

**GLOBAL ROUNDTABLE CORPORATION**  
**(formerly known as: GREEN CURES & BOTANICAL DISTRIBUTION, INC.)**

7535 East Ave, Suite 400  
Denver, CO 80231

---

845 390-0673  
Globalroundtablecorp.com  
grcuholdings@gmail.com

## Annual Report

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

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

7,226,753,446 as of December 31, 2024

6,093,420,113 as of December 31, 2023

3,757,632,347 as of December 31, 2022

### **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:

---

<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.

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.

The Company was incorporated in Colorado on September 22, 1986 as Petramerica Oil, Inc..  
On August 17, 2006, the Company completed a reverse merger with Triton Distribution Systems, Inc., and changed its name to Triton Distribution Systems, Inc.  
On May 7, 2014, the Company changed its name to Green Cures & Botanical Distribution, Inc  
On May 24, 2023, the Company changed its name to Global Roundtable Corporation.

Current State and Date of Incorporation or Registration: Colorado, 09/22/1986  
Standing in this jurisdiction: (e.g. active, default, inactive): In Good Standing

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:

7535 East Ave, Suite 400  
Denver, CO 80231

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: Pacific Stock Transfer Company  
Phone: (800) 785-7782  
Email: info@pacifictransfer.com  
Address: 6725 Via Austi Parkway,  
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:	GRCU	
Exact title and class of securities outstanding:	Common	
CUSIP:	393007-208	
Par or stated value:	\$0.001	
Total shares authorized:	8,000,000,000	as of date: December 31, 2024
Total shares outstanding:	7,226,753,446	as of date: December 31, 2024
Total number of shareholders of record:	355	as of date: December 31, 2023

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

None\_\_\_\_\_

### 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:	Series A Super Preferred Stock	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>100</u>	as of date: December 31, 2024
Total shares outstanding:	<u>1</u>	as of date: December 31, 2024
Total number of shareholders of record:	<u>1</u>	as of date: December 31, 2024

Exact title and class of the security:	Series B Convertible Preferred Stock	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>5,000,000</u>	as of date: December 31, 2024
Total shares outstanding:	<u>930,000</u>	as of date: December 31, 2024
Total number of shareholders of record:	<u>1</u>	as of date: December 31, 2024

Exact title and class of the security:	Series A Super Preferred Stock	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>15,000,000</u>	as of date: December 31, 2024
Total shares outstanding:	<u>3,400,000</u>	as of date: December 31, 2024
Total number of shareholders of record:	<u>1</u>	as of date: December 31, 2024

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.**

The shares of this class shall have unlimited voting rights and each holder of Common Stock shall be entitled to one vote for each share of such stock standing in his name on the books of the Corporation.

---

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

**Series A**

The shares of such series shall be designated as the "Series A Super Preferred Stock" and the number of shares initially constituting such series shall be up to One Hundred (100) shares. The Series A Super Preferred Stock shall be senior to the common stock and any other series or class of the company's preferred stock

Each individual share of Series A Preferred Stock shall be convertible into the number of shares of Common Stock which equals 66% of the total number of shares of Common Stock, plus the total number of shares of all other series of stock, which are issued and outstanding at the time of conversion, divided by the total number of shares of Series A Preferred Stock at the time of conversion.

Each individual share of Series A Preferred Stock shall have the voting rights equal to  $66.6\% - (2/3)$  of the number of shares of Common Stock, plus the total number of shares of all other series of Stock, issued and outstanding at the time of any vote of shareholders, divided by the number of shares of Series A Preferred Stock which are issued and outstanding at the time of the vote.

**Series B**

The Series B Preferred shall be senior to the Common Stock and any other outstanding Preferred Stock except Series A Preferred Stock. Series B Preferred shall have voting rights in any matter presented to the shareholders of the common stock of the Company on the basis of one vote for each share of Series B Preferred Stock issued and outstanding.

Each share of Series B Preferred Stock shall be convertible, at any time, or from time to time, into that number of shares of the company's Common Stock par value of 0.001, equal in Market Value to \$6 (six dollars) or determined by the conversion rate then in force, subject to adjustment as may be determined by the Board of Directors from time to time.

The holders of the Series B Preferred shall be entitled to receive Common Stock dividends when, as, and if declared by the directors of the Company

### Series C

The Series C Preferred shall be senior to the Common Stock and any other series or class of the company's Preferred Stock except Series A and Series B Preferred Stock.

Series C Preferred shall have voting rights in any matter presented to the shareholders of the common stock of the Company on the basis of one vote for each share of Series C Preferred Stock issued and outstanding.

The holders of the Series C Preferred shall be entitled to receive Common Stock dividends when, as, and if declared by the directors of the Company. Each share of Series C Preferred shall be convertible into 1,000 (one thousand units of shares of the Company's Common Stock

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

In May 2023, The Company filed an amendment to its Articles of Incorporation and modified the capital structure of the company. As part of this, Series D, E, F, G and H Convertible Preferred Stock were eliminated. Also designations for Series B and C were modified to provide the terms as stated above.

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

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
<u>Balance</u>		<u>Opening</u>							
Date:	Common:	3,757,632,647							
01/01/2023	Pref A	1							
01/01/2023	Pref B	930,000							
	Pref C	3,400,000							
3/6/2023	New issuance	525,000,000	Common		Yes	JRK Capital & Leasing Barima Anyane-Yeboah / Darsaan Khanna	Conversion of Preferred B	Restricted	Control
3/6/2023	New issuance	207,703,333	Common	\$0.0003	Yes	Clem Yeboah	Note Conversion	Restricted	144
3/22/2023	New issuance	369,322,500	Common	\$0.00016	Yes	Gain 74 Inc. Richard Astrom	Note Conversion	Unrestricted	144
4/13/2023	New issuance	200,000,000	Common	\$0.0003	Yes	Business Support Services Inc Amma Yeboah	Note Conversion	Unrestricted	144
4/13/2023	New issuance	166,666,667	Common	\$0.0006	Yes	188 Pearl Street Holdings, LLC Ivan Jiminez	Note Conversion	Unrestricted	144
6/28/2023	New issuance	120,000,000	Common	\$0.0006	Yes	189 Pearl Street Holdings, LLC Ivan Jiminez	Note Conversion	Unrestricted	144
9/12/2023	New issuance	260,000,000	Common	\$0.0001	Yes	Trillium Partners Steve Hicks	Note Conversion	Unrestricted	144
9/19/2023	New issuance	260,000,000	Common	\$0.0001	Yes	Trillium Partners Steve Hicks	Note Conversion	Unrestricted	144
9/21/2023	New issuance	113,547,483	Common	\$0.0001	Yes	Trillium Partners Steve Hicks	Note Conversion	Unrestricted	144

9/27/2023	New issuance	113,547,483	Common	\$0.0001	Yes	Trillium Partners Steve Hicks	Note Conversion	Unrestricted	144
2/9/2024	New issuance	400,000,000	Common	\$0.0001	No	Lotus Law LLC Sayekhul Islam	Services	Restricted	144
2/9/2024	New issuance	250,000,000	Common	\$0.0001		Robert Tanko	Services	Restricted	Control
2/9/2024	New issuance	200,000,000	Common	\$0.0001		Clem Yeboah	Services	Restricted	144
2/9/2024	New issuance	100,000,000,	Common	\$0.0001		Sohinii Khanna	Services	Restricted	144
2/9/2024	New issuance	83,333,333	Common	\$0.0001		Sayekhul Islam	Services	Restricted	144
2/9/2024	New issuance	100,000,000	Common	\$0.0001		Valli Anderson	Services	Restricted	144
		3,469,120,799							
Shares Outstanding on Date of This Report:									
12/31/2024	Common:	7,226,753,446							
12/31/2024	Preferred A	1							
12/31/2024	Preferred B	930,000							
12/31/2024	Preferred C	3,400,000							

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 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:

\_\_\_\_\_

## 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: x (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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>2/8/21</u>	<u>74,710</u>	<u>50,000</u>	<u>32,210</u>	<u>8/31/21</u>	<u>\$0.0035</u>	<u>Livingston Asset Mgmt</u>  <u>(Steve Hicks)</u>	<u>Consulting Services</u>
<u>2/9/21</u>	<u>36,875</u>	<u>25,000</u>	<u>15,625</u>	<u>8/31/21</u>	<u>\$0.0035</u>	<u>Matheau Stout</u>	<u>Legal Services</u>
<u>9/7/21</u>	<u>77,689</u>	<u>200,000</u>	<u>0</u>	<u>9/7/22</u>	<u>\$ .0003</u>	<u>Business Support Services Group, Inc.</u> <u>(Amma Yeboah)</u>	<u>Consulting Services</u>

\*\*\*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 issuer is a holding company seeking to utilize the facilities of its subsidiaries

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

1. Marvel Specialty Care Services  
133 N Madison Ave, Upper Darby, PA 19082
2. Hope Hospice Care Inc.  
8275 Eastern Ave, Ste 263  
Las Vegas, NV 89123

C. Describe the issuers' principal products or services.

The Company through its subsidiaries will provide health and wellness services and products, Real Estate and housing, Green energy, and other products and services. The Company's current subsidiary (Marvel Specialty Care) provides eye-glasses to the public.

#### 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.

Marvel Specialty Care Services Inc, a subsidiary of the Company currently leases as estimated 2200 square feet of retail space on a month to month basis. The offices are located at 8232 West Chester Pike, Upper Darby, PA 19082. The monthly lease payment is \$2,450. Also, Hope Hospice Care Inc., another subsidiary is located at 8275 Eastern Ave, Ste 263, Las Vegas, NV 89123

## 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 more than 5%)	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>Robert Tanko</u>	<u>CEO, CFO</u>	<u>Las Vegas, NV</u>	<u>300,000,000</u>	<u>Common</u>	<u>4.151</u>	<u>_____</u>
<u>Paul Nelson</u>	<u>Member</u>		<u>-0-</u>			
<u>Serena</u>	<u>Member</u>		<u>-0-</u>			
<u>JRK Capital &amp; Leasing Inc</u>	<u>More than 5% ownership</u>	<u>Norristown, PA</u>	<u>1</u>	<u>Series A Preferred</u>	<u>100</u>	<u>Darsaan Khanna &amp; Barima Anyane-Yeboah</u>
<u>JRK Capital &amp; Leasing Inc</u>	<u>More than 5% ownership</u>	<u>Norristown, PA</u>	<u>930,000</u>	<u>Series B Preferred</u>	<u>100</u>	<u>Darsaan Khanna &amp; Barima Anyane-Yeboah</u>
<u>JRK Capital &amp; Leasing Inc</u>	<u>More than 5% ownership</u>	<u>Norristown, PA</u>	<u>3,400,000</u>	<u>Series C Preferred</u>	<u>100</u>	<u>Darsaan Khanna &amp; Barima Anyane-Yeboah</u>

<u>JRK Capital &amp; Leasing Inc</u>	<u>Less than 1% ownership</u>	<u>Norristown, PA</u>	<u>100,000,000</u>	<u>Common</u>	<u>1.364</u>	<u>Darsaan Khanna &amp; Barima Anyane-Yeboah</u>
Clem Yeboah	Consultant	Spring Valley NY	500,000,000	Common	6.92	

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.

## 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](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).

Name: Arthur Arthen Edward Pitts, Jr., Esq  
Address 1: IPG Law Group, LLC  
Address 2: 601 13<sup>th</sup> Street NW, Ste 900 S. Washington, DC 2005  
Phone: 267-699-6339  
Email: partners@ipglawgroup.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 ]: \_\_\_\_\_

### 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: Clem Yeboah  
Firm: \_\_\_\_\_  
Nature of Services: Consulting  
Address 1: 8 Bradley Ct  
Address 2: Chestnut Ridge, NY 10977  
Phone: 845 536-4861  
Email: clemyeboah@yahoo.com

## 9) Disclosure & Financial Information

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

Name: Clem Yeboah  
Title: Consultant  
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: Robert Tanko  
Title: CEO  
Relationship to Issuer: Officer

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

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.

---

<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.

- 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, Robert Tanko certify that:

1. I have reviewed this Disclosure Statement for Global Roundtable Corporation
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

11/19/2024 [Date]

/s/ Robert Tanko [CEO's Signature]

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

*Principal Financial Officer:*

I, Robert Tanko certify that:

1. I have reviewed this Disclosure Statement for Global Roundtable Corporation;
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.

04/17/2025 [Date]

/s/ Robert Tanko [CFO's Signature]

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

EXHIBIT

**GLOBAL ROUNDTABLE CORPORATION  
AND SUBSIDIARIES  
CONSOLIDATED FINANCIAL STATEMENTS FOR  
THE YEARS ENDED DECEMBER 31, 2024 AND 2023  
(UNAUDITED)**

## **Index to Unaudited Financial Statements**

Unaudited Balance Sheets as of December 31, 2024 And December 31, 2024 and 2023	1
Unaudited Statements of Operations for the Years Ended December 31, 2024 and 2023	2
Unaudited Statements of Cash Flows for the Years Ended December 31, 2024 and 2023	3
Unaudited Statement of Stockholders' Equity (Deficit) for the Years Ended December 31, 2024 and 2023	4
Notes to Unaudited Financial Statements	5 - 10

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**

**Condensed Consolidated Balance Sheet**

**As of December 31, 2024 and 2023**

**(Unaudited)**

	<b>31-Dec-24</b>	<b>31-Dec-23</b>
<b>Current Assets:</b>	-	-
Cash and equivalents	\$ 362,964	\$ 207,449
Receivable from affiliated companies	700,855	657,353
Other Receivables	66,405	-
Inventories	29,193	34,435
Total current assets	1,159,417	899,237
<b>Plant and equipment, net</b>	101,486	117,233
<b>Other assets:</b>		
Intangibles, net	339,917	364,000
Guarantee Deposits	-	-
Investment in Clearly California	434,000	434,000
	773,917	798,000
<b>Total Assets</b>	<b>\$2,034,820</b>	<b>\$ 1,814,470</b>
<b>Liabilities:</b>		
Accounts payables and accrued expenses	\$ 734,680	\$ 444,974
Accrued interest payable	55,340	40,340
Convertible notes - non-related party	152,689	152,689
Note payable	125,664	116,124
Note payable - related parties	95,000	95,000
Due to Subsidiaries	113,482	113,482
Due to affiliated companies	101,848	65,848
<b>Total current liabilities</b>	1,378,703	1,028,457
<b>Stockholders' Deficit:</b>		
Preferred Series A, par value \$0.001; 100 authorized, 1 issued and outstanding at 12/31/2024 and 12/31/2023, respectively	-	-
Preferred Series B, par value \$.001; 5,000,000 authorized, 930,000 and 1,508,050 issued and outstanding at 12/31/2024 and 12/31/23	930	930
Preferred Series C, par value \$.001; 15,000,000 authorized, 3,400,000 issued and outstanding at 12/31/2024 and 12/31/23	3,400	3,400
Common stock, \$.001 par value, 8,000,000,000 shares authorized, 7226,753,446 and 6,093,420,113 shares issued and outstanding as of 12/31/2024 and 12/31/2023, respectively	7,226,753	6,093,420
Additional paid-in capital	(5,055,059)	(4,035,059)
Retained (deficit)	(1,519,907)	(1,276,678)
<b>Total stockholders' deficit</b>	656,117	786,013
<b>Total Liabilities and Stockholders' Equity</b>	<b>\$2,034,820</b>	<b>\$ 1,814,470</b>

The accompanying notes are an integral part of these consolidated financial statements



**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**  
**Condensed Consolidated Statements of Operations**  
**And For the Years Ended December 31, 2024 and 2023**  
**(Unaudited)**

	<b>31-Dec-24</b>	<b>31-Dec-23</b>
<b>Revenue</b>	\$ 1,300,267	\$ 2,355,621
Cost of revenue	(781,810)	(900,990)
Gross profit	518,457	1,454,631
<b>Operating expenses:</b>		
Executive and Board Member fees	140,000	125,000
Consulting fees	140,000	100,000
Legal and Professional fees	220,530	372,082
Bank service charges	1,869	1,357
Small tools and equipment	6,814	-
Postage and Delivery	-	9
Auto Expenses	160	2,352
Travel	33,740	62,629
Advertising and promotion	3,619	7,162
Rent	55,912	29,950
Utilities	2,094	12,994
Repairs	4,790	189
Stock Transfer Fees	10,720	12,193
Merchant account fees	3,664	2,623
Security	262	562
Office supplies and expenses	22,234	67,947
Dues and subscriptions	26,144	35,151
Insurance	2,550	4,572
Telephone expense	4,425	12,317
Other	27,250	20,540
Total operating expenses	706,777	869,629
<b>Operating income (loss)</b>	(188,320)	585,002
<b>Other income and expenses:</b>		
Interest expense	(15,078)	(45,014)
Depreciation and amortization	(39,831)	(65,569)
Total other expenses	(54,909)	(110,583)
(Loss) before income tax	(243,229)	474,419
Income tax expense	-	-
<b>Net (loss)</b>	(243,229)	474,419
<b>Net (loss) per share:</b>		
Basic and diluted	\$ -	\$ -
<b>Weighted average number of shares</b>		
Basic and diluted	6,977,669,197	5,171,601,606
** less than \$.01	-	-

The accompanying notes are an integral part of these consolidated financial statements

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**  
**Condensed Consolidated Statements of Cash Flows**  
**And For the Years Ended December 31, 2024 and 2023**  
**(Unaudited)**

	31-Dec-24	31-Dec-23
<b>Cash flows from operating activities:</b>		
Net (loss)	(243,229)	474,419
Adjustments to reconcile net income to net cash (used in) operating activities:		
Depreciation	39,831	65,569
Stock-based compensation	-	
Changes in operating assets and liabilities:		
Decrease (increase) in receivables from affiliates	(7,503)	(657,353)
Decrease (increase) in Other receivables	(66,405)	-
Decrease (increase) in inventories	5,242	565
Decrease (Increase) in Goodwill		(294,667)
Increase in accrued interest payable	15,000	7,217
Increase in accounts payable and accrued expenses	289,706	411,028
Increase in notes payable - non-related parties	9,540	4,500
Increase in notes payable -related parties	-	-
<b>Net cash (used in) operating activities</b>	<b>42,182</b>	<b>11,278</b>
<b>Cash flows from financing activities:</b>		
Proceeds from issuance of common stock	113,333	416,685
Convertible note issued (converted)	-	(378,311)
Subscriptions receivable	-	-
Divestiture of subsidiary	-	-
Net assets acquired in Merger	-	158,740
Preferred Stock Converted to common shares		(578)
<b>Net cash provided by financing activities</b>	<b>\$ 113,333</b>	<b>\$ 196,536</b>
<b>Net increase in cash and cash equivalents</b>	<b>\$ 155,515</b>	<b>\$ 207,814</b>
		\$
<b>Cash and cash equivalents at the beginning of the year</b>	<b>\$ 207,449</b>	<b>(365)</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>\$ 362,962</b>	<b>\$ 207,449</b>
<b>SUPPLEMENTAL CASH FLOW INFORMATION:</b>		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -

The accompanying notes are an integral part of these consolidated financial statements

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**  
**Condensed Consolidated Statements of Changes in Stockholders' Deficits**  
**For the Years Ended December 31, 2024 and 2023**  
**(UNAUDITED)**

	<u>Series B Preferred</u>		<u>Series C Preferred</u>		<u>Common Stock</u>		<u>Additional</u>	<u>Accum- ulated Deficits</u>	<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Paid-In Capital</u>		
<b>Balance December 31, 2021</b>	1,508,050	1,508	4,250,000	4,250	1,538,799,314	1,538,799	(281,474)	(1,258,315)	4,768
Net income (Loss) 2022								(452,045)	(452,045)
Divestiture of Clearly California								(113,226)	(113,226)
Accumulated Deficits - Subsidiary								(20,622)	(20,622)
Convert and eliminate Series F Preferred					500,000,000	500,000	(500,000)		-
Convert Series B shares to Common			(850,000)	(850)	850,000,000	850,000	(849,150)		-
Stock Issuance - Exec compensation					50,000,000	50,000	(35,000)		15,000
Stock issuance					818,833,000	818,833	(450,333)		368,500
<b>Balance December 31, 2022</b>	1,508,050	1,508	3,400,000	3,400	3,757,632,314	3,757,632	(2,115,957)	(1,844,208)	(197,625)
Net income (Loss) 2023								474,419	474,419
Accumulated Deficits								93,111	93,111
Convert ion of Notes					1,810,787,799	1,810,788	(1,394,680)		416,108
Convert Series B shares to Common	(578,050)	(578)			525,000,000	525,000	(524,422)		-
<b>Balance December 31, 2023</b>	<b>930,000</b>	<b>930</b>	<b>3,400,000</b>	<b>3,400</b>	<b>6,093,420,113</b>	<b>6,093,420</b>	<b>(4,035,059)</b>	<b>(1,276,678)</b>	<b>786,013</b>
Net income (loss) 2024								(243,229)	(243,229)
Stock Issuance - Exec compensation					250,000,000	250,000	(225,000)		25,000
Services					\$ 883,333,333	\$ 883,333	(795,000)		88,333
<b>Balance December 31, 2024</b>	<b>930,000</b>	<b>930</b>	<b>3,400,000</b>	<b>3,400</b>	<b>7,226,753,446</b>	<b>7,226,753</b>	<b>(5,055,059)</b>	<b>(1,519,907)</b>	<b>656,117</b>

The accompanying notes are an integral part of these consolidated financial statements

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**  
**NOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**

**NOTE 1 – BASIS OF PRESENTATION**

The accompanying financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP) under the accrual basis of accounting. All inter-company balances and transactions have been eliminated in consolidation. The Company has adopted a December 31 year-end.

**NOTE 2 – ORGANIZATION AND BUSINESS BACKGROUND**

The Company was incorporated in Colorado on September 22, 1986 as Petramerica Oil, Inc. On August 17, 2006, the Company completed a reverse merger with Triton Distribution Systems, Inc., and changed its name to Triton Distribution Systems, Inc. on May 7, 2014, the Company changed its name to Green Cures & Botanical Distribution, Inc. On May 24, 2023, the Company changed its name to Global Roundtable Corporation.

In April of 2020 the company acquired a majority interest in Clearly California, an entity active in the Cannabis industry, and the financial results of the subsidiary was reportable in the consolidated financial statements. However, in the third quarter of 2023, the company's investment in Clearly California fell below the percentage holding threshold for consolidation. Accordingly, the results of operations attributable to Clearly California, for the first nine months of 2023, has been eliminated.

In September 2023, the Company acquired one hundred percent interest in Marvel Specialty Care Services, Inc. ("Marvel"). Marvel, a Pennsylvania registered company is in the eyewear business.

**NOTE 3 – GOING CONCERN UNCERTAINTIES**

These financial statements have been prepared assuming that Company will continue as a going concern, which contemplates the realization of assets and the discharge of liabilities in the normal course of business for the foreseeable future.

As of December 31, 2024 and 2023, the Company had accumulated deficits of \$1,519,907 and \$1,276,678 respectively. Management has taken certain action and continues to implement changes designed to improve the Company's financial results and operating cash flows. The actions involve certain - growing strategies, including - expansion of the business model into new markets. Management believes that these actions will enable the Company to improve future profitability and cash flow in its continuing operations. As a result, the financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of the Company's ability to continue as a going concern.

**NOTE 4 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The accompanying condensed consolidated financial statements reflect the application of certain significant accounting policies as described in this note and elsewhere in the accompanying condensed consolidated financial statements and notes.

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**  
**NOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**

**NOTE 4 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Use of estimates**

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the dates of the financial statements, as well as the reported amounts of revenues and expenses during the reporting periods. These accounts and estimates include, but are not limited to, the valuation of accounts receivables, inventories, income taxes and the estimation on useful lives of property, plant and equipment. Actual results could differ from these estimates.

**Basis of consolidation**

The condensed consolidated financial statements include the accounts of the Company and its subsidiaries Marvel Specialty Care Services Inc. All significant inter-company balances and transactions within the Company have been eliminated upon consolidation.

**Cash and cash equivalents**

The Company considers all highly liquid investments with original maturities of three months or less as cash equivalents. As of December 31, 2024 and 2023, the Company did not have cash or cash equivalent balances in excess of the federally insured amounts, respectively. The Company's policy is to invest excess funds in only well capitalized financial institutions.

**Fixed assets**

Fixed assets are carried at cost. Depreciation is computed using the straight-line method of depreciation over the assets estimated useful lives. Maintenance and repairs are charged to expense as incurred; major renewals and improvements are capitalized. When items of fixed assets are sold or retired, the related cost and accumulated depreciation is removed from the accounts and any gain or loss is included in income.

**Fair value for financial assets and financial liabilities**

The Company measures its financial and non-financial assets and liabilities, as well as makes related disclosures, in accordance with FASB Accounting Standards Codification No. 820, Fair Value Measurement ("ASC 820"), which provides guidance with respect to valuation techniques to be utilized in the determination of fair value of assets and liabilities. Approaches include, (i) the market approach (comparable market prices), (ii) the income approach (present value of future income or cash flow), and (iii) the cost approach (cost to replace the service capacity of an asset or replacement cost). ASC 820 utilizes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The following is a brief description of those three levels:

Level 1: Observable inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities.

## GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES

### NOTES TO UNAUDITED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

#### NOTE 4 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Level 2: Inputs other than quoted prices that are observable, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in markets that are not active.

Level 3: Unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one more significant inputs or significant value drivers are unobservable.

Our financial instruments include cash, accounts payable, accrued liabilities, accrued interest payable, convertible note payable, and derivative liabilities.

The carrying values of the Company's cash, accounts payable, accrued liabilities and accrued interest payable approximate their fair value due to their short-term nature.

#### **Convertible note payable**

The Company's convertible notes payable are measured at amortized cost.

The Company accounts for convertible note payable in accordance with the FASB Accounting Standards Codification No. 815, Derivatives and Hedging, since the conversion feature is not indexed to the Company's stock and can't be classified in equity. The Company allocates the proceeds received from convertible note payable between the liability component and conversion feature component. The conversion feature that is considered embedded derivative liabilities has been recorded at their fair value as its fair value can be separated from the convertible note and its conversion is independent of the underlying note value. The Company has also recorded the resulting discount on debt related to the conversion feature and is amortizing the discount using the effective interest rate method over the life of the debt instruments.

#### **Stock based compensation**

The Company recognizes compensation costs to employees under FASB Accounting Standards Codification 718 "*Compensation - Stock Compensation*" ("ASC 718"). Under ASC 718, companies are required to measure the compensation costs of share-based compensation arrangements based on the grant-date fair value and recognize the costs in the financial statements over the period during which employees are required to provide services. Share based compensation arrangements include stock options and warrants. As such, compensation cost is measured on the date of grant at their fair value. Such compensation amounts, if any, are amortized over the respective vesting periods of the option grant.

In September 2023, the Company adopted ASU No. 2018-07 "Compensation - Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting." These amendments expand the scope of Topic 718, Compensation - Stock Compensation (which currently only includes share-based payments to employees) to include share-based payments issued to nonemployees for goods or services. Consequently, the accounting for share-based payments to nonemployees and employees will be substantially aligned.

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**

**NOTES TO UNAUDITED FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**

**NOTE 4 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**Net loss per share**

The Company reports earnings (loss) per share in accordance with FASB Accounting Standards Codification 260 *“Earnings per Share”* (“ASC 260”). This statement requires dual presentation of basic and diluted earnings (loss) with a reconciliation of the numerator and denominator of the earnings (loss) per share computations. Basic net income (loss) per share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. If applicable, diluted earnings per share assume the conversion, exercise or issuance of all common stock instruments such as options, warrants and convertible securities, unless the effect is to reduce a loss or increase earnings per share. Therefore, no diluted loss per share figure is presented. There were no adjustments required to net loss for the periods presented in the computation of basic loss per share.

The Company has not issued any options or warrants or similar securities since inception.

**Related parties**

The Company follows subtopic 850-10 of the FASB Accounting Standards Codification for the identification of related parties and disclosure of related party transactions.

Pursuant to Section 850-10-20 the related parties include (a) affiliates of the Company; (b) Entities for which investments in their equity securities would be required, absent the election of the fair value option under the Fair Value Option Subsection of Section 825–10–15, to be accounted for by the equity method by the investing entity; (c) trusts for the benefit of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management; (d) principal owners of the Company; (e) management of the Company; (f) other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests; and (g) Other parties that can significantly influence the management or operating policies of the transacting parties or that have an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

**Subsequent events**

The Company adopted FASB Accounting Standards Codification 855 *“Subsequent Events”* (“ASC 855”) to establish general standards of accounting for and disclosure of events that occur after the balance sheet date, but before the financial statements are issued or available to be issued.

In August 2024, the company signed an agreement to acquire majority equity in United American Compassion Management Inc. This company is a holding company with interests in several companies active in the Hospice and Group Homes industry across three states. When the acquisition is finalized during the month of September, it is anticipated that two of the sub companies will join the GRCU family.

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES****NOTES TO UNAUDITED FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023****NOTE 5 – FIXED ASSETS**

The Company had net depreciable assets of \$101,486 and \$117,233 as of December 31, 2024, 2023 consisting of the following:

	<b><u>12/31/24</u></b>	<b><u>12/31/2023</u></b>
Furniture and Fixtures	\$ 17,000	\$17,000
Accum Dprn – furn & fix	(6,800)	(5,100)
Clinical Equipment	125,924	125,924
Accum Dprn – clinical equip	(83,548)	(76,486)
Vehicles	69,869	69,869
Accum Dprn - vehicles	<u>(20,959)</u>	<u>(13,974)</u>
Net Assets	<u>\$ 101,486</u>	<u>\$ 117,233</u>

The company had amortizable assets as of December 31, 2024, 2023 consisting of the following:

	<b><u>12/31/2024</u></b>	<b><u>12/31/2023</u></b>
Leasehold Improvements	\$ 70,000	\$ 70,000
Accum Amortization – leasehold imp	(18,667)	(14,000)
Pre-operating Expenses	10,000	10,000
Accum Amortizaion – pre-operating	(2,666)	(2,000)
Goodwill	375,000	375,000
Accum Amortization - goodwill	<u>(93,750)</u>	<u>(75,000)</u>
	<u>\$ 339,917</u>	<u>\$ 364,000</u>

The Company had depreciation and amortization expenses of \$39,831 and \$65,569 for the years ended December 31, 2024 and December 31, 2023 respectively.

**NOTE 6 – NOTES PAYABLE –NON-RELATED PARTY**

As of December 31, 2024, the Company had note payable totaled \$125,664 and \$116,124 for the years ended December 31, 2024 and December 31, 2023 respectively owed to various third parties by Marvel Specialty Care Services, Inc. and Hope Hospice Care Inc.

**NOTE 7 – NOTES PAYABLE – RELATED PARTY**

An officer of Marvel Specialty Care Services Inc. has a note issued in the amount of \$95,000. As of December 31, 2024, this note was still outstanding

**NOTE 8 – CONVERTIBLE NOTES**

As of December 31, 2024, the company had a convertible note in the principal amount of \$50,000 with related accrued interest of \$37,210 due to Livingston Asset Management LLC.

As of December 31, 2024, the company had a convertible note in the principal amount of \$25,000 with related accrued interest of \$18,125 due to Matheau Stout.

As of December 31, 2024, the company had a convertible note in the principal amount of \$77,689 with no accrued interest due to Business Support Services Group, Inc.



**[Signature Page Follows]**

**GLOBAL ROUNDTABLE CORPORATION AND SUBSIDIARIES**  
NOTES TO UNAUDITED FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

I, Robert Tanko, certify that:

1. I have reviewed the consolidated Financial Statements as of December 31, 2024 and 2023 and for the years then ended of Global Roundtable Corporation and subsidiary.
2. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference hereto, 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 hereto.

Date: April 12, 2025

/s/: Robert Tanko  
Robert Tanko  
President