 ( the end of the Current Reporting Period)  Common: <u>2,715,561,474</u> Preferred: <u>None</u>									

## 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 Loan 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 Debt holder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>March 16, 2023</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$6,190</u>	<u>March 15, 2026</u>	At the end of the 3 year term, a bonus of 20% of the outstanding principal <u>is</u> payable either in cash or in common stock (of equivalent value) issued at a 15% discount to the then current stock price	Reggie Bergeron (Director and CEO pro tem))	Working capital loan to fund business expansion
<u>March 17, 2023</u>	<u>\$20,000</u>	<u>\$20,000</u>	<u>\$2,452</u>	<u>March 17, 2025</u>	At the end of the 1 year term, a bonus of 6.6% of the outstanding principal <u>is</u> payable either in cash or in common stock (of equivalent value) issued at a 15%	<u>Eugene Rostov</u>  (Control person, see Section 6)	Working capital loan to fund business expansion

					discount to the then current stock price		
<b><u>March 23, 2023</u></b>	<b><u>\$30,000</u></b>	<b><u>\$30,000</u></b>	<b><u>\$3,679</u></b>	<b><u>March 23, 2027</u></b>	At the end of the 1 year term, a bonus of 6.6% of the outstanding principal is payable either in cash or in common stock (of equivalent value) issued at a 15% discount to the then current stock price	<b><u>Eugene Rostov</u></b> <b><u>(Control person, see Section 6)</u></b>	Working capital loan to fund business expansion.
<b><u>Totals at September 30, 2024</u></b>	<b><u>\$100,000</u></b>	<b><u>\$100,000</u></b>	<b><u>\$12,321</u></b>				

\*\*\*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](http://www.OTCMarkets.com).

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

The Company designs, builds, installs, operates and services/maintains industrial grade Wireless Access Points (APs), for both indoor and outdoor use. These units have extensive coverage and can support a high density of users. The point-to-point capabilities provide an extended range, as the radios can be deployed in most frequencies, both (licensed and unlicensed) and public safety in the 4.9 GHz frequency spectrum. Once the wireless network has been deployed, the built in APs can provide wireless access for many types of communications and can support services, including, but not limited to the following: WiFi, Streaming, Video Surveillance, PA Systems, VoIP, and IoT connectivity. These Wireless Solutions have been deployed successfully in Convention Centers, Auditoriums, Stadiums, Large Office Spaces, Warehouses, Public Parks and Marinas. Most provisioned services have an existing customer base.

The Company has also acquired the license to build and sell a patented street light fixture that can host micro wireless devices, including cellular small cells for cellular operators, to significantly improve internet reception and connectivity from the reach of each street light pole. This product has been deployed already in a Miami Dade County and in several sites in Mexico and is operating efficiently. The light fixture has the technology to host a variety of LTE devices and is also ready for the next generation of newer technologies, including 5G devices, as well as hosting Wi Fi devices and video surveillance equipment. The light fixture is manufactured in South Florida, The Company believes that this patented technology will substantially improve both connectivity and security in urban areas that presently suffer from insecure and unstable WiFi internet. The Company is developing plans to roll-out these devices in greater numbers to a variety of city locations, both in the U.S. and overseas, and these results are expected to be reflected during fiscal 2023 and increasingly thereafter.

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

Wialan Technologies, LLC and Wialan Communications, Inc (the latter formed in Florida on August 6,2024)

C. Describe the issuers' principal products or services.

Beginning 2024, the Company pivoted its' focus from not only on the design, marketing, servicing, and installation of industrial wireless access equipment (Wi-Fi Access Points), but becoming a full service and vertically integrated organization. The Company now covers a wide range of services, including project planning, modeling, budget estimating, cost management, financing assistance, project scheduling and installation/construction. The Company has modified its sales strategy to include external sales representatives and distributors. The Company now has both internal distribution as well as distributors for its products.

## 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.*

The Company's executive and business office is rented on a month-to-month basis and is located at 8240 NW 30<sup>th</sup> Terrace, Doral, FL 33122 which also has a connected warehouse. The Company also rents temporary storage space on a month-to-month basis to store its equipment and parts.

## 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.*

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

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 as of September 30, 2024*	Names of control persons of corporate entity
<b>Officers and Directors:</b>						
<u>Jose Schwank</u>	<b>Director, CEO and President**</b>	Coral Gables, FL	<u>See below**</u>	<u>Common share stock options</u>		
<u>Reggie V. Bergeron</u>	<b>Director</b>	<u>Ponce Inlet, FL</u>	<u>25,000,000</u>	<u>Common Shares</u> <u>(Restricted)</u>	<u>0.92%</u>	
<u>Fernando Scazzi</u>	<b>Director</b>	<u>Hialeah, FL</u>	<u>10,000,000</u>	<u>Common Shares</u> <u>(Restricted)</u>	<u>0.37%</u>	
<u>Alan Bailey</u>	<b>CFO &amp; Director</b>	<u>Palos Verdes, CA</u>	<u>7,750,000</u>	<u>Common Shares</u> <u>(Restricted)</u>	<u>0.28%</u>	

<b><u>Control Persons owning more than 5%</u></b>						
<u>Investment Properties Revocable Trust</u>	<b><u>Owner of more than 5%</u></b>	<u>Safety Harbor/FI</u>	<u>380,000,000</u>	<u>Common Shares (Restricted)</u>	<u>13.99%</u>	Mike Connor
<u>Vicana T. LLC</u>	<b><u>Owner of more than 5%</u></b>	<u>Southwest Ranches/FI</u>	<u>686,000,000</u>	<u>Common Shares (Restricted)</u>	<u>25.26%</u>	Victor Tapia
<b><u>Irwin L. Zalberg</u></b>	<b><u>Owner of more than 5%</u></b>	<u>Elgin, Illinois</u>	<u>175,000,000</u>	<u>Common shares (Unrestricted)</u>	- <u>6.44%</u>	

Notes \* Percentages in the above table are based on a total of 2,715,561,474 issued and outstanding common shares at September 30, 2024.

\*\*Under the terms of employment, Jose Schwank is entitled to receive common stock options vesting in monthly instalments of 4,166,667 common shares commencing December 1, 2023. At September 30, 2024 he had accumulated a total of 41,666,667 vested common stock options exercisable at prices of between \$0.0007 and \$ 0.0014 per share (the closing trading prices of the Company's common shares published by OTC Markets between December 31 2023 and September 30, 2024., or an overall average exercise price of \$0.001035 per share).for a total net value of \$15,208.

## 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);

No

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;

No

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;

No

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

No

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.

No

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.

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 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](http://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).

### Securities Counsel

Name: Jonathan Leinwand, Esq.  
Firm: Jonathan D. Leinwand, P.A.  
Address 1: 18305 Biscayne Blvd., Suite 200  
Address 2: Aventura, FL 33160  
Phone: 954-903-7856  
Email: jonathan@jdlpa.com

### Accountant or Auditor

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

### Investor Relations

N/A

*All other means of Investor Communication:*

X: \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn \_\_\_\_\_  
Facebook: \_\_\_\_\_  
Instagram \_\_\_\_\_

### 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: N/A

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

## 9) Disclosure & Financial Information

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

Name: Alan Bailey  
Title: CFO  
Relationship to Issuer: Director

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: Alan Bailey  
Title: CFO  
Relationship to Issuer: Director

'Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup>

Alan Bailey is a Chartered Accountant with more than 50 years as a senior accountant, senior auditor and financial executive in both public accounting and industry and has maintained the books of account and prepared quarterly and annual financial reports, for both 12g SEC reporting and for alternative OTCMarkets reporting, for variety of businesses and enterprises for approximately 15 years.

Provide the following qualifying financial statements:

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

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<sup>5</sup> 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.

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, Jose Schwank, certify that:

1. I have reviewed this Disclosure Statement for Wialan Technologies, 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.

November 14, 2024 [Date]

/S/ Jose Schwank , Chief Executive Officer.

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

*Principal Financial Officer:*

I, Alan Bailey, certify that:

1. I have reviewed this Disclosure Statement for Wialan Technologies, 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.

November 14, 2024 [Date]

/S/ Alan Bailey, CFO's Signature]

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

**FOLLOWING ARE THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS OF WIALAN  
TECHNOLOGIES, INC. FOR THE 9 MONTHS ENDED SEPTEMBER 30, 2024**

**QUARTERLY FINANCIAL STATEMENTS  
WIALAN TECHNOLOGIES, INC.  
for the 9 Months Ending  
SEPTEMBER 30, 2024**

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**WIALAN TECHNOLOGIES, INC.**  
**CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	<u>September 30, 2024</u>	<u>December 31, 2023</u>
<b>Assets</b>		
<b>Current assets</b>		
Cash	\$ 16,389	\$ 99,737
Accounts receivable	7,812	1,565
Inventory of parts and equipment	5,600	5,600
Work-in-progress	6,792	-
Prepaid expense	<u>2,535</u>	<u>960</u>
Total current assets	<u>39,128</u>	<u>107,862</u>
<b>Total assets</b>	<b>\$ <u>39,128</u></b>	<b>\$ <u>107,862</u></b>
<b>Liabilities and shareholders' equity</b>		
<b>Current liabilities</b>		
Accounts payable and accrued expenses	\$ 2,221	\$ 18,842
Shareholder loan, including accrued interest	56,131	53,129
Deferred income	<u>2,494</u>	<u>9,975</u>
	<u>60,846</u>	<u>81,946</u>
<b>Non-Current liability</b>		
Related party loan, including accrued	<u>56,180</u>	<u>53,188</u>
<b>Total liabilities</b>	<u>117,036</u>	<u>135,134</u>
<b>Shareholders' deficit</b>		
<b>Preferred stock: 75,000,000 authorized, \$0.0001 par value</b>		
None issued and outstanding	-	-
<b>Common stock, \$ 0.0001 par value each:</b>		
3,500,000,000 authorized; 2,715,561,474		
issued and outstanding as of September 30, 2024		
and as of December 31, 2023, respectively	271,556	271,556
<b>Additional paid in capital</b>	4,356,764	4,341,556
<b>Retained earnings (deficit)</b>	<u>(4,706,228)</u>	<u>(4,640,384)</u>
	<u>( 77,908)</u>	<u>(27,272)</u>
<b>Total liabilities and shareholders' deficit</b>	<b>\$ <u>39,128</u></b>	<b>\$ <u>107,862</u></b>

*See accompanying notes to the consolidated financial statements.*

**WIALAN TECHNOLOGIES, INC.**  
**CONSOLIDATED STATEMENTS OF INCOME**  
(Unaudited)

	<u>3 Months Ended September 30,</u>		<u>9 Months Ended September 30,</u>	
	<u>2024</u>	<u>2023</u>	<u>2024</u>	<u>2023</u>
<b>Revenue</b>				
Sales	\$ 14,503	\$12,575	\$ 35,756	\$34,482
Less: Cost of sales	<u>3,421</u>	<u>968</u>	<u>5,171</u>	<u>3,588</u>
<b>Gross margin</b>	<u><b>11,082</b></u>	<u><b>11,607</b></u>	<u><b>30,585</b></u>	<u><b>30,894</b></u>
<b>Operating expenses</b>				
Management compensation	18,528	6,921	57,901	23,050
Other staff costs	15,000	-	20,000	-
Facility rent and storage	608	2,053	3,660	4,902
All other general and administrative	<u>2,757</u>	<u>15,522</u>	<u>11,965</u>	<u>30,156</u>
	<u>36,893</u>	<u>24,496</u>	<u>93,526</u>	<u>58,108</u>
<b>Operating loss</b>	<u><b>(25,811)</b></u>	<u><b>(12,889)</b></u>	<u><b>(62,941)</b></u>	<u><b>(27,214)</b></u>
<b>Other income(expense)</b>				
Interest (net)	(1,808)	(1,391)	(2,903)	(3,676)
	<u>(1,808)</u>	<u>(1,994)</u>	<u>(2,903)</u>	<u>(3,676)</u>
<b>Loss for the period</b>	<u><b>\$(27,619)</b></u>	<u><b>\$(14,280)</b></u>	<u><b>\$(65,844)</b></u>	<u><b>\$ (30,890)</b></u>
<b>Weighted average common shares outstanding</b>	<u><b>2,715,561,474</b></u>	<u><b>2,715,561,474</b></u>	<u><b>2,715,561,474</b></u>	<u><b>2,711,257,442</b></u>
<b>Net income (loss) per share outstanding</b>	<u><b>\$ - *</b></u>	<u><b>\$ - *</b></u>	<u><b>\$ - *</b></u>	<u><b>\$ - *</b></u>

(\*less than \$0.0001)

*See accompanying notes to the consolidated financial statements.*

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**WIALAN TECHNOLOGIES, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Unaudited)

	<b>9 Months Ended September 30.</b>	
	<b><u>2024</u></b>	<b><u>2023</u></b>
<b>Cash (used) provided by operating activities:</b>		
Net loss	\$ (65,844)	\$ (30,890)
Stock issued for management services	-	4,700
Stock option award expense	15,208	-
Increase in accounts receivable	(6,247)	(625)
Decrease in deferred income	(7,481)	(7,350)
Increase in work-in-progress	(6,792)	-
Increase in prepaid expense	(1,575)	(2,400)
(Decrease) increase in accounts payable and accrued expenses	<u>(16,621)</u>	<u>14,366</u>
<b>Cash (used) provided by operating activities</b>	<b><u>(89,352)</u></b>	<b><u>(22,199)</u></b>
<b>Cash used in investing activities</b>	<b><u>-</u></b>	<b><u>-</u></b>
<b>Cash from financing activities</b>		
Shareholder and related party loans . including accrued interest	<u>6,004</u>	<u>104,301</u>
	<u>6,004</u>	<u>104,301</u>
<b>Net (decrease) increase in cash</b>	<b>(83,348)</b>	<b>82,102</b>
<b>Cash – beginning of period</b>	<b><u>99,737</u></b>	<b><u>17,023</u></b>
<b>Cash – end of period</b>	<b><u>\$ 16,389</u></b>	<b><u>\$ 99,125</u></b>

*See accompanying notes to the consolidated financial statements.*

**WIALAN TECHNOLOGIES, INC.**  
**STATEMENT OF RETAINED EARNINGS (CHANGES IN SHAREHOLDERS' EQUITY(DEFICIT))**  
**For the 3 and 9 Months Ended September 30, 2024**  
(Unaudited)

	COMMON SHARES		ADDITIONAL PAID IN CAPITAL	RETAINED EARNINGS (ACCUMULATED DEFICIT)	SHAREHOLDERS' EQUITY(DEFICIT)
	NUMBER	AMOUNT			
Balance, January 1, 2024	2,715,561,474	<u>\$271,556</u>	\$4,341,556	\$ (4,640,384)	\$ (27,272)
Stock option award	-	-	145	-	145
Loss for 3 Months ended March 31, 2024	<u>-</u>	<u>-</u>	<u>-</u>	<u>( 20,142)</u>	<u>(20,142)</u>
Balance, March 31, 2024	2,715,561,474	\$271,556	\$4,341,701	\$(4,660,526)	\$ (47,269)
Loss for 3 Months ended June 30, 2024	<u>-</u>	<u>-</u>	<u>-</u>	<u>( 18,083)</u>	<u>(18,083)</u>
Balance, June 30, 2024	2,715,561,474	\$271,556	\$4,341,701	\$(4,678,609)	\$ (65,352)
Stock option award	-	-	15,063	-	15,063
Loss for the 3 Months ended September 30, 2024	<u>-</u>	<u>-</u>	<u>-</u>	<u>( 27,619)</u>	<u>(27,619)</u>
Balance, September 30, 2024	<u>2,715,561,474</u>	<u>\$271,556</u>	<u>\$4,356,764</u>	<u>\$(4,706,228)</u>	<u>\$ (77,908)</u>

*See accompanying notes to the consolidated financial statements.*

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**WIALAN TECHNOLOGIES, INC.**  
**STATEMENT OF RETAINED EARNINGS (CHANGES IN SHAREHOLDERS' EQUITY)**  
**For the 3 and 9 Months Ended September 30, 2023**  
(Unaudited)

	<b>COMMON SHARES</b>		<b>ADDITIONAL</b>	<b>RETAINED EARNINGS</b>	<b>SHAREHOLDERS'</b>
	<b>Shares</b>	<b>Amount</b>	<b>PAID IN CAPITAL</b>	<b>(ACCUMULATED DEFICIT)</b>	<b>EQUITY (DEFICIT)</b>
Balance, January 1, 2023	2,668,561,474	\$ 258,356	\$ 4,338,639	\$ (4,595,129)	\$ 10,366
Stock issued for management services	47,000,000	4,700	-	-	4,700
Loss for the 3 Months Ended March 31, 2023	-	-	-	(9,537)	(9,537)
Balance, March 31, 2023	2,715,561,474	\$271,556	\$4,338,639	\$ (4,604,036)	\$ 6,159
Loss for the 3 Months Ended June 30, 2023	-	-	-	(7,073)	(7,073)
Balance, June 30, 2023	2,715,561,474	\$271,556	\$4,338,639	\$ (4,611,739)	\$ (1,544)
Loss for the 3 Months Ended September 30, 2023	-	-	-	(14,280)	(14,280)
Balance, September 30, 2023	<u>2,715,561,474</u>	<u>\$271,556</u>	<u>\$4,338,639</u>	<u>\$ (4,626,019)</u>	<u>\$ (15,824)</u>

*See accompanying notes to the consolidated financial statements.*

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**WIALAN TECHNOLOGIES, INC.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE 9 MONTHS ENDED SEPTEMBER 30, 2024**  
**(Unaudited)**

**1. History and Nature of Activities:**

Wialan Technologies, Inc., was incorporated in the State of Delaware on February 25, 1985 under the name of Fortsbridge, Ltd. (“Fortsbridge”), a business involved in investing in various companies. The Company was a Reporting Issuer subject to the reporting requirements of Section 13 or 15(d) of the Exchange Act until November 17, 1989, when it filed a Form 15-12G with the Securities and Exchange Commission to become an alternative reporting entity with unaudited financial statements. On April 27, 1987, the Company made a corporate name change to DTI, Inc. and on May 29, 2008 the Company then merged with Rockbands, LLC (acquiring 100% of the shareholders’ equity). At that time, the Issuer spun off the assets of DTI, Inc. and the Company made a further corporate name change to Rockbands, Inc. On February 5, 2010 the Company then made a name change to American Community Development Group, Inc. (“ACYD”). The transfer involved 9,000,000 restricted shares of the Company’s common stock being issued to the shareholders of ACYD.

On August 28, 2013 ACYD changed its business plan by acquiring all of the assets and business operations of Wialan Technologies, LLC (“Wialan”) as a business combination and tax-free reorganization. The name of the Company was then changed to Wialan Technologies, Inc. on January 22, 2014 and its trading symbol was changed from “ACYD” to “WLAN”. The former “ACYD” community assistance business ceased effective September 30, 2013. The terms of the acquisition of Wialan required, as consideration, the issuance to the owners of Wialan of a total of 1.9 billion common shares of the Company.

Since August 28, 2013 the Company’s new business focus has been the design, marketing, servicing and installation of industrial wireless access equipment (Wi-Fi Access Points) primarily for the corporate owners of marinas, municipal parks, and other public areas. During 2024, the Company increased its focus to being a solution to the build out of traditional and non-traditional digital infrastructure. In June 2024, the Company created a government programs division to explore (but not limited to) public sector projects, infrastructure and broadband enhancement programs and projects, rural and tribal community development as well as elevating and revitalizing urban and suburban communities. The results of these new initiatives begin to be recognized in fourth quarter 2024 and are expected to expand significantly commencing fiscal 2025.

On January 23, 2024 the Company appointed Jose Schwank as President and as an additional Director, and he also further elected the Company’s CEO and Chairman on September 20, 2024. On June 22, 2024, the Company hired Sabiha Khan, as the Vice President of Global Business Development and Government Programs Division. Following these new appointments the Company pivoted its’ focus from not only on design, marketing, servicing, and installation of industrial wireless access equipment (Wi-Fi Access Points), but to becoming a full service and vertically integrated organization. The Company now offers a wide range of services, including project planning, modeling, budget estimating, cost management, financing assistance, project scheduling and installation/construction. The Company has modified its sales strategy to include an external sales representatives and distributors. The Company now has both internal distribution and external distribution of its products. The Company has partnered with large professional general contractors, design-building teams and construction management firms. Manufacturing is performed by ISO certified manufacturers to ensure the highest quality products to our clients. The Company has streamlined its’ procurement process to ensure efficiency. The Company now also offers its’ clients potential financing options through partnerships with various third-party lending partners and financing sources. On August 6, 2024 the Company formed Wialan Communications, Inc., a Florida wholly-owned subsidiary, to become the new operating subsidiary in the state of Florida.

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## **2. Basis for the Consolidated Financial Statements**

The consolidated financial statements include the balance sheet, statements of operations, statements of cash flows and statement of changes in stockholders' equity relating to Wialan Technologies, Inc. from date of incorporation, plus the consolidation of the balance sheet and operating activities of Wialan Technologies, LLC ("Wialan") from the August 28, 2013 date of acquisition to date and from August 6, 2024 the financial statements of Wialan Communications, Inc. These consolidated financial statements are reported in accordance with generally accepted accounting principles ("GAAP").

### **(a) Cash**

Cash consists of demand deposit accounts. The balance of accounts held in financial institutions at September 30, 2024 and December 31, 2023 did not exceed FDIC limits.

### **(b) Accounts receivable**

Accounts receivable at September 30, 2024 represent sales of services and materials to customers for work completed in the 3 months ended September 30, 2024. Accounts receivable at December 31, 2023 represents interest earned but not then paid on a short-term bank deposit.

### **(c) Inventory of equipment and parts**

Inventory represents equipment and various parts and Wi-Fi components located in the Company's storage. It has been valued by management at the lower of cost and realizable value, resulting in a net remaining value of \$5,600 at September 30, 2024 and at December 31, 2023.

### **(d) Work-in- progress**

Work-in-progress at September 30, 2024 was the cost of a systems proof of concept presented to a customer to be awarded a major contract, and will be expensed as and when work on the actual contract has commenced.

### **(e) Prepaid expense**

Prepaid expense September 30, 2024 represents the prepayment of the annual OTCMarkets subscription through February 28, 2025.

### **(f) Deferred Income**

Deferred income at September 30, 2024 represents prepaid cash received from a customer for maintenance covering the 12 months ended December 31, 2024. This deferral is being recognized as revenue at a monthly rate of \$831 during 2024.

### **(g) Estimates**

In preparing financial statements in accordance with generally accepted accounting principles, management makes estimates and assumptions that affect the reported amounts and disclosures of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### **(h) Impairment**

The Company periodically reviews for the impairment of its assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be realizable. An impairment loss would be recognized when estimated future cash flows expected to result from the use of the asset and its eventual disposition is less than its carrying amount.

The Company has previously written off all goodwill initially recorded arising from the excess value between the issuance of the Company's common stock to acquire Wialan Technologies LLC and the value of the Wialan Technologies LLC business.

### **(i) Related party and shareholder loans**

To finance the Company's business expansion plans and update its website and sales materials, during March, 2023 the Company received shareholder loans of totaling \$50,000 and a related party loan of \$50,000, which are both subject to accrue interest at the rate of 8% per annum.

Two shareholder loans totaling \$50,000 were received from Eugene Rostov, the holder of 120 million of the Company's common shares. The loan was initially for a 1 year term, of which \$20,000 matured March 17, 2024 and \$30,000 matured March 23, 2024. The loans were extended however for an additional 12 months. On repayment, the lender is entitled to a cash bonus of \$3,300 or the equivalent in the Company's common stock at a discount of 15% to the then market value. This loan is therefore classified within "current liabilities". In the event that the lender agrees to extend the loan for an additional year, the lender is entitled to a cash bonus of \$6,600 or the equivalent in the Company's common stock at a discount of 15% to the then market value. In the event that the lender agrees to the further extend the loan for a further year, the lender is entitled to a bonus of \$10,000 or the equivalent in the Company's common stock at a discount of 15% to the then market value of the Company's common stock. This lender has also provided the Company with a commitment to continue to provide additional loan financing of up to \$60,000 to in December 2024 support the Company's presently projected working capital requirements in 2025.

A second related party loan of \$50,000 was received from Reggie Bergeron, a Director, and the holder of 25 million of the Company's common stock (see Section 6 of the Disclosures section of this report). The loan is for 3 years, maturing March 16, 2026. This loan is therefore classified as a "non-current liability". On maturity, the lender is entitled to a cash bonus of \$10,000 or the equivalent in the Company's common stock at a discount of 15% to the then market value of the Company's common stock.

## **3. Income Tax**

The Company is a "C" corporation for federal income tax purposes. As of September 30, 2024 and as of December 31, 2023 there are no items that are expected to create a significant tax difference from the prior financial statements.

#### 4. Vested and Future Committed Common Stock Options and Grants

To compensate for services rendered to the Company, on January 3, 2023 the Board of Directors approved the following stock grants to vest on December 31, 2025: Alan Bailey (CFO and a Director), Fernando Scazzi (a Director) and Reggie Bergeron (a Director) were each granted 5 million restricted common shares for vesting December 31, 2025.

Under the terms of his employment agreement, Jose Schwank, as Director, CEO and President of the Company, receives common stock options vesting monthly instalments December 1, 2023 at the rate of 4,166,667 per month. At September 30, 2024 he had vested common stock options on a total 41,666,667 common shares of exercisable at prices between \$0.0007 and \$0.0014 per share (being the monthly closing trading prices of the Company's common stock as published by OTCMarkets at the end of December 2023 and at the end of each month through the end of September, 2024 at the overall average option price of \$0.001035 for the period. At September 30, 2024 the net value of these stock options was \$15,208 which has been included within Management Compensation in the Consolidated Statements of Income for the 9 months ended September 30, 2024.

#### 5 Subsequent Events

On November 12, 2024 the Company announced that it had secured landmark Contracts with Village of Pinecrest and Cocoplum Yacht Club to revolutionize and enhance their connectivity, security and network reliability across these two significant South Florida community landmarks. The Village of Pinecrest and Cocoplum Yacht Club chose Wialan to deliver comprehensive network upgrades, integrating state-of-the-art technology to create secure, reliable, and accessible environments.

Under the new Contract with the Village of Pinecrest, Wialan Technologies will implement a large-scale network infrastructure upgrade across all public parks, the community center, and Pinecrest Gardens. This project includes the installation of a dedicated, secure server system designed to protect and provide safe internet access to all residents and guests. Leveraging Wialan's robust infrastructure solutions, this initiative is set to elevate the online experience for the Village's residents and visitors, providing the community with a secure, high-speed, and user-friendly network to promote safety and connectivity.

Wialan's second milestone Contract is with Cocoplum Yacht Club, which focuses on transforming the Marina's network infrastructure and security capabilities. The project will integrate a cutting-edge system of CCTV, WiFi, and card access controls across all entry points to the marina, fortifying access and providing seamless connectivity for all members and guests. Additionally, Wialan will offer an optional CCTV service for boat slip owners, allowing them real-time monitoring of their vessels for a monthly fee - a feature aimed at enhancing security and peace of mind while generating new revenue streams. With over \$500 million in vessels moored at Cocoplum, this upgraded security infrastructure is expected to significantly increase protection and improve member satisfaction. The revenue from the CCTV service will offset infrastructure and internet service costs, making it a win-win for the yacht club and its members.

Revenue from these two projects is expected to be reported in Q4/2024, ending December 31, 2024.