

EQ Labs, Inc.

Amendment to Quarterly Report Quarterly financial and Disclosures for 12/31/2024 originally published through the OTC Disclosure & News Service on [03/04/2025](#)

Explanatory Note:

Inaccurate corporation report filing, not quarterly report but Annual Report and Disclosure

***This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

EQ LABS, INC

A Florida Corporation

1016 Baronet Drive, Las Vegas NV 89138

702-806-5943

MO@DRINKEQ.COM

2834 – Pharmaceutical Preparations

Annual Report

For the period ending December 31, 2024 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

2,698,566,005 Shares outstanding as of December 31, 2024

2,445,166,007 Shares outstanding as of December 31, 2023

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: ☒

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.

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

EQ Labs, Inc – 1016 Baronet Drive, Las Vegas Nv 89138

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.

The current issuer of common shares is EQ Labs, Inc under the symbol of "EQLB". On February 5, 2009, a symbol change was effective from RVCK to EQLB. The predecessor entity was River Creek Holdings.

Current State and Date of Incorporation or Registration: Florida – September 7, 2008

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

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

None

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:

1016 Baronet Drive, Las Vegas NV 89138

Address of the issuer's principal place of business:

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

Same

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:

NA

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer Co.

Phone: 800-785-7782

Email: joslyn@pacificstocktransfer.com

Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas NV 89119

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>EQLB</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>268826 104</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>5,000,000,000</u> as of date: <u>12/31/2024</u>
Total shares outstanding:	<u>2,698,566,005</u> as of date: <u>12/31/2024</u>
Total number of shareholders of record:	<u>732</u> as of date: <u>12/31/2024</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>Series A Preferred</u>	
Par or stated value:	<u>\$1.00</u>	
Total shares authorized:	<u>10,000,000</u>	as of date: <u>12/31/2024</u>
Total shares outstanding (if applicable):	<u>10,000,000</u>	as of date: <u>12/31/2024</u>
Total number of shareholders of record (if applicable):	<u>2</u>	as of date: <u>12/31/2024</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.

Each share has one vote

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

The Preferred Stock has voting rights equal to 110% of all the voting power of the common shares issued and outstanding.

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

None

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.

None

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: x (If yes, you must complete the table below)

Shares Outstanding as of Second Most Recent Fiscal Year End: 12/31/2020 <u>Opening Balance</u> Date: 1/1/2023 Common: 2,368,916,007 Preferred: 1			*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>1/10/2023</u>	New Issuance	<u>20000000</u>	Common	<u>\$50.000</u>	No	<u>Double LLC – Mike Jobe</u>	Cash	Restricted	144

<u>1/10/2023</u>	New Issuance	<u>5000000</u>	Common	<u>\$25,000</u>	No	<u>Tammy Harter</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>1000000</u>	Common	<u>\$1,250</u>	No	<u>Brendan Doleman</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>1000000</u>	Common	<u>\$1,500</u>	No	<u>Patrick Doleman</u>	Cash	Restricted	144
<u>1/10/2023</u>	New Issuance	<u>1000000</u>	Common	<u>\$1,250</u>	No	<u>Selrahc Global – CJ Martin</u>	Cash	Restricted	144
<u>2/10/2023</u>	Reissue	<u>(4,500,000)</u>	Common		No	<u>Karen Wollstein</u>		Restricted	144
<u>2/22/2023</u>	New Issuance	<u>5000000</u>	Common	<u>\$5,000</u>	No	<u>Kristi Harter</u>	Cash	Restricted	144
<u>2/22/2023</u>	New Issuance	<u>1500000</u>	Common	<u>\$5,000</u>	No	<u>Linda Wrighton</u>	Cash	Restricted	144
<u>2/23/2023</u>	New Issuance	<u>2500000</u>	Common	<u>\$2,500</u>	No	<u>Michael Rawlings</u>	Cash	Restricted	144
<u>4/3/2023</u>	New Issuance	<u>3150000</u>	Common	<u>5000</u>	No	<u>Ryan Gomez</u>	Cash	Restricted	144
<u>6/2/2023</u>	New Issuance	<u>6000000</u>	Common	<u>8000</u>	No	<u>William Maze</u>	Cash	Restricted	144
<u>6/2/2023</u>	New Issuance	<u>2000000</u>	Common	<u>1500</u>	No	<u>Matthew Maze</u>	Cash	Restricted	144
<u>6/20/2023</u>	New Issuance	<u>4800000</u>	Common	<u>3000</u>	No	<u>Matthew Maze</u>	Cash	Restricted	144
<u>6/30/2023</u>	New Issuance	<u>2200000</u>	Common	<u>1000</u>	No	<u>Eugene Conklin</u>	Cash	Restricted	144
<u>7/5/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1000</u>	No	<u>Matthew Mays</u>	Cash	Restricted	144
<u>7/5/2023</u>	New Issuance	<u>3000000</u>	Common	<u>2000</u>	No	<u>William Mays</u>	Cash	Restricted	144
<u>7/31/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1000</u>	No	<u>Selrahc Global – Charles Martin</u>	Cash	Restricted	144
<u>8/9/2023</u>	New Issuance	<u>3375000</u>	Common	<u>1500</u>	No	<u>Stephen Conklin</u>	Cash	Restricted	144
<u>8/10/2023</u>	New Issuance	<u>1125000</u>	Common	<u>500</u>	No	<u>Stephen Conklin</u>	Cash	Restricted	144

<u>8/14/2023</u>	New Issuance	<u>5000000</u>	Common	<u>1500</u>	No	<u>GJM Repair – Gerald Bonaparte</u>	Cash	Restricted	144
<u>8/22/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1500</u>	No	<u>Amber Touissant</u>	Cash	Restricted	144
<u>8/22/2023</u>	New Issuance	<u>400000</u>	Common	<u>300</u>	No	<u>Shannon Kady</u>	Cash	Restricted	144
<u>8/31/2023</u>	New Issuance	<u>1500000</u>	Common	<u>2000</u>	No	<u>Matthew Mays</u>	Cash	Restricted	144
<u>8/31/2023</u>	New Issuance	<u>6850000</u>	Common	<u>5000</u>	No	<u>Alicia Cohen</u>	Cash	Restricted	144
<u>9/8/2023</u>	New Issuance	<u>300000</u>	Common	<u>500</u>	No	<u>Tyler Snow</u>	Cash	Restricted	144
<u>9/25/2023</u>	New Issuance	<u>1500000</u>	Common	<u>1000</u>	No	<u>Tyler Snow</u>	Cash	Restricted	144
<u>10/27/2023</u>	New Issuance	<u>6750000</u>	Common	<u>10000</u>	No	<u>Carl Vincent</u>	Cash	Restricted	144
<u>11/1/2023</u>	New Issuance	<u>2750000</u>	Common	<u>5000</u>	No	<u>William Aynaym</u>	Cash	Restricted	144
<u>11/2/2023</u>	New Issuance	<u>6750000</u>	Common	<u>5000</u>	No	<u>Ohana Cash Mgmt – Marlo Vncenti</u>	Cash	Restricted	144
<u>11/16/2023</u>	New Issuance	<u>2750000</u>	Common	<u>5000</u>	No	<u>Scott Takemoto</u>	Cash	Restricted	144
<u>12/18/2023</u>	New Issuance	<u>6750000</u>	Common	<u>17000</u>	No	<u>Ronnie Hinkle</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>7000000</u>	Common	<u>5000</u>	No	<u>Scott Takemoto</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>11000000</u>	Common	<u>5000</u>	No	<u>Carl Vincenti</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>7000000</u>	Common	<u>5000</u>	No	<u>Greg Schneider</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>3666666</u>	Common	<u>1666.66</u>	No	<u>Marlo Vicenti</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>3666666</u>	Common	<u>1666.66</u>	No	<u>Kyle Okahara</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>3666666</u>	Common	<u>1666.66</u>	No	<u>Brandon Okahara</u>	Cash	Restricted	144

<u>01/26/2024</u>	New Issuance	<u>7000000</u>	Common	<u>5000</u>	No	<u>William Aynayim</u>	Cash	Restricted	144
<u>01/26/2024</u>	New Issuance	<u>6250000</u>	Common	<u>5000</u>	No	<u>Sanford Brown</u>	Cash	Restricted	144
<u>1/26/2024</u>	New Issuance	<u>6250000</u>	Common	<u>5000</u>	No	<u>Michelle Brown</u>	Cash	Restricted	144
<u>2/7/2024</u>	New Issuance	<u>3000000</u>	Common	<u>2000</u>	No	<u>Ronnie Hinkle</u>	Cash	Restricted	144
<u>2/14/2024</u>	New Issuance	<u>2500000</u>	Common	<u>1000</u>	No	<u>Donald Rollins</u>	Cash	Restricted	144
<u>2/28/2024</u>	New Issuance	<u>11000000</u>	Common	<u>5000</u>	No	<u>Eric Grant</u>	Cash	Restricted	144
<u>3/4/2024</u>	New Issuance	<u>3000000</u>	Common	<u>1000</u>	No	<u>Ochless Support c/o Greg King</u>	Cash	Restricted	144
<u>3/7/2024</u>	New Issuance	<u>2500000</u>	Common	<u>1000</u>	No	<u>Daniel Summers</u>	Cash	Restricted	144
<u>3/26/2024</u>	New Issuance	<u>1500000</u>	Common	<u>1500</u>	No	<u>Manu Lewis</u>	Cash	Restricted	144
<u>4/2/2024</u>	New Issuance	<u>5000000</u>	Common	<u>5100</u>	No	<u>William Avnayim</u>	Cash	Restricted	144
<u>4/15/2024</u>	New Issuance	<u>1500000</u>	Common	<u>500</u>	No	<u>Daniel Summers</u>	Cash	Restricted	144
<u>4/17/2024</u>	New Issuance	<u>3000000</u>	Common	<u>2000</u>	No	<u>Guidry Javelin</u>	Cash	Restricted	144
<u>5/30/2024</u>	New Issuance	<u>7500000</u>	Common	<u>5000</u>	No	<u>Desiree Gasior</u>	Cash	Restricted	144
<u>6/10/2024</u>	New Issuance	<u>15000000</u>	Common	<u>15000</u>	No	<u>Donald Oshea</u>	Cash	Restricted	144
<u>6/28/2024</u>	New Issuance	<u>10000000</u>	Common	<u>10000</u>	No	<u>Trampas Haman</u>	Cash	Restricted	144
<u>7/9/2024</u>	New Issuance	<u>9000000</u>	Common	<u>10000</u>	No	<u>Stephen Conklin</u>	Cash	Restricted	144
<u>7/9/2024</u>	New Issuance	<u>500000</u>	Common	<u>5000</u>	No	<u>Bryant Chastain</u>	Cash	Restricted	144
<u>7/11/2024</u>	New Issuance	<u>750000</u>	Common	<u>1000</u>	No	<u>Thomas Lynch</u>	Cash	Restricted	144

<u>7/12/2024</u>	New Issuance	<u>6500000</u>	Common	<u>10000</u>	No	<u>James Harmon</u>	Cash	Restricted	144
<u>8/7/2024</u>	New Issuance	<u>29700000</u>	Common	<u>43277</u>	No	<u>William Maze</u>	Cash	Restricted	144
<u>8/15/2024</u>	New Issuance	<u>6000000</u>	Common	<u>5000</u>	No	<u>Daniel Baily</u>	Cash	Restricted	144
<u>8/16/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Clarice Coker</u>	Cash	Restricted	144
<u>9/30/2024</u>	New Issuance	<u>2200000</u>	Common	<u>3000</u>	No	<u>Brian Stalker</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>13000000</u>	Common	<u>10000</u>	No	<u>Trampas Harman</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>1100000</u>	Common	<u>1500</u>	No	<u>John Hicks</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>1400000</u>	Common	<u>2500</u>	No	<u>James Emdriz</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Daniel Davis</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Darrell Rife</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Joshua Payne</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Jason Lister</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>300000</u>	Common	<u>500</u>	No	<u>Mariah Locke</u>	Cash	Restricted	144
<u>9/26/2024</u>	New Issuance	<u>3650000</u>	Common	<u>3846</u>	No	<u>Sonny Alinio</u>	Cash	Restricted	144
<u>10/17/2024</u>	New Issuance	<u>6000000</u>	Common	<u>10000</u>	No	<u>Domingo Alino</u>	Cash	Restricted	144
<u>10/8/2024</u>	New Issuance	<u>25650000</u>	Common	<u>21000</u>	No	<u>Matthew Mays</u>	Cash	Restricted	144
<u>12/17/2024</u>	New Issuance	<u>14950000</u>	Common	<u>17500</u>	No	<u>Matthew Mays</u>	Cash	Restricted	144
<u>10/1/2024</u>	New Issuance	<u>1000000</u>	Common	<u>1500</u>	No	<u>Shelly Oldham</u>	Cash	Restricted	144
<u>10/3/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Daniel Davis</u>	Cash	Restricted	144

<u>10/7/2024</u>	New Issuance	<u>1000000</u>	Common	<u>1500</u>	No	<u>JC Hicks</u>	Cash	Restricted	144
<u>10/7/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Darrel Rife</u>	Cash	Restricted	144
<u>11/19/2024</u>	New Issuance	<u>650000</u>	Common	<u>1000</u>	No	<u>Diane McBride</u>	Cash	Restricted	144
Shares Outstanding on Date of This Report:									
<u>Ending</u> _____ <u>Balance</u>									
<u>Ending Balance:</u>									
Date: 12/31/2024									
Common: 2,698,566,005									
Preferred: 10,000,000									

Example: A company with a fiscal year end of December 31st 2024, 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, 2023 through December 31, 2024 pursuant to the tabular format above.

Any additional material details, including footnotes to the table are below:

None

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

☐ Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
12/1/2010	\$560,000	\$1,672,341	Open	Demand Note	0	557,447,000	Maurice Owens	Operating Loan
5/27/2021	\$35,000	\$35,000	Open	Demand Note	0	0	<u>AMJ Global Entertainment – Nicole Malone</u>	Product Investment
Total Outstanding Balance:		1,707,341	Total Shares:		0	557,447,000		

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

Any additional material details, including footnotes to the table are below:

None

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")

Brand: Last Shot® - www.lastshotdrinks.com

Market: Dietary supplement recovery – Detox – ENERGY

Target: 21-55 male and female

Flavor: Cranberry – Pineapple- Mango

Key Actives: Electrolytes, vitamins, caffeine, proprietary detox blend

Distribution: C-store, Drug, Web, Affiliate, Sports, Major distributions

Package: 1 – 8.4 oz can package 24 case.

Learned: Customer are very loyal – product works, multi-cases sell, non-caffeine needed, hangover claim issues, great workout and all-day drink, people want to make \$ selling it, brand name is liked but confusion on when to take, large export opportunity, \$2/can works, can exceed with program

Status: Creating no-caffeine Mango for early and late-night program, lose hangover claim, Re-work brand, add tubs to site, execute/partner with affiliate program, Vitamin World test

The Company presently distributes its products through national distributors, such as McLane Distributors, which distributes to the national convenience store chain, 7 - Eleven, and numerous other regional distributors, and has been approved by the Ministries of Health in Latin America countries such as Mexico, where EQ Labs sponsored the off-track racing team that won 1st Place (in its series) in the prestigious Baja 1000 in 2007.

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

None

C. Describe the issuers' principal products or services.

The company sells a product through retail stores called Las Shot which is a beverage drink for late night partiers. The product is presently distributed in the western US.

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.

Rented Warehouse/Storage Facility at 4407 McGuire Street, North Bay #10, Las Vegas NV 89081

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.

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
Maurice Owens	Officer & Director	Las Vegas, NV	58,726,323	Common	3%
Maurice Owens	Officer & Director	Las Vegas, NV	9,850,000	Preferred	98.5%
Darryl Roussen	Director	La Vegas, NV	5,000,000	Common	0.00%

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);

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.

None

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

Name: Vern Evans
Address 1: 3430 East Russell Road
Address 2: Suite 301 19
Las Vegas NV 89120
Phone: 760-672-0208
Email: vern.evans@hotmail.com

Accountant or Auditor

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____

Phone: _____
Email: _____

All other means of Investor Communication:

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

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: Lowell Holden
Firm: _____
Nature of Services: Financial Consulting
Address 1: _____
Address 2: _____
Phone: 612-961-5656
Email: ltholden@comcast.net

9) Disclosure & Financial Information

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

Name: Derrick Berry
Title: Consultant
Relationship to Issuer: None

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: Lowell Holden
Title: Consultant
Relationship to Issuer: None

Describe the qualifications of the person or persons who prepared the financial statements: Has prepared SEC filing for over 20 years.

Provide the following qualifying financial statements: (Attached)

- 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:*

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, Maurice Owens certify that:

1. I have reviewed this Disclosure Statement for EQ Labs, 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.

March 3, 2025

/s/ Maurice Owens [CEO's Signature]

Principal Financial Officer:

I, Maurice Owens certify that:

1. I have reviewed this Disclosure Statement for EQ Labs, 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.

March 3, 2025

/s/ Maurice Owens [CEO's Signature]

EQ LABS, INC

UNAUDITED FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

(UNAUDITED)

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ITEM 1: FINANCIAL STATEMENTS

EQ LABS, INC BALANCE SHEETS (UNAUDITED)

	December 31, 2024	December 31, 2023
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 969	\$ 2,673
Inventory	31,466	44,319
Prepaid	17,500	17,500
Total current assets	49,935	64,492
Other assets	500	500
Total assets	<u>\$ 50,435</u>	<u>\$ 64,992</u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 28,252	\$ 28,465
Notes Payable	35,000	35,000
Accrued liabilities - Related party	886,730	804,371
Total current liabilities	<u>929,982</u>	<u>867,371</u>
Long term liabilities		
Note payable- related party	785,612	846,799
Total liabilities	<u>1,735,594</u>	<u>1,714,635</u>
Stockholders' deficit:		
Preferred stock, \$0.0001 par value, 10,000,000 authorized, one issue or outstanding	2	2
Common stock, \$0.0001 par value 2,090,000,000 authorized 2,698,566,006 and 2,445,166,007 issued and outstanding, respectively	269,857	244,516
Additional paid in capital	13,470,940	13,259,453
Accumulated deficit	(15,425,958)	(15,153,614)
Total stockholders' deficit	<u>(1,685,159)</u>	<u>(1,649,643)</u>
Total liabilities and stockholder deficit	<u>\$50,435</u>	<u>\$ 64,992</u>

accompanying notes are an integral part of these unaudited financial statements.

EQ LABS, INC
STATEMENTS OF OPERATIONS (UNAUDITED)
YEARS ENDED DECEMBER 31,

	2024	2023
Revenue	\$ 36,27	\$ 23,521
Cost of sales	15,255	5,349
Gross profit	21,042	18,172
Operating expenses:		
General and administrative expense	211,027	100,959
Loss from operations	(189,985)	(82,787)
Other income (expense)		
Interest	(82,359)	(87,483)
Other income (expense)	(82,359)	(87,483)
Net income (loss)	\$ (272,344)	\$ (170,270)
Net loss per share, basic and diluted	\$ (0.00)	\$ (0.00)
Weighted average number of shares outstanding; basic and diluted	2,580,350,937	2,395,936,418

The accompanying notes are an integral part of these unaudited financial statements.

EQ LABS, INC
STATEMENT OF SHAREHOLDERS DEFICIT
FOR YERARES ENDED DECEMBER 31, 2024 AND 2023

	Common Stock		Preferred Stock		Additional paid in	Accumulated Deficit	Shareholders Deficit
Balance at December 31, 2022	2,368,916,007	236,892	1	2	13,183,778	(14,983,344)	(1,562,672)
Common stock issued for cash	76,250,000	7,624	--	--	75,675	--	83,299
Net loss		--	--	--	--	(170,270)	(170,270)
Balance at December 31, 2023	2,445,166,007,	244,516	1	2	\$13,259,453	(15,153,614)	(1,649,643)
Common stock issued for cash	253,399,999	25,341	--	--	211,487	--	236,828
Net loss	--	--	--	--	--	(272,344)	(272,344)
Balance at December 31, 2024	2,698,566,006	\$ 269,857	1	\$2	\$13,470,940	\$ (15,425,958)	\$(1,685,159)

The accompanying notes are an integral part of these unaudited financial statements.

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EQ LABS, INC
STATEMENTS OF CASH FLOWS
FOR YEARS ENDED DECEMBER 31,
(UNAUDITED)

	2023	2023
Cash flows from operating activities:		
Net loss	\$ (272,344)	\$ (170,270)
Adjustments to reconcile net income to net cash provided by (used in) operating activities:		
Changes in operating assets and liabilities:		
Inventory	12,853	17,232
Accounts payable and accrued expense	(213)	1,989
Accrued expense- related party	82,359	85,229
Net cash used in operating activities	(117,345)	(85,820)
Cash flows from financing activities:		
Common stock issued for cash	236,828	83,299
Repayment of notes payable	--	(3,000)
Repayment of notes payable- related party	(61,187)	(19,575)
Net cash provided by (used in) financing activities	175,641	60,724
Net increase (decrease) in cash	(1,704)	(5,096)
Cash – beginning of period	2,673	7,769
Cash – end of period	<u>\$ 969</u>	<u>\$ 2,673</u>
SUPPLEMENT DISCLOSURES:		
Interest paid	\$ --	\$ --
Income taxes paid	\$ --	\$ --

The accompanying notes are an integral part of these unaudited financial statements.

EQ LABS, INC
NOTES TO FINANCIAL STATEMENTS
(UNAUDITED)

NOTE 1 – NATURE OF BUSINESS

EQ Labs, Inc. formerly known as River Creek Holdings, Inc. (hereinafter referred to as the “Company”) was incorporated in 2008 in the State of Florida. On September 7, 2008, the Company entered into a Plan of Share Exchange (the “Exchange Agreement”) with EQ Labs, LLC., a Nevada limited liability company (“EQL”). Pursuant to the Exchange Agreement, the Company acquired all of EQL interests from the EQL holders in exchange for 54,105,272 shares of common stock, representing 83.66% of the 64,672,800 issued and outstanding shares of the Company’s common stock. The exchange of shares with EQL was accounted for as a reverse acquisition under the purchase method of accounting since the holders of EQL obtained control of the Company. On October 15, 2008 River Creek Holdings, Inc. changed its name to EQ Labs, Inc. EQL is a wholly-owned subsidiary of the Company.

On March 22, 2016 the Company increased the number of authorized shares to 1,500,000,000 shares of which 1,490,000,000 consisted of common shares and 10,000,000 consisted of preferred shares both share classes with a par value of \$0.0001.

During the year ended December 31, 2017 the Company increased the authorized shares of common stock to 1,790,000,000.

On April 24, 2018 the Company increased the authorized shares of common stock to 2,090,000,000 with a par value of \$0.001.

The Company manufactures and distributes energy drink products. The Company’s products are the “LAST SHOT” ready to go 8.4oz Hangover Protection, 3 in 1 Energize, Hydrate, Detox mixable cold beverage and the EQ Energy Tab.

NOTE 2- ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the balance sheet. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Revenue Recognition

The Company recognizes revenue when the product has been shipped to the customer and invoiced by the Company

Impairment of Long-Lived Assets

The Company reviews the carrying value of its long-lived assets annually or whenever events or changes in circumstances indicate that the historical-cost carrying value of an asset may no longer be appropriate. The Company assesses recoverability of the asset by comparing the undiscounted future net cash flows expected to result from the asset to its carrying value. If the carrying value

exceeds the undiscounted future net cash flows of the asset, an impairment loss is measured and recognized. An impairment loss is measured as the difference between the net book value and the fair value of the long-lived asset. Fair value is estimated based upon either discounted cash flow analysis or estimated salvage value.

Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. The Company's significant estimates include the fair value of common stock issued for services. Actual results could differ from those estimates.

Income Taxes

Deferred tax assets and liabilities are determined based on the differences between the financial reporting and tax bases of assets and liabilities using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. A valuation allowance is established when necessary to reduce deferred tax assets to the amounts expected to be realized.

The Company accounts for income taxes under the provisions of Financial Accounting Standards Board) Accounting Standards Codification 740, *Accounting for Income Taxes*. It prescribes a recognition threshold and measurement attributes for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. As a result, the Company has applied a more-likely-than-not recognition threshold for all tax uncertainties. The guidance only allows the recognition of those tax benefits that have a greater than 50% likelihood of being sustained upon examination by the various taxing authorities.

The Company classifies penalties and interest related to unrecognized tax benefits as income tax expense in the Consolidated Statements of Operations.

Basic and diluted net loss per share

Basic and diluted net loss per share calculations are calculated on the basis of the weighted average number of common shares outstanding during the year. Diluted loss per share calculations includes the dilutive effect of common stock. Basic and diluted net loss per share is the same due to the absence of common stock equivalents.

Fair Value of Financial Instruments

The Company's financial instruments consisting of accounts payable, accrued expenses and notes payable approximate their fair value due to their short term maturities.

Recent Accounting Pronouncements

The Company does not expect the adoption of any recently issued accounting pronouncements to have a significant impact on their financial position, results of operations or cash flows.

NOTE 3 - GOING CONCERN

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company, as shown in the accompanying consolidated balance sheets has an accumulated deficit of \$15,425,958 as of December 31, 2024. The Company has established a source of revenue, but it does not cover its

operating costs. These factors raise substantial doubt about the company's ability to continue as a going concern. The Company will offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

NOTE 4 – RELATED PARTY TRANSACTIONS

On December 5, 2016, the Company granted a security interest in the assets of the Company to a related party for the advances due the related party. The advance is non-interest bearing and due on demand payable in U.S. Dollars or converted into shares of stock as designated in the Note. As of December 31, 2024 the balance due the related party was \$785,612 plus accrued interest of \$886,730.

NOTE 5 – EQUITY

During the year ended December 31, 2023 the Company issued 50,500,000 shares of common stock with a value of \$83,299.

During the year ended December 31, 2024 the Company issued 253,399,999 shares of common stock with a value of \$236,828.

NOTE 6 - SUBSEQUENT EVENTS

The Company has evaluated subsequent events to determine events occurring after December 31, 2024 through the date of this filing that would have a material impact on the Company's financial results or require disclosure and have determined none exist other than those noted above in this footnote.