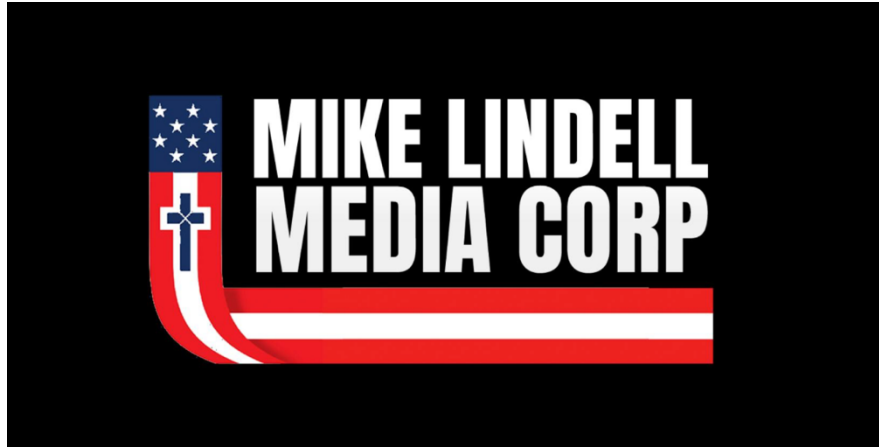


Mike Lindell Media, Corp.

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Chaska, MN 55318
Telephone: 307-316-4007
www.fsb.com
investor@fsbn.com



Quarterly Report

For the period ending 03/31/2025 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

38,858,249 as of 03/31/2025 *(Current Reporting Period Date or More Recent Date)*

38,598,249 as of 12/31/2024 *(Most Recent Completed Fiscal Year End)*

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: No:

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

Yes: No:

Change in Control

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

Yes: No:

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

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

- June 1997 - SyCo Comics & Distribution, Inc.
- February 1999 - Syconet.com, Inc.
- November 2002 - Point Group Holdings, Inc.
- January 2004 - GameZ n Flix, Inc.
- May 2009 - TBC Global News Network, Inc.
- October 2015 - InCapta, Inc.
- August 2024 - FrankSpeech Network, Inc.
- January 2025 - Mike Lindell Media, Corp.

Current State and Date of Incorporation or Registration: Wyoming
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:

On August 8, 2024, the Company completed the acquisition of FrankSpeech Inc. On August 29, 2024, the Company effected a 1:50,000 Reverse Split of its common stock, reducing its outstanding common stock from 72,198,599,433 to 1,444,611.

Address of the issuer's principal executive office:

Mike Lindell Media, Corp.
1876 Horse Creek Rd
Cheyenne WY 82009

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: Colonial Stock Transfer
Phone: (801) 355-5740
Email: issuers@colonialstock.com

Address: 7840 S 700 E, Sandy, Utah 84070

Publicly Quoted or Traded Securities:

Trading symbol:	<u>MLMC</u>	
Exact title and class of securities outstanding:	<u>Common Stock</u>	
CUSIP:	<u>45331T309</u>	
Par or stated value:	<u>0.001</u>	
Total shares authorized:	<u>300,000,000</u>	as of date: <u>03/31/2025</u>
Total shares outstanding:	<u>38,858,249</u>	as of date: <u>03/31/2025</u>
Total number of shareholders of record:	<u>489</u>	as of date: <u>03/31/2025</u>

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

Not Applicable.

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

Exact title and class of the security:	<u>Series A Preferred Stock</u>	
Par or stated value:	<u>0.001</u>	
Total shares authorized:	<u>3,700,000</u>	as of date: <u>03/31/2025</u>
Total shares outstanding:	<u>0</u>	as of date: <u>03/31/2025</u>
Total number of shareholders of record:	<u>0</u>	as of date: <u>03/31/2025</u>

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

Not Applicable

Security Description:

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

Dividend Rights

Any decisions as to future payments of dividends will depend on our earnings and financial position and such other facts as the Board deems relevant. In the prior five (5) years, we have not declared any cash dividends on our Common Stock and do not anticipate paying such dividends in the foreseeable future. We plan to retain any future earnings for use in our business.

Voting Rights

The holders of our Common Stock are entitled to one (1) vote for each share on all matters submitted to a vote of stockholders. Our Articles of Incorporation do not provide for cumulative voting for the election of directors.

No Preemptive or Similar Rights

Our Common Stock is not entitled to preemptive rights and is not subject to conversion, redemption or sinking fund provisions.

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

The Series A Preferred Stock has the following rights, designations and preferences:

- **Dividends.** The holders of shares of Series A Preferred Stock shall not be entitled to receive dividends.
- **Redemption.** The Series A Preferred Stock is not redeemable without the prior written consent of the holder of such Series A Preferred Stock.
- **Conversion.** Each share of Series A Preferred Stock shall be convertible, at the sole option of the Company, at any time after the date of issuance of such share at the office of the Company into ten (10) fully paid and non-assessable shares of Common Stock of the Company.
- **Voting Rights.** Each share of Series A Preferred Stock shall vote with the equivalent of ten (10) shares of Common Stock in all voting matters. The holders of shares of Series A Preferred Stock shall be entitled to vote on all matters submitted to a vote of the shareholders of the Company, voting together with the holders of the Common Stock and of any other shares of capital stock of the Company entitled to vote at a meeting of shareholders as one class, except in cases where a separate or additional vote or consent of the holders of any class or series of capital stock or other equity securities of the Company shall be required by these Articles or applicable law, in which case the requirement for any such separate or additional vote or consent shall apply in addition to the single class vote or consent otherwise required by this paragraph.
- **Written Consent Required.** Without the written consent of the holders of a majority of the shares of Series A Preferred Stock at a meeting of the shareholders of the Company called for such purpose, the Company will not amend, alter or repeal any provision of the Articles of Incorporation (by merger or otherwise) so as to adversely affect the preferences, rights or powers of the Series A Preferred Stock.
- **Status of Redeemed Stock.** In the event any shares of Series A Preferred Stock are redeemed, the shares shall be cancelled and returned to the status of authorized but unissued shares of preferred stock.

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

Not Applicable.

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

Not Applicable.

3) Issuance History

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

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

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

Shares Outstanding <u>Opening Balance:</u> Date 12/31/2022 Common: 649,312 Preferred: 0			*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	Were the shares issued at a discount to market price at the	Individual/ Entity Shares were issued to. ***You must disclose the control	Reason for share issuance (e.g. for cash or debt conversion) -OR-	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

				share) at Issuance	time of issuance? (Yes/No)	person(s) for any entities listed.	Nature of Services Provided		
01/09/2023	<u>Cancellation</u>	<u>(5,340)</u>	<u>Common</u>	<u>\$5.00</u>	<u>No</u>	<u>CrownBridge Partners LLC/Seth Ahdoot</u>	<u>Shares Returned</u>	<u>N/A</u>	<u>N/A</u>
<u>04/24/2024</u>	<u>New Issuance</u>	<u>400,000</u>	<u>Common</u>	<u>\$.05</u>	<u>No</u>	<u>Gregory Martin</u>	<u>Executive Services</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>04/24/2024</u>	<u>New Issuance</u>	<u>400,000</u>	<u>Common</u>	<u>\$.05</u>	<u>No</u>	<u>Ean Martin</u>	<u>Executive Services</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>8/07/2024</u>	<u>New Issuance</u>	<u>3,150,000</u>	<u>Series A Preferred</u>	<u>\$50.00</u>	<u>No</u>	<u>Rev22 Investments LLC/Mike Lindell</u>	<u>Merger/Share Exchange</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>8/07/2024</u>	<u>New Issuance</u>	<u>225,000</u>	<u>Series A Preferred</u>	<u>\$50.00</u>	<u>No</u>	<u>Joe Oltmann</u>	<u>Merger/Share Exchange</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>8/07/2024</u>	<u>New Issuance</u>	<u>187,500</u>	<u>Series A Preferred</u>	<u>\$50.00</u>	<u>No</u>	<u>Todd Carter</u>	<u>Merger/Share Exchange</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>8/07/2024</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Series A Preferred</u>	<u>\$50.00</u>	<u>No</u>	<u>Kurt B Olsen Gift Trust 2012/Debbie Olsen</u>	<u>Merger/Share Exchange</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>8/07/2024</u>	<u>New Issuance</u>	<u>37,000</u>	<u>Series A Preferred</u>	<u>\$50.00</u>	<u>No</u>	<u>Charles Weber</u>	<u>Merger/Share Exchange</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>8/29/2024</u>	<u>New Issuance</u>	<u>593</u>	<u>Common</u>	<u>\$5.00</u>	<u>No</u>	<u>Book Entry Shareholders Rounding Up (Post-Reverse Split)</u>	<u>Shares Rounded to the Nearest Whole Share</u>	<u>N/A</u>	<u>N/A</u>
<u>8/30/2024</u>	<u>New Issuance</u>	<u>46</u>	<u>Common</u>	<u>\$5.00</u>	<u>No</u>	<u>Cede & Co/DTC FAST Share Holders Rounding Up (Post-Reverse Split)</u>	<u>Shares Rounded to the Nearest Whole Share</u>	<u>N/A</u>	<u>N/A</u>
<u>9/03/2024</u>	<u>Shares Returned to Treasury</u>	<u>(3,150,000)</u>	<u>Series A Preferred</u>	<u>\$50.00</u>	<u>No</u>	<u>Rev22 Investments LLC/Mike Lindell</u>	<u>Conversion to Common Stock</u>	<u>N/A</u>	<u>N/A</u>
<u>9/03/2024</u>	<u>New Issuance</u>	<u>31,500,000</u>	<u>Common</u>	<u>\$5.00</u>	<u>No</u>	<u>Rev22 Investments LLC/Mike Lindall</u>	<u>Conversion from Series A Preferred Stock</u>	<u>R</u>	<u>Section 4(a)(2)</u>
<u>9/03/2024</u>	<u>Shares Returned to Treasury</u>	<u>(225,000)</u>	<u>Series A Preferred</u>	<u>\$50.00</u>	<u>No</u>	<u>Joe Oltmann</u>	<u>Conversion to Common Stock</u>	<u>N/A</u>	<u>N/A</u>
<u>9/03/2024</u>	<u>New Issuance</u>	<u>2,250,000</u>	<u>Common</u>	<u>\$5.00</u>	<u>No</u>	<u>Joe Oltmann</u>	<u>Conversion from Series A Preferred Stock</u>	<u>R</u>	<u>Section 4(a)(2)</u>

9/03/2024	Shares Returned to Treasury	(187,500)	Series A Preferred	\$50.00	No	Todd Carter	Conversion to Common Stock	N/A	N/A
9/03/2024	New Issuance	1,875,000	Common	\$5.00	No	Todd Carter	Conversion from Series A Preferred Stock	R	Section 4(a)(2)
9/03/2024	Shares Returned to Treasury	(100,000)	Series A Preferred	\$50.00	No	Kurt B Olsen Gift Trust 2012/Debbie Olsen	Conversion to Common Stock	N/A	N/A
9/03/2024	New Issuance	1,000,000	Common	\$5.00	No	Kurt B Olsen Gift Trust 2012/Debit Olsen	Conversion from Series A Preferred Stock	R	Section 4(a)(2)
9/03/2024	Shares Returned to Treasury	(370,000)	Series A Preferred	\$50.00	No	Charles Weber	Conversion to Common Stock	N/A	N/A
9/03/2024	New Issuance	370,000	Common	\$5.00	No	Charles Weber	Conversion from Series A Preferred Stock	R	Section 4(a)(2)
9/05/2024	New Issuance	140,000	Common	\$2.03	Yes	Leonite Fund 1, LP/Avi Geller	Debt Conversion	UR	Section 4(a)(2)
9/09/2024	New Issuance	13,638	Common	\$5.00	No	Cede & Co/DTC FAST Share Holders Rounding Up (Post-Reverse Split)	Shares Rounded to the Nearest Whole Share	N/A	N/A
2/7/2025	New Issuance	260,000	Common	\$0.29	Yes	Leonite Fund 1, LP/Avi Geller	Debt Conversion	UR	Section 4(a)(2)
Shares Outstanding on Date of This Report: Ending Balance: Date 03/31/2025 Common: 38,858,249 Preferred: 0									

B. Convertible Debt

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 ¹⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)

¹⁵ 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.

11/23/2021	\$166,667	\$221,851	11/23/2022	\$5.00/Share Reducing by 10% per 30 Days Outstanding	400,000	942,018	Leonite Fund 1, LP/Avi Geller	Loan (1)
Total Outstanding Balance:		\$269,898	Total Shares:		400,000	942,018		

(1) The Leonite Fund 1, LP Note dated 11/23/2021 has been in default since 11/23/2022 and accrues interest at the rate of 24% per annum.

4) Issuer’s Business, Products and Services

A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

Mike Lindell Media, Corp. (the “Company”, “us”, “we” or “our”) conducts its operations through its wholly owned subsidiaries. The Company operates a conservative broadcast platform to provide a First Amendment-friendly alternative to highly mainstream media options through its platforms at LindellTV.com and vocl.com (collectively the “Platforms”). The Company’s operations are as follows:

- The Company operates conservative broadcast platforms for free speech at lindelltv.com and vocl.com as a First Amendment-friendly alternative to big tech and mainstream media options.
- Leading Edge Radio Network, a sole proprietorship, provides media & entertainment, including radio, television, movie production and television productions, to be used online and in Cloud television.
- Banana Box Wholesale Grocery, LLC, a Wyoming limited liability company, provides wholesale grocery distribution.

Through the Platforms, users are able to post videos, live stream television, distribute news and information, and find community and fellowship with like-minded viewers. The Company aspires to become a home for major influencers, micro-influencers, and average Americans wanting to exercise their constitutional right to freedom of speech and freedom of expression.

The Platforms currently consist of the following:

- Three channels containing both live and pre-recorded content covering a broad range of subject matter:
- News
- Faith & Family
- Lifestyle & Entertainment
- A social media platform known as VOCL

The Company’s revenues are generated through the following:

- Email Marketing Revenue – sales from marketing campaigns delivered through email to a targeted audience. This revenue is derived from direct sales, lead generation, product emails and customer lists.
- Store Revenue – sales from online store merchandise on the Platforms.
- Rent Share Revenue – revenue share between Lindell TV and MyPillow. The Company entered into a direct revenue share agreement with MyPillow in 2023.
- Ad Revenue – sales from businesses or individuals from displaying advertisements on the Platforms. This revenue is typically earned through various models like pay-per-click (PPC), cost-per-impression (CPM), or cost-per-action (CPA), where advertisers pay based on user interactions with the ads.

Competition

The Company competes against numerous media platforms, most of which are more established and better capitalized.

Employees

As of March 31, 2025, the Company has 14 full-time employees and 4 part-time employees.

RISK FACTORS

We have limited historical performance upon which you can base an investment decision, and we may never become profitable.

We launched Lindell-TV in February 2025. We launched VOCL in September 2024. Our Platforms are the core of our business and operations. Accordingly, we have limited historical performance upon which you may evaluate our prospects for achieving our business objectives and becoming profitable in light of the risks, difficulties and uncertainties frequently encountered by early-stage companies such as ours. Accordingly, before investing in our common stock, you should consider the challenges, expenses and difficulties that we will face as an early-stage company, and whether we will ever become profitable.

We have experienced prior losses and negative income from operations and may have negative income and losses in the future.

During the quarter ended March 31, 2025, we achieved a net gain of \$1,176,619. As of March 31, 2025, we had an accumulated deficit of \$13,449,173. To date, we have devoted our efforts toward securing financing and implementing our business plan of building a media platform. We may incur significant expenses and operating losses in the future.

To remain profitable, we must maintain infrastructure operating efficiencies. This will require us to be able to hire competent personnel in key positions and continually improve our processes and procedures. Our failure to become and remain profitable would decrease the value of our Company and could impair our ability to raise capital, expand our business, or continue our operations. A decline in the value of our Company could also cause stockholders to lose all or part of their investment.

Investors will be diluted as a result of our issuance of common stock to convertible note holders.

The convertible note with Leonite Fund 1, LP (“Leonite”) in the original principal amount of \$166,667 with interest of 24%, dated November 23, 2021, is market-adjustable, currently allowing conversion at a discount of 80% from the prevailing market price of the common stock. As of December 31, 2024, the note has \$269,898 outstanding, including \$166,667 in principal and \$130,187 in accrued interest, which is convertible into the Company's common stock. To date, we have issued an aggregate of 140,000 shares to Leonite under the note. Based upon the trading price of our common stock on March 31, 2025, we would be obligated to issue 942,018 shares to Leonite if they converted the entire sum due to them. We expect to issue additional shares to satisfy the sums due under the note; however, Leonite could commence litigation against us. Any issuance of shares to Leonite will dilute investors and reduce the trading price of our common stock. Further, should Leonite seek to pursue its rights through litigation, we would incur litigation costs and additional expenses that would harm our financial condition.

We have been dependent on loans from related parties.

We are dependent upon loans from related parties to fund our operations. As of March 31, 2025, related party notes payable, net of current portion, was \$11,379,431. These related parties are not obligated to provide financing, including loans, to us. Should they cease to do so, we could lack sufficient capital to continue our operations, and you could lose some or all of your investment in our securities.

We may need additional funding, which may not be available on acceptable terms, or at all. Failure to obtain this capital when needed may force us to delay, limit or terminate our expansion plans.

We expect our expenses to increase in connection with our ongoing activities, particularly as we continue to invest in additional service providers. Furthermore, we incur additional costs associated with operating as a public company. Accordingly,

we will need to continue to rely on additional financing to achieve our business objectives. Adequate additional financing may not be available to us on acceptable terms, or at all.

Raising additional capital may cause dilution to our existing stockholders, restricting our operations.

We may seek additional capital through a combination of public and private equity offerings, debt financings, and strategic partnerships and alliances. To the extent that we raise additional capital through the sale of equity or convertible debt securities, your ownership interest will be diluted, and the terms may include liquidation or other preferences that adversely affect your rights as a stockholder. The incurrence of indebtedness would result in increased fixed payment obligations and could involve restrictive covenants, such as limitations on our ability to incur additional debt and other operating restrictions that could adversely impact our ability to conduct our business. If we raise additional funds through strategic partnerships and alliances with third parties, we may have to relinquish control over our operations or agree to terms unfavorable to us.

Should we lose the services of our key executives, our financial condition may be negatively impacted.

We depend upon the services of our key executives, particularly our Chief Executive Officer, Michael Lindell. We do not have an employment contract with Michael Lindell, and he can leave at any time. Should we lose the services of any member of our management and are unable to replace their services with equally competent and experienced personnel, our operational goals and strategies may be adversely affected, which will negatively affect our potential revenues.

We are highly dependent on our senior management team and key personnel, and our business could be harmed if we are unable to attract and retain the personnel necessary for our success.

We are highly dependent on our senior management and key personnel. Our success will depend on our ability to retain senior management and to attract and retain qualified mid-management personnel in the future. The loss of members of our senior management and others could impair our ability to deliver a quality media platform.

Competition for skilled personnel in our markets is intense and may limit our ability to hire and retain highly qualified personnel on acceptable terms, or at all. To induce valuable employees to remain at our Company, in addition to salary and cash incentives, we may issue shares of restricted stock that vest over time. The value to employees of stock that vests over time may be significantly affected by fluctuations in our stock price that are beyond our control and may at any time be insufficient to counteract more lucrative offers from other companies. Despite our efforts to retain valuable employees, members of our management and other key personnel may terminate their employment with us on short notice. Our employment arrangements with our employees (other than the executive officers) provide at-will employment, which means that any of our employees could leave our employment at any time, with or without notice. We also do not maintain “key man” insurance policies on the lives of these individuals or the lives of any of our other employees.

Should we lose the services of Michael Lindell, our Founder, Chief Executive Officer, and Chairman, our financial condition and proposed expansion may be negatively impacted.

Our future depends on the continued contributions of Michael Lindell, our Founder, Chief Executive Officer, and Chairman, who would be difficult to replace. Our platforms are built around the Mike Lindell name and persona. The services of Michael Lindell are critical to the management of our business and operations. We do not maintain key man life insurance on Mr. Lindell, and should we lose his services, our operational goals and strategies may be adversely affected, which will negatively affect our potential revenues.

Michael Lindell, our Chief Executive Officer and Chairman, has other business interests that may create conflicts of interest that may not be resolved in our favor.

Michael Lindell, our Chief Executive Officer and Chairman, serves as the Chief Executive Officer of My Pillow. Accordingly, the personal interests of Mr. Lindell and other companies in which he is involved, including My Pillow, may come into conflict with our interests and those of our minority stockholders. We may compete for investment capital, technical resources, and key personnel, among other things. You should carefully consider these potential conflicts of interest before deciding whether to invest in shares of our common stock. We have not yet adopted a policy for resolving such conflicts of interest.

This Information and Disclosure Statement contains summaries that are incomplete and should not be relied upon.

This Information and Disclosure Statement contains summaries, is incomplete, and should not be relied upon. The summaries do not purport to be complete and are qualified in their entirety by reference to the texts of the original documents, statutes and regulations. As such, you should not rely on summaries contained in this Information and Disclosure Statement.

We are dependent on the number of users of our Platforms.

The size of the user base of our Platforms and their level of engagement across the Company's products are critical to our success. Our financial performance has been and will continue to be significantly determined by our success in adding, retaining, and engaging active users of our products that deliver ad impressions. We have experienced, and expect to continue to experience, fluctuations and declines in the size of our active user base in one or more markets from time to time. User growth and engagement are also impacted by a number of other factors, including competitive products and services that have reduced some users' engagement with our Platforms and services, as well as global and regional business, macroeconomic, and geopolitical conditions. Any future declines in the size of our active user base may adversely impact our ability to deliver ad impressions and, in turn, our financial performance, which would reduce the value of our securities.

If users do not embrace our Platforms or do not perceive our Platforms as useful, reliable, and trustworthy, we may not be able to attract or retain users or otherwise maintain or increase the frequency and duration of their engagement. A number of other social networking companies that achieved early popularity have since seen their active user bases or levels of engagement decline, in some cases precipitously. There is no guarantee that we will not experience a similar erosion of our active user base or engagement levels. User engagement patterns may change over time, and user engagement can be difficult to measure, particularly as we introduce new and different products and services on the Platforms. Any number of factors can negatively affect user retention, growth, and engagement on the Platforms, including if:

- users increasingly engage with other competitive products or services;
- we fail to introduce new features, products, or services that users find engaging or make changes to existing products and services that are not favorably received;
- users feel that their experience is diminished as a result of the decisions that are made with respect to the frequency, prominence, format, size, and quality of ads that are displayed;
- users have difficulty installing, updating, or otherwise accessing our Platforms on mobile devices as a result of actions by us or third parties that we rely on to distribute our Platforms and deliver our services;
- user behavior on the Platforms changes, including decreases in the quality and frequency of content shared on its products and services;
- we are unable to develop products for mobile devices that users find engaging, that work with a variety of mobile operating systems and networks, and that achieve a high level of market acceptance;
- there are decreases in user sentiment due to questions about the quality or usefulness of our Platforms or user data practices, concerns about the nature of content made available on our Platforms, or concerns related to privacy, safety, security, well-being, or other factors;
- we are unable to manage and prioritize information to ensure users are presented with content that is appropriate, interesting, useful, and relevant to them;
- we are unable to obtain or attract engaging third-party content;

- we are unable to successfully maintain or grow usage of and engagement with applications that integrate with our Platforms;
- users adopt new technologies where our Platforms may be displaced in favor of other products or services, or may not be featured or otherwise available;
- there are changes mandated by legislation, government and regulatory authorities, or litigation that adversely affect our Platforms or users;
- there is decreased engagement with our Platforms, or failure to accept its terms of service, as part of privacy-focused changes that have been implemented or may be implemented in the future, whether voluntarily, in connection with the General Data Protection Regulation (GDPR), the European Union's ePrivacy Directive, the California Privacy Rights Act (CPRA), or other laws, regulations, or regulatory actions, or otherwise;
- technical or other problems prevent we from delivering its products in a rapid and reliable manner or otherwise affect the user experience, such as security breaches or failure to prevent or limit spam or similar content, or users feel their experience is diminished as a result of our efforts to protect the security and integrity of its platform;
- we adopt terms, policies, or procedures related to areas such as sharing, content, user data, or advertising, or it takes, or fails to take, actions to enforce its policies that are perceived negatively by its users or the general public;
- we fail to provide adequate customer service to users, marketers, developers, or other partners; or
- our developers, whose products are integrated with our Platforms or our other partners and companies in the industry, are the subject of adverse media reports or other negative publicity.

If we are unable to establish strong brand recognition of our Platforms, we will not be able to be profitable.

The success of our Platforms is driven by the brand name recognition of our Platforms operating under the Lindell brand name. We must develop and build brand recognition for our Platforms. Brand recognition will establish our positions in our markets, and if successful, will help us increase revenues. If we do not establish our brand name, we will not be able to generate meaningful revenues and our business could fail.

We may be unable to gain market acceptance of our Platforms, and our survival is currently dependent upon the success of our efforts to gain market acceptance of our Platforms.

Our products represent a very small segment of the online social media and news media. Should our target market not be as responsive to our Platforms, we will be unable to generate sufficient revenues to become profitable. While many new products, such as our planned products, are regularly introduced, only a relatively small number of online platforms account for a significant portion of net revenue in our industry. Our Platforms may not be desired for purchase by consumers, or competitors may develop titles that imitate or compete with our Platforms and take our targeted revenue stream away from us or reduce our ability to command profitable revenue streams. Online platforms operated by our competitors may take a larger share of our target market than we anticipate, which could cause our revenue streams to fall below our expectations. If our competitors develop more successful products or offer competitive products at a lower price, our revenue, margins, and any future profitability will decline.

We currently have no protection from any trademarks, patents and/or other intellectual property registrations.

If we are unable to protect our intellectual property rights, our proposed business will fail. We have not applied for any trademark, patent or other intellectual property registration with any governmental agency for our name or for our software product. At present, we are planning to enter into non-disclosure agreements with employees to protect our technology. Despite the precautions taken to protect our proposed software programs, unauthorized parties may attempt to reverse engineer, copy or obtain and use our game in the future. If they are successful, we could lose our technology or they could develop similar programs, which could create more competition for us and even cause our proposed business operations to fail.

We are highly leveraged and have substantial indebtedness, which reduces our capability to withstand adverse developments or business conditions. If we incur additional indebtedness, such indebtedness could further exacerbate the risks associated with our substantial indebtedness.

We have incurred substantial amounts of indebtedness of \$15,506,250 as of March 31, 2025. Because we are highly leveraged, our payments on our indebtedness are significant in relation to our revenues and cash flow, which exposes us to significant risk in the event of downturns in our businesses (whether through competitive pressures or otherwise), our industry or the economy generally, since our cash flows would decrease, but our required payments under our indebtedness would not. Any decrease in our revenues or an increase in operating costs (and corresponding reduction in our cash flows) would therefore adversely affect our ability to make interest or principal payments on our indebtedness as they come due.

Economic downturns may also impact our ability to comply with the covenants and restrictions in our indentures, credit facilities, and other agreements governing our indebtedness, as well as our ability to pay or refinance our indebtedness as it comes due. If we do not repay or refinance our debt obligations when they become due and do not otherwise comply with the covenants and restrictions in our indentures, credit facilities and other agreements governing our indebtedness, we would be in default under those agreements and the underlying debt could be declared immediately due and payable. In addition, any default under any of our indentures, credit facilities or other agreements governing our indebtedness could lead to an acceleration of debt under any other debt instruments or agreements that contain cross-acceleration or cross-default provisions. If the indebtedness incurred under our indentures, credit facilities and other agreements governing our indebtedness were accelerated, we would not have sufficient cash to repay amounts due thereunder. To avoid a default, we could be required to defer capital expenditures, sell assets, seek strategic investments from third parties or otherwise reduce or eliminate discretionary uses of cash. However, if such measures were to become necessary, there can be no assurance that we would be able to sell sufficient assets or raise strategic investment capital sufficient to meet our scheduled debt maturities as they come due. In addition, any significant reduction in necessary capital expenditures could adversely affect our ability to retain our existing customer base and obtain new customers, which would adversely affect our business, financial position and results of operations.

Our overall leverage and the terms of our financing arrangements could also:

- Make it more difficult for us to satisfy obligations under our outstanding indebtedness;
- limit our ability to obtain additional debt or equity financing in the future, including for working capital, capital expenditures or acquisitions, and increase the costs of such financing;
- limit our ability to refinance our indebtedness on terms acceptable to us or at all;
- limit our ability to adapt to changing market conditions;
- restrict us from making strategic acquisitions or cause us to make non-strategic divestitures;
- require us to dedicate a significant portion of our cash flow from operations to paying the principal of and interest on our indebtedness, thereby limiting the availability of our cash flow to fund future capital expenditures, working capital, research and development, and other corporate purposes;
- increase our vulnerability to or limit our flexibility in planning for, or reacting to, changes in our business and the broadband communications industry generally, as well as general economic conditions, including the risk of increased interest rates;
- place us at a competitive disadvantage compared with competitors that have a less significant debt burden; and
- adversely affect public perception of us and our brands.

The terms of our existing indebtedness restrict, but do not prohibit, us from incurring additional indebtedness. We may increase our consolidated indebtedness for various business reasons, which might include, among others, financing acquisitions or other strategic transactions, funding prepayment premiums, if any, on the debt we refinance, funding distributions to our shareholders or general corporate purposes. If we incur additional indebtedness, such indebtedness will be added to our current debt levels and the above-described risks we currently face could be magnified.

Our business is highly competitive. Competition presents an ongoing threat to the success of our business.

We compete with companies providing connection, sharing, discovery, and communication products and services to users online, as well as companies that sell advertising to businesses looking to reach consumers and/or develop tools and systems for managing and optimizing advertising campaigns. We face significant competition in every aspect of our business, including, but not limited to, companies that facilitate the ability of users to create, share, communicate, and discover content and information online or enable marketers to reach their existing or prospective audiences. We compete to attract, engage, and retain people who use our Platforms, to attract and retain businesses that use our free or paid business and advertising services, and to attract and retain developers who build compelling applications that integrate with our Platforms. We also compete with companies that develop and deliver consumer hardware and virtual and augmented reality products and services. As we introduce or acquire new products, as our existing products evolve, or as other companies introduce new products and services, including as part of efforts to develop the metaverse or innovate through the application of new technologies such as artificial intelligence, we may become subject to additional competition.

We, our management and/or our subsidiaries may be involved in litigation matters that are expensive and time-consuming, and, if resolved adversely, could harm our business, financial condition, or results of operations and/or result in a change of our control

Our subsidiary, FrankSpeech, Inc., is a defendant in *Coomer v. Lindell et al* (Case Number: 2022CV30920) in the District Court, Denver County, Colorado, which could result in a judgement against FrankSpeech, Inc., our wholly owned subsidiary. Should FrankSpeech, Inc. not prevail in this litigation, its assets could be subject to garnishment by the Plaintiff and/or the court which would reduce its operating capital and reduce the value of your investment in our common stock.

Mike Lindell, our Chief Executive Officer, Chairman and largest stockholder with 29,606,418 shares of our outstanding common stock, representing 76.19% of the votes on all matters submitted to our stockholders, is a defendant in the following lawsuits:

- *Smartmatic USA Corp. et al v. Lindell et al* (Case number 0:22-cv-00098-JMB-JFD) in the U.S. District Court, U.S. District of Minnesota.
- *US Dominion Inc. et al v. My Pillow, Inc. et al* (Case number 1:21-cv-00445-CJN-MAU) in the U.S. District Court, District of Columbia (Washington, DC).

Should a judgement be entered against Mike Lindell in connection with this litigation, his assets, including his shares of our common stock, could be subject to garnishment to creditors which would result in a change of our control and would likely negatively impact your investment and cause you to lose your investment in our common stock.

We anticipate that we, members of our management particularly Mr. Lindell and/or our subsidiaries may be targeted for numerous lawsuits in the future. The results of any such lawsuits and claims cannot be predicted with certainty, and any negative outcome from any such lawsuits could result in payments of substantial monetary damages or fines or undesirable changes to our platforms or business practices, and, accordingly, our business, financial condition, or results of operations could be materially and adversely affected. Additionally, if Mike Lindell's assets become subject to garnishment by the Plaintiffs in these cases, it could result in a change of our voting control. There can be no assurances that a favorable final outcome will be obtained in all our cases, and defending any lawsuit is costly and can impose a significant burden on us and our management. Any litigation to which we or Mike Lindell is a party may result in an onerous or unfavorable judgment that may not be reversed upon appeal or in payments of substantial monetary damages or fines, or we may decide to settle lawsuits on similarly unfavorable terms, which has occurred in the past and which could adversely affect our business, financial conditions, or results of operations and result in a change of our control.

Our business is subject to complex and evolving U.S. laws and regulations regarding privacy, data use and data protection, content, competition, safety and consumer protection, e-commerce, and other matters. Many of these laws and regulations are subject to change and uncertain interpretation and could result in claims, changes to our Platforms and business practices, monetary penalties, increased cost of operations, or declines in user growth or engagement, or otherwise harm our business.

We are subject to a variety of laws and regulations in the United States that involve matters central to our business, including privacy, data use, data protection and personal information, biometrics, encryption, rights of publicity, content, integrity, intellectual property, advertising, marketing, distribution, data security, data retention and deletion, data localization and storage, data disclosure, artificial intelligence and machine learning, electronic contracts and other communications, competition, protection of minors, consumer protection, civil rights, accessibility, telecommunications, product liability, e-commerce, taxation, economic or other trade controls including sanctions, anti-corruption and political law compliance, securities law compliance, and online payment services. The introduction of new products, expansion of our activities in certain jurisdictions, or other actions that we may take may subject us to additional laws, regulations, or other government scrutiny.

We are not subject to the reporting requirements of the Securities and Exchange Commission, which limits the information available to you.

We submit reports and filings through the OTC Markets. These reports and filings provide limited information about us. Prior to investing in our securities, investors should review the Company with their own legal, tax and financial advisors and obtain complete information about us. Investors face significant disadvantages when they do not have access to SEC reports, as these reports provide critical information about a company's financial health, operations, and governance. The absence of these reports can result in several material risks, including:

1. **Limited Financial Transparency:** We do not file SEC reports, such as 10-K and 10-Q filings, providing detailed financial statements and disclosures. Without access to these documents, investors lack comprehensive visibility into a company's revenue, expenses, liabilities, and overall financial condition. This lack of transparency can hinder investors' ability to make informed decisions.
2. **Increased Risk of Fraud:** SEC regulations require companies to adhere to stringent reporting standards, including accurate and timely disclosure of material information. Without these requirements, there is a higher risk of fraudulent or misleading information being presented to investors, as there is less regulatory oversight and fewer legal obligations for accuracy. Should this occur, you could lose your investment in the Common Stock.
3. **Reduced Comparability:** SEC reports standardize the presentation of financial information, allowing investors to compare companies within the same industry or sector. Without these standardized reports, investors may find it challenging to assess a company's performance relative to its peers, making it more difficult to evaluate potential investments.
4. **Lack of Governance and Compliance Insights:** SEC filings often include information on corporate governance practices, executive compensation, and compliance with various regulations. The absence of this information can leave investors unaware of potential governance issues, conflicts of interest, or regulatory non-compliance that could impact a company's long-term viability.
5. **Uncertainty in Investment Valuation:** Investors rely on the information in SEC reports to assess a company's stock accurately. Without these reports, estimating a company's intrinsic value becomes more speculative, increasing the risk of overvaluing or undervaluing an investment. This uncertainty can lead to poor investment decisions and increased market volatility.
6. **Potential Legal and Reputational Risks:** Companies not subject to SEC reporting requirements may face fewer legal repercussions for misstatements or omissions, increasing the likelihood of undisclosed legal issues or liabilities. Additionally, the lack of SEC oversight may raise concerns about a company's credibility and reputation, potentially affecting investor confidence.
7. **Increased Due Diligence Costs:** In the absence of SEC reports, investors may need to conduct more extensive and costly due diligence to obtain the necessary information to evaluate an investment. This can include seeking out alternative

sources of information, such as third-party analyses or direct inquiries to us, which may not always be reliable or comprehensive.

In summary, the lack of SEC reporting deprives investors of essential information and regulatory assurances, exposing them to heightened financial, operational, and reputational risks. Investors should be aware of these potential disadvantages and exercise caution when considering investments in companies not subject to SEC reporting requirements. As such, we strongly urge investors to avoid the purchase and sale of our securities until such time as we file reports and schedules with the SEC, including financial statements audited by a firm registered with the Public Company Accounting Oversight Board. The purchase of the Common Stock is a high-risk investment. If you purchase the Common Stock, you should be prepared to lose your entire investment.

Investors in the Common Stock will incur dilution in the future due to our issuance of additional shares.

Michael Lindell, our Chief Executive Officer and Chairman, holds 29,606,418 shares of Common Stock indirectly through Rev22 Investment LLC for an aggregate of 29,606,418 votes on all matters submitted to our shareholders, and, as a result, Mr. Lindell controls 29,606,418 of 38,858,249 votes, or approximately 76.19% of all votes, and has the ability to determine the outcome of all matters submitted to our shareholders for approval, including the election of directors.

Mr. Lindell's control of our voting securities may make it impossible to complete some corporate transactions without his support and may prevent a change in our control. Mr. Lindell's control of these shares will also prevent our minority shareholders from having the ability to control any of our corporate actions. In addition, this ownership could discourage potential investors from acquiring our Common Stock and could have an anti-takeover effect, possibly depressing the trading price of our Common Stock.

We will likely issue additional shares in the future to fund our operations because we are not profitable and may not be profitable in the foreseeable future. Additionally, we are required to issue a total of 942,018 shares of the Common Stock upon conversion of a convertible promissory note (the "Promissory Note") based on the current fixed conversion price of the Promissory Note of \$.2865 (the "Conversion Price").

The issuance of the shares in the future upon conversion of outstanding securities will result in substantial dilution in the percentage of our Common Stock held by our existing shareholders. If substantial amounts of our Common Stock are sold publicly, prevailing market prices for our Common Stock will be reduced. Additionally, we may, in the future, issue other securities, which would reduce investors' percentage of ownership and may dilute the value of your investment.

Our Articles of Incorporation authorize us to issue 300,000,000 shares of Common Stock and, accordingly, we may issue up to an additional 261,141,751 shares of Common Stock. The future issuance of Common Stock may result in substantial dilution in the percentage of our Common Stock held by our then-existing shareholders. We may value any Common Stock issued in the future on an arbitrary basis, including for cash consideration, services or acquisitions or other corporate actions that may have the effect of diluting the value of the shares held by our shareholders and might have an adverse effect on any trading market and value of the Common Stock.

Additionally, we are authorized to issue 10,000,000 shares of Preferred Stock, of which 0 shares are outstanding. As such, we may issue an additional 10,000,000 shares of Preferred Stock. Our Board of Directors may designate the rights, terms and preferences of our authorized but unissued preferred shares at its discretion, including conversion and voting preferences, without notice to our shareholders.

Our stock price may decline upon conversion of the outstanding Promissory Note.

As a result of the issuance of additional shares of the Common Stock, the market price of the Common Stock would likely decline. The issuance of additional shares of our Common Stock upon conversion of the outstanding Promissory Note would likely cause a reduction in our stock price. If our stock price decreases, then our existing shareholders would experience greater dilution

due to the terms of the Promissory Note. The perceived risk of dilution may cause our stockholders to sell their shares, which may cause a decline in the price of the Common Stock. Moreover, the perceived risk of dilution and the resulting downward pressure on our stock price could encourage investors to engage in short sales of the Common Stock. By increasing the number of shares offered for sale, material amounts of short selling could further contribute to progressive price declines in the Common Stock.

Since we are traded on the OTC Pink Market, an active, liquid trading market for the Common Stock may not develop or be sustained. If and when an active market develops, the price of the Common Stock may be volatile.

Presently, the Common Stock is quoted on the OTC Pink Market, and the closing price of our stock on March 31, 2025 was \$1.95. Presently, there is limited trading in our stock, and, in the absence of an active trading market, investors may have difficulty buying and selling or obtaining market quotations, market visibility for shares of the Common Stock may be limited, and a lack of visibility for shares of the Common Stock may have a depressive effect on the market price for shares of the Common Stock.

The lack of an active market impairs your ability to sell your shares at the time you wish to sell them or at a price that you consider reasonable. The lack of an active market may also reduce the fair market value of your shares. An inactive market may also impair our ability to raise capital to continue to fund operations by selling shares. Trading in stocks quoted on the OTC Pink Market is often thin and characterized by wide fluctuations in trading prices due to many factors that may have little to do with our operations or business prospects. The securities market has, from time to time, experienced significant price and volume fluctuations that are not related to the operating performance of particular companies. These market fluctuations may also materially and adversely affect the market price of shares of the Common Stock. Moreover, the OTC Pink Market is not a stock exchange, and the trading of securities on the OTC Pink Market is often more sporadic than the trading of securities listed on a quotation system like Nasdaq or a national stock exchange like the NYSE. Accordingly, stockholders may have difficulty reselling any shares of common stock.

There is no assurance that we will be able to pay dividends to our shareholders, which means that you could receive little or no return on your investment.

Payment of dividends from our earnings and profits may be made at the sole discretion of our Board of Directors. There is no assurance that we will generate any distributable cash from operations. Our board may elect to retain cash for operating purposes, debt retirement, or some other purpose. Consequently, you may receive little or no return if you purchase the Common Stock.

The Common Stock is subordinate to all of our debts and liabilities, which increases the risk that you could lose your entire investment.

Our shares are equity interests that will be subordinate to all of our current and future indebtedness with respect to claims on our assets. In any liquidation, all of our debts and liabilities must be paid before any payment is made to our shareholders. The amount of any debt financing we incur creates a substantial risk that, in the event of our bankruptcy, liquidation or reorganization, we may have no assets remaining for distribution to our shareholders after payment of our debts.

Our Board of Directors may authorize and issue shares of new classes of stock that could be superior to or adversely affect you as a holder of the Common Stock.

Our Board of Directors has the power to authorize and issue shares of classes of stock, including preferred stock that have voting powers, designations, preferences, limitations and special rights, including preferred distribution rights, conversion rights, redemption rights and liquidation rights without further shareholder approval, which could adversely affect the rights of the holders of the Common Stock. In addition, our board could authorize the issuance of a series of preferred stock that has greater voting power than the Common Stock or that is convertible into the Common Stock, which could decrease the relative voting power of the Common Stock or result in dilution to our existing common stockholders.

Any of these actions could significantly adversely affect the investment made by holders of the Common Stock. In addition, holders of the Common Stock could receive fewer proceeds in connection with any future sale of the Company, whether in liquidation or on any other basis.

Shares eligible for future sale may adversely affect the market price of the Common Stock, as the future sale of a substantial amount of outstanding common stock in the public marketplace could reduce the price of the Common Stock.

The market price of our shares could decline as a result of substantial sales of Common Stock in the public market or the perception that these sales could occur. In addition, these factors could make it more difficult for us to raise funds through future offerings of the Common Stock.

There is a limited market for the Common Stock, which may make it difficult for holders of the Common Stock to sell their stock.

The Common Stock currently trades on the OTC Pink Markets under the symbol “MLMC”, and, currently, there is limited trading in the Common Stock and limited information regarding the Company. Accordingly, there can be no assurance as to the liquidity of any markets that may develop for the Common Stock, the ability of holders of the Common Stock to sell the Common Stock, or the prices at which holders may be able to sell the Common Stock. Further, many brokerage firms will not process transactions involving low-priced stocks, especially those that come within the definition of a “penny stock.” If we cease to be quoted, holders of the Common Stock may find it more difficult to dispose of or obtain accurate quotations as to the market value of the Common Stock, and the market value of the Common Stock would likely decline.

The trading price of the Common Stock is volatile, which could result in substantial losses to investors.

The trading price of the Common Stock is volatile and could fluctuate widely due to factors beyond our control. This may happen because of broad market and industry factors. In addition to market and industry factors, the price and trading volume for the Common Stock may be highly volatile for factors specific to our own operations, including the following:

- variations in our revenues, earnings and cash flow; announcements of new investments, acquisitions, strategic partnerships or joint ventures by us or our competitors;
- announcements of new offerings, solutions and expansions by us or our competitors;
- changes in financial estimates by securities analysts;
- detrimental adverse publicity about us, our brand, our services or our industry;
- additions or departures of key personnel; and
- potential litigation or regulatory investigations.

Any of these factors may result in large and sudden changes in the volume and price at which the Common Stock trades. In the past, shareholders of public companies have often brought securities class action suits against those companies following periods of instability in the market price of their securities. If we were involved in a class action suit, it could divert a significant amount of our management’s attention and other resources from our business and operations and require us to incur significant expenses to defend the suit, which could harm our results of operations. Any such class action suit, whether or not successful, could harm our reputation and restrict our ability to raise capital in the future. In addition, if a claim is successfully made against us, we may be required to pay significant damages, which could have a material adverse effect on our financial condition and results of operations.

We are subject to the penny stock rules, which will make shares of the Common Stock more difficult to sell.

We are subject now and, in the future, may continue to be subject to the SEC’s “penny stock” rules if our shares of common stock sell below \$5.00 per share. Penny stocks generally are equity securities with a price of less than \$5.00. The penny stock rules require broker-dealers to deliver a standardized risk disclosure document prepared by the SEC, which provides information about

penny stocks and the nature and level of risks in the penny stock market. The broker-dealer must also provide the customer with the current bid and offer quotations for the penny stock, the compensation of the broker-dealer and its salesperson, and monthly account statements showing the market value of each penny stock held in the customer's account. The bid and offer quotations, and the broker-dealer and salesperson compensation information must be given to the customer orally or in writing prior to completing the transaction and must be given to the customer in writing before or with the customer's confirmation.

In addition, the penny stock rules require that prior to a transaction, the broker-dealer must make a special written determination that the penny stock is a suitable investment for the purchaser and receive the purchaser's written agreement to the transaction. The penny stock rules are burdensome and may reduce purchases of any offerings and reduce the trading activity for shares of the Common Stock. As long as our shares of common stock are subject to the penny stock rules, the holders of such shares of common stock may find it more difficult to sell their securities.

Short sellers of our stock may drive down the market price of the Common Stock.

Short selling is the practice of selling securities that the seller does not own but rather has borrowed or intends to borrow from a third party with the intention of buying identical securities at a later date to return them to the lender. A short seller hopes to profit from a decline in the value of the securities between the sale of the borrowed securities and the purchase of the replacement shares, as the short seller expects to pay less in that purchase than it received in the sale. As it is, therefore, in the short seller's interest for the price of the stock to decline, some short sellers publish, or arrange for the publication of, opinions or characterizations regarding the relevant issuer, its business prospects and similar matters calculated to or which may create negative market momentum, which may permit them to obtain profits for themselves as a result of selling the stock short. Issuers whose securities have historically had limited trading volumes and/or have been susceptible to relatively high volatility levels can be particularly vulnerable to such short-seller attacks.

The publication of any such commentary regarding us by a short seller may bring about a temporary, or possibly long-term, decline in the market price of the Common Stock. No assurances can be made that we will not become a target of such commentary and declines in the market price of the Common Stock will not occur in the future in connection with such commentary by short sellers or otherwise.

If securities or industry analysts do not publish research or reports about our business or publish negative reports about our business, our share price and trading volume could decline.

The trading market for the Common Stock will, to some extent, depend on the research and reports that securities or industry analysts publish about us or our business. We do not have any control over these analysts. If one or more of the analysts who cover us downgrade our shares or change their opinion of our shares, our share price would likely decline. If one or more of these analysts cease coverage of us or fail to regularly publish reports on us, we could lose visibility in the financial markets, which could cause our share price or trading volume to decline.

Compliance with changing regulations of corporate governance and public disclosure may result in additional expenses.

New and changing laws, regulations and standards relating to corporate governance and public disclosure are creating uncertainty for companies such as ours. These new or changed laws, regulations and standards are subject to varying interpretations in many cases due to their lack of specificity, and as a result, their application in practice may evolve over time as new guidance is provided by regulatory and governing bodies, which could result in continuing uncertainty regarding compliance matters and higher costs necessitated by ongoing revisions to disclosure and governance practices. We are committed to maintaining high standards of public disclosure. As a result, we intend to invest resources to comply with evolving laws, regulations and standards, and this investment may result in increased general and administrative expenses and a diversion of management time and attention from revenue-generating activities to compliance activities. If our efforts to comply with new or changed laws, regulations and standards differ from the activities intended by regulatory or governing bodies due to ambiguities related to practice, our reputation may be harmed.

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

The Company's subsidiaries include:

- LindellTV, Inc., formerly known as FrankSpeech, Inc., a Delaware corporation, provides conservative broadcast platforms for free speech at lindelltv.com and voel.com as a First Amendment-friendly alternative to highly censored Big Tech and mainstream media options.
- Leading Edge Radio Network, a sole proprietorship, provides media & entertainment, including radio, television, movie production and television productions, to be used online and in Cloud television.
- Banana Box Wholesale Grocery, LLC, a Wyoming limited liability company, provides wholesale grocery distribution.

Except as set forth above, the Company has no subsidiaries and has no parent company or affiliated companies.

C. Describe the issuers’ principal products or services.

The Company’s principal products and services consist of conservative media broadcast and production, technology development, social media platforms, and wholesale grocery distribution.

5) Issuer’s Facilities

As of March 31, 2025, the Company does not own or lease any real property. An affiliate of the Company provides approximately 5,000 sq ft of office space in Chaska, Minnesota, without charge, when needed on behalf of the Company.

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

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)
Michael Lindell	Chairman/CEO	Chaska, Minnesota	29,606,418 (1)	Common	76.19%
Gregory Martin	Director/President/COO	Aledo, Texas	424,252	Common	1.09%
Ean Martin	Director/CFO	Fort Worth, Texas	264,795	Common	0.68%
Charles Weber	Director	Omaha, Texas	370,000	Common	0.95%
Rudolph “Rudy” Giuliani (2)	Director	Palm Beach, Florida	0	N/A	N/A
Robert C. Rogers (3)	Director	Salt Lake City, Utah	0	N/A	N/A
Joseph Oltmann	5% Control Person	Castle Rock, Colorado	2,250,000	Common	5.79%

- (1) Represents shares of the Company’s common stock held by Rev22 Investments, LLC, which is controlled by Michael Lindell.
- (2) Rudy Giuliani was appointed as a Director on February 7, 2025.
- (3) Robert C. Rogers was appointed as a Director on February 7, 2025.

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.

In June 2021, Rudy Giuliani's license to practice law was suspended in the state of New York, pending an investigation related to his efforts to overturn the results of the 2020 presidential election. On July 2, 2024, he was disbarred from the practice of law in the state of New York. On September 26, 2024, he was disbarred in the District of Columbia under reciprocal discipline.

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or a 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.**

Coomer v. My Pillow, Frankspeech, and Mike Lindell. In April 2022, Eric Coomer brought a lawsuit against My Pillow, Inc., Frankspeech LLC, and Mike Lindell in Colorado District Court claiming that Defendants are liable for defamation per se and deceptive trade practices in connection with allegedly defamatory statements made by Mike Lindell and podcast host Joe Oltmann concerning Coomer's work as the Director of Product Strategy and Security for Dominion Voting Systems. The lawsuit claims that the alleged defamatory statements were made in videos hosted on the frankspeech.com website. Defendants removed the lawsuit to the U.S. District Court for the District of Colorado in May 2022. Defendants argue that the alleged defamatory statements were not made and are not attributable to Defendants, and that even if any of the alleged defamatory statements are attributable to any Defendant, the statements are protected by the First Amendment and cannot give rise to liability under *New York Times v. Sullivan*, 376 U.S. 254 (1964). Defendants further argue that to the extent Coomer sustained any reputational harm or other damages, such damages would have been caused by nonparties to the litigation. The case is in the final stages of pre-trial preparation. The trial is expected to begin on or about June 2, 2025.

CoreSpace v. Lindell Management, Frankspeech, and Mike Lindell. In August 2023, CoreSpace, Inc. sued Frankspeech Inc., Lindell Management LLC, and Mike Lindell in the District Court of Collin County, Texas, claiming that Lindell Management breached its contract with CoreSpace whereunder CoreSpace agreed to provide data-center hosting and internet services through a third party, and further asserting that Frankspeech is liable under theories of misrepresentation, quantum meruit, and alter ego. CoreSpace also asserted a claim seeking enforcement of CoreSpace's alleged contractual lien on the servers and other

computer hardware that were housed in the third party's data center. CoreSpace claimed contractual damages totaling approximately \$700,000 plus attorneys' fees and punitive damages. Defendants argued, among other things, that CoreSpace failed to mitigate any damages it sustained, that CoreSpace's fraud claim is barred by the economic loss doctrine, and that CoreSpace has no valid lien. Defendants also vigorously opposed CoreSpace's alter-ego theory. The parties have settled the case, and the litigation is expected to be dismissed once the parties have completed the terms of the settlement agreement.

8) Third Party Service Providers

Securities Counsel

Name: Brenda Hamilton, Esq.
Firm: Hamilton & Associates Law Group P.A.
Address 1: 200 East Palmetto Park Road, Suite 103
Address 2: Boca Raton, Florida 33432
Phone: 561-416-8956
Email: info@securitieslawyer101.com

Accountant or Auditor

Name: Jayme McWidender
Firm: MAC Accounting Group & CPA's LLP
Address 1: 1070 Mecham Lane,
Address 2: Midvale, Utah 84047
Phone: 801-414-3664
Email: jayme@macaccountinggroup.com

Investor Relations

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

All other means of Investor Communication:

X (Twitter):
Discord:
LinkedIn
Facebook:
[Other] www.fsbn.com

Other Service Providers

Name:
Firm:
Nature of Services:
Address 1:
Address 2:
Phone:
Email:

9) Disclosure & Financial Information

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

Name: Ean Martin
Title: Chief Financial Officer
Relationship to Issuer: Officer & Director

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

- IFRS
 U.S. GAAP

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

Name: Ean Martin
Title: Chief Financial Officer
Relationship to Issuer: Officer & Director

Describe the qualifications of the person or persons who prepared the financial statements: **BBA/Executive**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

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

10) Issuer Certification

Principal Executive Officer:

I, Michael Lindell, certify that:

1. I have reviewed this Disclosure Statement for Mike Lindell Media, Corp.;
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.

05/09/2025 [Date]

/s/ Michael Lindell [CEO's Signature]

Principal Financial Officer:

I, Ean Martin, certify that:

1. I have reviewed this Disclosure Statement for Mike Lindell Media, Corp.;
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.

05/09/2025 [Date]

/s/ Ean Martin [CFO's Signature]

CONSOLIDATED BALANCE SHEETS
(Unaudited)

	March 31, 2025	December 31 2024
ASSETS		
Current Assets:		
Cash & cash equivalents (1)	\$ (28,070)	\$ 48,820
Accounts receivable	489,290	
Prepaid expenses	-	-
Total Current Assets	461,220	324,695
Long Term Assets:		
Property and equipment, net	253,893	253,893
Intangible assets- net	1,341,964	1,337,778
Total Long Term Assets	1,595,857	1,591,671
Total Assets	\$ 2,057,077	\$ 1,916,366
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Current Liabilities:		
Accounts payable	\$ 1,938,039	\$ 2,015,966
Accrued liabilities	2,188,780	2,558,060
Total Current Liabilities	4,126,819	4,574,026
Long Term Liabilities:		
Related party note payable, net of current portion	11,379,431	12,018,714
Total Liabilities	\$ 15,506,250	\$ 16,592,740
Stockholders' Equity (Deficit)		
Common Stock, \$.001 and \$.01 par value, 300,000,000 shares authorized, 38,858,249 and 38,598,249 shares issued & outstanding as of March 31, 2025 & December 31, 2024, respectively	38,858	38,598
Additional paid-in capital	539,180	463,858
Accumulated deficit	(14,027,212)	(15,178,831)
Total Stockholders' Equity (Deficit)	(13,449,173)	(14,676,374)
Total Liabilities and Stockholders' Equity (Deficit)	\$ 2,057,077	\$ 1,916,366

(1) Includes \$55,812 in uncleared checks. Actual cash balance \$27,741
The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF OPERATIONS
(Unaudited)

	Three Months Ended March 31,	
	2025	2024
Revenue	\$ 1,696,463	\$ 1,083,029
Cost of Goods Sold	(19,110)	-
Gross Profit	1,677,353	1,083,029
Operating Expenses		
General and administrative expenses	367,143	1,658,139
Depreciation and amortization	-	8,413
Salaries and wages	545,335	532,963
Total Operating Expenses	912,478	2,199,515
Net Operating Income (Loss)	764,875	(1,116,486)
Other Income (Expense)		
Legal Settlement	-	-
Gain on debt settlement	86,846	-
Donations	-	-
Loss from share cancelation agreement	-	-
Change in Fair value of derivative	324,899	-
Total Other Income (Expense)	411,744	-
Net Income (Loss)	\$ 1,176,619	\$ (1,116,486)
Net Income (Loss) per share, basic and diluted	\$0.03	\$(1.34)
Weighted average shares outstanding – basic and diluted	\$0.03	\$(1.34)

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

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIT)
FOR THE QUARTER ENDED MARCH 31, 2024 & MARCH 31, 2025
(Unaudited)

	Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Equity (Deficit)
	Shares	\$ Amount			
Balance at December 31, 2023	83,500,000	\$ 835,000	\$ 375,000	\$ (11,485,517)	\$ (10,275,517)
Share agreement cancellation	(4,000,000)	(40,000)			(40,000)
Common stock issued for services	2,000,000	20,000			20,000
Balance at March 31, 2024	81,500,000	815,000	375,000	(11,485,517)	(10,255,517)

	Common Stock		Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Equity (Deficit)
	Shares	\$ Amount			
Balance at December 31, 2024.	38,598,249	38,598	463,858	(15,203,831)	(14,701,375)
Common Stock Issued for Conversion	260,000	260	75,322		75,582
Net Income (Loss)				1,176,619	1,176,619
Balance at March 31, 2025	38,858,249	38,858	539,180	(14,027,212)	(13,449,174)

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

CONSOLIDATED STATEMENT OF CASH FLOWS
(Unaudited)

	Three Months Ended March 31,	
	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income (loss)	\$ 1,176,619	\$ (1,116,486)
Adjustments to reconcile net income to net cash provided by (used in) operations:		
Accrued Interest	12,395	-
Convertible notes payable	(60,582)	-
Derivative liability	(324,899)	-
WEX Bank Corp Card	7,641	-
Short Term Business Loans	(3,836)	-
Accounts receivable	(213,416)	-
Prepaid expenses	-	-
Accounts payable	(77,927)	444,402
Legal accrual	-	20,493
Net cash used in operating activities	515,996	(651,590)
CASH FLOW FROM INVESTING ACTIVITIES		
Investment in Subsidiary	(4,186)	-
Plant, Property, Equipment; Net.	-	(87,744)
Net cash provided by Investing Activities	(4,186)	(87,744)
CASH FLOW FROM FINANCING ACTIVITIES		
Net change from related party advances	(639,282)	738,647
Common Stock	260	-
Additional Paid In Capital	75,322	-
Preferred Stock	-	-
Opening Balance Equity	-	-
Net cash provided by financing activities	(563,700)	738,647
Net cash decrease for period	(51,891)	(687)
Cash at beginning of period	23,820	1,391
Cash at end of period (1)	\$ (28,071)	\$ 704

(1) Includes \$55,812 in uncleared checks. Actual cash value \$27,741.

The accompanying notes are an integral part of these consolidated financial statements. F-4

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

March 31, 2025

(Unaudited)

NOTE A - ORGANIZATION AND DESCRIPTION OF BUSINESS

Mike Lindell Media Corp f/ka/ FrankSpeech Network, Inc. was formed on April 21, 2021 and is currently engaged in the business of providing a social platform for individuals who want to post videos, livestream television, distribute news and information, and find community and fellowship with likeminded individuals.

NOTE B- SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Management periodically evaluates estimates used in the preparation of the consolidated financial statements for continued reasonableness.

Recently Issued Accounting Standards Adopted

The Company periodically reviews new accounting standards that are issued. Although some of these accounting standards may be applicable to the Company, the Company has not identified any new standards that it believes merit further discussion, and the Company expects that none would have a significant impact on its consolidated financial statements.

Cash and Cash Equivalents

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. The Company maintains substantially all its cash and cash equivalents at one financial institution. At times, cash may be in excess of FDIC insurance limits, typically \$250,000. As of March 31, 2025, cash balances did not exceed FDIC insurance limits. The Company has not experienced any losses in such accounts and does not believe that it is exposed to significant risks from excess deposits.

Accounts Receivable and Allowance for Doubtful Accounts

The Company reviews accounts receivable periodically for collectability and establishes an allowance for doubtful accounts and records bad debt expense when deemed necessary. The Company records an allowance for doubtful accounts that is based on historical trends, customer knowledge, any known disputes, and considers that aging of the accounts receivable balances combined with management's estimate of future potential recoverability. Accounts and receivables are written off against the allowance after all attempts to collect a receivable have failed. As of March 31, 2025, the allowance for doubtful accounts was \$0.

Property and Equipment, Net

Property and equipment are capitalized and recorded at cost, less accumulated depreciation and impairment charges, if any. Depreciation is provided for on a straight-line basis over the estimated useful lives of the property and equipment or the lease term, whichever is shorter. Repairs and maintenance costs are charged to operating expenses as incurred, unless it is determined by the company to extend the life of the fixed asset, at which time the amount would be capitalized and amortized over the useful life of the asset or the estimated remaining life of the asset, whichever is shorter.

Intangible Assets

The Company accounts for its intangible assets in accordance with Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) Subtopic 350-30, *General Intangible Other Than Goodwill*. ASC Subtopic 350-30, which requires assets to be measured based on the fair value of the consideration given or the fair value of the assets (or net assets) acquired, whichever is more clearly evident and, thus, more reliably measurable. Under ASC Subtopic 350-30 any intangible asset with a useful life is required to be amortized over that life and the useful life is to be evaluated every reporting period to determine whether events or circumstances warrant a revision to the remaining period of amortization. If the estimate of useful life is changed the remaining carrying amount of the intangible asset is amortized prospectively over the revised useful life. Costs to renew or extend the term of an intangible assets are recognized as an expense when incurred.

Impairment of Long-Lived Assets

Long-lived assets, including property and equipment and intangible assets are tested for impairment when events or circumstances indicate that the carrying amount of the asset group that includes those assets is not recoverable. An assets group is the lowest level for which its cash flows are independent of the cash flows of other assets groups. The carrying value of an assets group is not considered recoverable if the carrying value exceeds the sum of the undiscounted cash flows expected to result from the uses and eventual disposition of the asset group. The impairment loss is measured by the difference between the carrying value of the asset group and its fair value. The Company did not recognize any impairment loss for the six months ending March 31, 2024 and 2025.

Revenue Recognition

All revenues are recorded in accordance with ASC Topic 606, Revenue from Contracts with Customers. This standard applies to all contracts with customers, except for contracts that are within the scope of other standards, such as leases, insurance, collaboration arrangements and financial instruments. Under Topic 606, an entity recognizes revenue when its customer obtains control of promised goods or services, in an amount that reflects the consideration which the entity expects to receive in exchange for those goods or services. To determine revenue recognition for arrangements that an entity determines are within the scope of Topic 606, the entity performs the following five steps: (i) identify the contracts with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) the entity satisfies a performance obligation. The Company recognizes revenue from the following:

Email Marketing Revenue - sales from marketing campaigns delivered through email to a targeted audience. This revenue can come from various sources such as direct sales, lead generation, product emails and customer lists.

Frank Speech Store Revenue - sales from online store merchandise on the FrankSpeech store.

Rent Share Revenue – revenue share between Lindell TV and MyPillow. FrankSpeech entered into a direct revenue share agreement with MyPillow following the contribution of Lindell TV into FrankSpeech in 2023.

Ad Revenue - sales from businesses or individuals from displaying advertisements on the Company platform. This revenue is typically earned through various models like pay-per-click (PPC), cost-per-impression (CPM), or cost-

per-action (CPA), where advertisers pay based on user interactions with the ads. During the quarter ended March 31, 2025 the Company recorded revenue of \$1,176,619.

Advertising Costs

Advertising costs are expensed as incurred. During the quarter ended March 31, 2025 the Company incurred advertising costs of \$105,706.

Income Taxes

The Company is a C-Corp and accounts for income taxes, whereby deferred income taxes are recorded based on differences between the financial reporting and tax basis of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the underlying assets are received or liabilities are settled. In evaluating the Company's ability to recover the deferred tax assets within the jurisdiction from which they arise, management considers all available positive and negative evidence and establishes a valuation allowance if necessary to reduce the deferred tax assets to their expected net realizable value.

The Company recognizes the financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit for tax positions meeting the more-likely-than-not threshold, the amount recognized in the consolidated financial statements is the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement with the relevant tax authority. Increases or decreases to the unrecognized tax benefits could result from management's belief that a position can or cannot be sustained upon examination based on subsequent information or potential lapse of the applicable statute of limitation for certain tax positions. On March 31, 2025, the Company determined it did not have any uncertain tax positions.

The Company recognizes interest and penalties related to uncertain tax positions in income tax expense. As of March 31, 2025, the Company has no provisions for interest or penalties related to uncertain tax positions.

Fair Value of Financial Instruments

In accordance with ASC 820 'Fair Value Measurement' the Company categorizes financial instruments in a 'fair value hierarchy, The hierarchy categorizes the inputs used in valuation techniques into three levels. The hierarchy gives the highest priority to (unadjusted) quoted prices in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The following are the three categories related to the fair value measurement of such assets or liabilities:

- Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the Company can access at the measurement date, it holds a position in a single asset or liability and the asset or liability is traded in an active market.
- Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Inputs are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs').
- Level 3 inputs are unobservable for the asset or liability. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

	Level 1	Level 2	Level 3	Total
March 31, 2025				
Derivative Liabilities	\$ -	\$ -	\$ 1,836,934	\$ 1,836,934
December 31, 2024				
Derivative Liabilities	\$ -	\$ -	\$ 2,161,833	\$ 2,161,833

NOTE C - GOING CONCERN

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As March 31, 2025, the Company had an accumulated deficit of \$14,027,212, the Company achieved a net gain of \$1,176,619. Despite a profitable period, these conditions raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

NOTE D - COMMITMENTS AND CONTINGENCIES

Certain conditions may exist as of the date the consolidated financial statements are issued, which may result in a loss to the Company, but which will only be resolved when one or more future events occur or fail to occur. The Company's management and its legal counsel assess such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies related to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company's legal counsel evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

The Company settled a consumer class action lawsuit in early 2023. The Company paid out claims and settlement-administration fees in 2023 totaling \$45,826. The Company has also accrued \$941,619 for attorney fees included in the judgement. The Company has accrued for this liability in accrued liabilities on the accompanying balance sheet as of December 31, 2023

On March 31, 2024, the Company determined that all additional liability arising from the judgement of the consumer class action lawsuit will be covered by Michael Lindell, as such the Company has released the previous accrual for \$941,619 for attorney fees included in the judgement.

As of March 31, 2025, the Company is named in a pending lawsuit. At this time, the case is in final stages of pre-trial preparation. The trial is expected to begin on or about June 2, 2025.

NOTE E - PROPERTY AND EQUIPMENT, NET

Property and equipment consist of the following at March 31, 2025:

	2025	Useful Life (Years)
Furniture and Equipment	\$241,980	3-10
Less: Accumulated depreciation	(42,734)	
	<u>\$ 199,246</u>	

NOTE F - INTANGIBLE ASSETS

On September 1, 2023, the Company entered into an asset purchase agreement with a third-party seller for a total contract price of 4,500,000 shares at \$0.01 per share for a total of \$45,000, which includes the seller's rights, title, and interest in and to the intellectual property rights associated with the assets, which include trade names, trademarks, trademark applications, patents, patents applications, copyrights and copyright applications including the Prometheus Intelligence Technology license.

The carrying basis and accumulated amortization of recognized intangible assets at March 31, 2024 were as follows:

	December 31, 2024	March 31, 2025
Intangible assets - license	\$ 45,000	\$ 45,000
Less accumulated amortization	(3,750)	(3,750)
Net intangible assets – license	<u>\$ 41,250</u>	<u>\$ 41,250</u>

Amortization expense for the three months ended March 31, 2025 was \$3,750.

The Company's license is being amortized over a useful life of 10 years.

Estimated amortization expense for each of the following five years is as follows:

Years ending December 31:	
2024	\$ 2,250
2025	4,500
2026	4,500
2027	4,500
2028	4,500
Thereafter	21,000
	<u>\$ 41,250</u>

NOTE G- RELATED PARTY NOTES PAYABLE

The Company maintains advance notes payable to Lindell Management Group, Lindell Publishing, MyPillow, MyStore, and Mike Lindell who is the CEO of the Company, in the net amount of \$11,379,431 as of March 31, 2025. The advance notes payable have no interest and are unsecured. The advance note payable is due the date the Company secures twenty million in total investment capital. The note holder has represented that it will not be required to be repaid in 2025 and therefore the Company has classified the advance as long-term on the accompanying balance sheets as of March 31, 2025.

NOTE H – ACQUISITION AND DECONSOLIDATION OF LINDELL TV

On August 31, 2023, the Company entered into an asset purchase agreement with Lindell TV, LLC (Lindell TV) for a value of \$2,393,910, pursuant to which the Company acquired all rights with respect to Lindell TV and its assets. In consideration for the value of Lindell TV, the Company agreed to settle an outstanding payable from Lindell TV of \$4,010,239. As such, the Company recognized a loss on the acquisition of Lindell TV in the amount of \$1,616,329.

No acquisition costs were recorded during the year ended December 31, 2023.

The Company recorded the acquisition in accordance with ASC-805, pertaining to business combinations. The following table summarizes the consideration paid and the amounts of the assets acquired at fair market value and liabilities assumed recognized at the Acquisition date.

Acquisition consideration	
Related party advance	\$ (4,010,239)
Assets acquired and liabilities assumed	
Accounts payable	\$ (88,347)

Related party advance	2,482,257
Total identifiable net assets	<u>\$ 2,393,910</u>
Loss on acquisition	\$ 1,616,329

On February 1, 2024, the Company signed a share cancellation agreement pursuant to the deconsolidation of Lindell TV from FrankSpeech, Inc. The Company recorded the deconsolidation in accordance with ASC-810, pertaining to the consolidation of variable interest entities. The Company recognizes a loss of \$2,368,112.

NOTE I - STOCKHOLDERS' EQUITY (DEFICIT)

Common Stock - with a \$.01 and \$.001 par value, 300,000,000 authorized and 81,500,000 and 38,858,249 issued and outstanding, respectively as of March 31, 2024 and March 31, 2025.

On April 3, 2024, the Company issued 2,000,000 shares of stock to Todd Carter in exchange for software technology and code.

On February 1, 2024, the Company signed a share cancellation agreement which cancelled 4,000,000 shares.

For the year ended December 31, 2023, the Company recognized stock-based compensation to employees, founders, and directors totaling \$40,000. For the year ended December 31, 2023, the Company issued stock totaling \$45,000 for the exchange of technology and license usage. Shares issued in 2023 were valued based on a dimiumus par value.

On July 27, 2023, the Company had a 15:1 stock split.

On August 8, 2024 the Company's Board of Directors and majority consenting stockholders approved the closing of a Share Exchange Agreement entered into on July 30, 2024 whereby the Company issued 3,700,000 shares of its Series A Preferred Stock in exchange for all of the outstanding shares of stock of FrankSpeech, Inc., resulting in FrankSpeech, Inc. becoming a wholly owned subsidiary of the Company. In conjunction with the closing of the Share Exchange Agreement the Company appointed additional board members and members of management to the Company, which included the former executives and stockholders of FrankSpeech, Inc.

On September 4th, the Board of Directors and majority consenting shareholders elected to convert the Series A Preferred Stock into Common Stock in the amount of 37,000,000 shares.

NOTE J - SUBSEQUENT EVENTS

The Company evaluated all subsequent events through May 09, 2025, the date the financial statements were made available to be issued