RONN, Inc.

11 N Water St
Mobile, AL 36602

(678) 999-6242
www.ronnmotorgroup.com
jm850fl@gmail.com
0000058411

Quarterly Report

For period ending March 31, 2025 (the 'Reporting Period')

Outstanding Shares

The number of shares outstanding of our common stock was:

5,925,787,746 as of March 31, 2025

2,649,787,746 as of December 31, 2024

Shell Status

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

Yes [ ] No [X]

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

Yes [ ] No [X]

Change of Control

Indicate by check mark whether a Change in Control[4] of the company has occurred over this reporting period:

Yes [ ] No [X]

[4] 'Change of Control' shall mean any events resulting in:

(i) any 'person' (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the 'beneficial owner' (as defined in Rule 13(d)-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

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

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

RONN, Inc.

Current State and Date of Incorporation or Registration	Colorado from December 31, 2021
Standing in this Jurisdiction: (eg. Active, default, inactive)	Active

The Company was formed under the name of Lee Pharmaceuticals, Inc. in April 1971.
the date of this filing.

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

The issuer was previously incorporated in California from April 1971 to December 31, 2021.
The Company was formed under the name of Lee Pharmaceuticals, Inc. in April 1971.

The Company changed its name to RONN, Inc. following a reverse take-over by Ronn Motor Group, Inc., approved in September 2023.

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

None

Address of the issuer's principal executive office:

11 N Water St, Mobile, AL 36602

Address of the issuer's principal place of business:

[X] *Check box 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 [X] Yes [ ] If Yes, provide additional details below:

n/a

2. **Security Information**

Transfer Agent

Name: Vstock Transfer, LLC
Phone: (212) 828-8436
Email info@vstocktransfer.com
Address: 18 Lafayette Place, Woodmere, NY 11598

Publicly Quoted or Traded Securities

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

Trading symbol:	RONN		
Exact title and class of securities outstanding:	Common Stock		
CUSIP:	52403816		
Par or stated value:	$0.001		
Total shares authorized:	8,000,000,000	as of date	3/31/2025

Total shares outstanding:	5,925,787,746	as of date	3/31/2025
Total number of shareholders of record:	542	as of date	3/31/2025

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

n/a

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

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of securities outstanding:	Preferred stock Series A		
CUSIP:	n/a		
Par or stated value:	$0.001		
Total shares authorized:	20	as of date	3/31/2025
Total shares outstanding:	10	as of date	3/31/2025
Total number of shareholders of record (if applicable):	1	as of date	3/31/2025

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

n/a

Security Description:

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

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

   Each share of common stock is entitled to one (1) vote on matters submitted for a shareholder vote.

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

   Each share of Preferred stock series A converts into 10,000,000 shares of common stock, and the holders of Preferred stock series A are entitled to a vote of 60% of all common stock votes cast.

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

   None.

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

   None.

3. Issuance History

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

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

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subequent 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: ☒

Shares Outstanding as of the Second Most Recent Fiscal Year End Date: 12/31/2022 Opening balance: Common: 35,162,350 Preferred: 1,000,000			*Right-click the rows below and select 'insert' to add rows as needed						
Date of Transaction	**Transaction Type (eg. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or Cancelled)**	**Class of Securities**	**Value of Shares Issued ($/share) at issuance**	**Were the shares issued at a discount to market price at time of issuance (Y/N)**	**Individual / Entity shares were issued to (entities must have individual with voting / investment control disclosed)**	**Reason for share issuance (eg. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing**	**Exemption or Registration Type**
1/14/2023	New Issuance	250,000,000	Common Stock	0.03	N	John Morgan	Remuneration	Restricted	None
1/20/2023	New Issuance	12,500,000	Common Stock	0.01	N	Strategic Enterprise LLC (Chad Curtis)	Cash	Unrestricted	RegA
1/20/2023	New Issuance	12,500,000	Common Stock	0.01	N	World Market Ventures (Chad Curtis)	Cash	Unrestricted	RegA
2/15/2023	Cancellation,	(275,000,000)	Common Stock	0.0429	N	John Morgan	Remuneration	Restricted	None
2/15/2023	Transfer	(10)	Series A Preferred	0.001	N	John Morgan	Acquisition	Restricted	None
2/15/2023	Transfer	10	Series A Preferred	0.001	N	Ronn Ford	Acquisition	Restricted	None
2/15/2023	New Issuance	286,325,396	Common Stock	0.0429	N	RF Trust (Ronn Ford)	Acquisition	Restricted	None
3/8/2023	New Issuance	30,000,000	Common Stock	0.255	N	RF Trust (Ronn Ford)	Remuneration	Restricted	None
1/17/2024	New Issuance	4,000,000	Common Stock	0.0035	N	Wagner DeCarvalho Roth IRA (Wagner DeCarvalho)	Cash	Restricted	None
1/31/2024	New Issuance	(100,000,000)	Common Stock	0.001	N	RF Trust (Ronn Ford)	n/a	Restricted	None
2/7/2024	New Issuance	1,000,000	Common Stock	0.0111	N	Tina Blattner	Services	Restricted	None
2/7/2024	New Issuance	700,000	Common Stock	0.0111	N	Michelle Jacquez	Services	Restricted	None
2/7/2024	New Issuance	500,000	Common Stock	0.0111	N	Chistopher Garrett	Services	Restricted	None
2/7/2024	New Issuance	1,000,000	Common Stock	0.0111	N	Mindy Pierce	Services	Restricted	None
2/7/2024	New Issuance	5,000,000	Common Stock	0.0111	N	Sonic Seven Communication, Inc. (Sheila Stewart)	Services	Restricted	None
2/7/2024	New Issuance	5,000,000	Common Stock	0.0111	N	John Morgan	Services	Restricted	None
2/7/2024	New Issuance	700,000	Common Stock	0.0111	N	Kim Harkin	Services	Restricted	None

2/7/2024	New Issuance	500,000	Common Stock	0.0111	N	Ashlie Garrett	Services	Restricted	None
2/7/2024	New Issuance	1,000,000	Common Stock	0.0111	N	Cassi Olson	Services	Restricted	None
2/7/2024	New Issuance	500,000	Common Stock	0.0111	N	JDT Legal (Jeff Turner)	Services	Restricted	None
2/7/2024	New Issuance	18,400,000	Common Stock	0.0111	N	RNN Revocable Trust (Ronn Ford)	Services	Restricted	None
2/21/2024	New Issuance	25,500,000	Common Stock	0.001	Y	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
3/6/2024	Transfer	(216,325,396)	Common Stock	0.001	N	RF Trust (Ronn Ford)	Transfer	Restricted	None
3/6/2024	Transfer	216,325,396	Common Stock	0.001	N	RNN Revocable Trust (Ronn Ford)	Transfer	Restricted	None
3/7/2024	New Issuance	33,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
3/18/2024	New Issuance	38,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
3/21/2024	New Issuance	41,500,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
4/1/2024	New Issuance	42,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
4/9/2024	New Issuance	46,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
4/15/2024	New Issuance	46,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
4/19/2024	New Issuance	51,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
4/23/2024	New Issuance	61,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Acquisition	Restricted	None
5/1/2024	New Issuance	55,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Acquisition	Restricted	None
5/20/2024	New Issuance	72,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Acquisition	Restricted	None
5/23/2024	New Issuance	40,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
5/29/2024	New Issuance	32,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
6/18/2024	New Issuance	87,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
7/7/2024	New Issuance	69,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
7/18/2024	New Issuance	69,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
7/31/2024	New Issuance	77,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
8/20/2024	New Issuance	87,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144

9/6/2024	New Issuance	100,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
9/18/2024	New Issuance	135,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
9/25/2024	New Issuance	145,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
10/8/2024	New Issuance	135,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
10/24/2024	New Issuance	144,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
11/6/2024	New Issuance	165,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
11/15/2024	New Issuance	196,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
12/16/2024	New Issuance	195,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
12/26/2024	New Issuance	173,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
1/13/2025	New Issuance	205,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
1/22/2025	New Issuance	212,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
1/29/2025	New Issuance	300,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
2/6/2025	New Issuance	300,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
2/13/2025	New Issuance	290,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
2/24/2025	New Issuance	350,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
2/28/2025	New Issuance	380,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
3/7/2025	New Issuance	445,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
3/17/2025	New Issuance	444,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144
3/21/2025	New Issuance	350,000,000	Common Stock	0.001	N	World Market Ventures (Chad Curtis)	Debt Conversion	Unrestricted	144

Shares Outstanding as of Date of This Report

Date		Ending balance:
3/31/2025	Common:	5,925,787,746
	Preferred:	10

Example: *A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.*

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

n/a

B. Convertible Debt

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

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

Date of Note Issuance	Principal Amount at Issuance ($)	Outstanding Balance ($) (include accrued interest)	Maturity Date	Conversion terms (eg. pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# Potential Shares to be Issued Upon Conversion[5]	Name of Noteholder (entities must have individuals with voting / investment control disclosed)	Reason for Issuance (eg. Services, Loan, etc.)
1/9/2023	$ 55,000	$ -	10/9/2023	Lower of 50% of lowest market price in past 30 days or $0.01	3,479,000,000	-	Strategic Enterprises LLC (Chad Curtis)	Convertible Loan
11/20/2023	$ 14,300	$ 17,174	8/20/2024	Lower of 50% of lowest market price in past 30 days or $0.00425	1,969,000,000	171,740,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
4/8/2024	$ 13,200	$ 15,255	1/8/2025	Lower of 50% of lowest market price in past 30 days or $0.00035	-	152,550,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
5/9/2024	$ 11,000	$ 12,632	2/9/2025	Lower of 50% of lowest market price in past 30 days or $0.00035	-	126,320,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
5/24/2024	$ 33,000	$ 37,769	2/24/2025	Lower of 50% of lowest market price in past 30 days or $0.00035	-	377,690,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
6/4/2024	$ 33,000	$ 37,680	3/4/2025	Lower of 50% of lowest market price in past 30 days or $0.00475	-	376,800,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
7/1/2024	$ 22,000	$ 24,973	4/1/2025	Lower of 50% of lowest market price in past 30 days or $0.0023	-	249,730,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
7/26/2024	$ 16,500	$ 18,627	4/26/2025	Lower of 50% of lowest market price in past 30 days or $0.00095	-	186,270,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
8/23/2024	$ 33,000	$ 37,028	5/23/2025	Lower of 50% of lowest market price in past 30 days or $0.00095	-	370,280,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
10/9/2024	$ 22,000	$ 24,430	7/9/2025	Lower of 50% of lowest market price in past 30 days or $0.00030	-	244,300,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
11/19/2024	$ 16,500	$ 18,155	8/19/2025	Lower of 50% of lowest market price in past 30 days or $0.00015	-	181,550,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
12/30/2024	$ 13,750	$ 14,991	9/29/2025	Lower of 50% of lowest market price in past 30 days or $0.00015	-	149,910,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
2/10/2025	$ 13,750	$ 14,849	11/10/2025	Lower of 50% of lowest market price in past 30 days or $0.0001	-	148,490,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
2/25/2025	$ 13,750	$ 14,798	11/25/2025	Lower of 50% of lowest market price in past 30 days or $0.0001	-	147,980,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
3/26/2025	$ 16,500	$ 17,638	12/26/2025	Lower of 50% of lowest market price in past 30 days or $0.0001	-	176,380,000	World Market Ventures LLP (Chad Curtis)	Convertible Loan
Total Outstanding Balance		$ 305,999		**Total Shares:**	5,448,000,000	3,059,990,000		

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

n/a

[6] 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.

4. **Issuer's Business, Products and Services**

The purpose of this section is to provide a clear description of the issuer's current operations.
(Please ensure that these descriptions are updated on the Company's profile on www.otcmarkets.com)

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

RONN, Inc. operates through its wholly owned subsidiary, Ronn Motor Group, Inc., which is a multinational zero-emission Hydrogen Fuel Cell Electric Automaker and sustainable hydrogen stationary company, founded to create sustainable energy for mobility and a better quality of life.

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

Ronn Motor Group, Inc.is a wholly owned subsidiary of RONN, Inc.

C. Describe the issuers' principal products or services.

RONN is developing middle-mile trucks and expanding into SUVs for commercial uses. The Company works with global automotive manufacturing leaders and currently has negotiations for several distribution agreements. The Company is also teaming up with a leading hydrogen fueling company to develop a hydrogen fuel distribution infrastructure domestically and worldwide.

5. **Issuer's Facilities**

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

RONN, Inc maintains leased office space in Mobile, Alabama and Scottsdale, Arizona .

6. **All Officers, Directors, and Control Persons of the Company**

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

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

Individual Name (First, Last) or Entity Name ('include names of control if corporate entity)	Affiliation with Position/Company Affiliation (ex. CEO, 5% Control Person)	City and State (include Country of outside the US)	Number of Shares Owned (List preferred, common, warrants options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
Ronn Ford	CEO, Director, Owner of more than 5%	Scottsdale, AZ	10	Series A Preferred	100.0%
John Morgan	Director, Owner of more than 5%	Mobile, AL	5,020,000	Common	0.08%
C.G. Ryche	CMO	Scottsdale, AZ	7,200,000	Common	0.12%
Darla Robinson	Treasurer, Secretary	Scottsdale, AZ	100,000	Common	0.00%
Arbor Lake Capital, Inc. (Kevin Hong)	Shareholder	Scottsdale, AZ	32,000,000	Common	0.54%
RNN Irrevocable Trust (Ronn Ford)	5% Control Person)	Scottsdale, AZ	191,301,328	Common	3.23%

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

7. **Legal/Disciplinary History**

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

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);

   <u>n/a</u>

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;

   <u>n/a</u>

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;

   <u>n/a</u>

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

   <u>n/a</u>

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.

   <u>n/a</u>

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

   <u>n/a</u>

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 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.

<u>None</u>

8. **Third Party Providers**

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

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

<u>Securities Counsel (must include Counsel preparing Attorney Letters)</u>

Name:	<u>Jeff Turner</u>
Firm:	<u>JDT Legal PLLC</u>
Address1:	<u>7533 S Center View Ct, #4291, West Jordan, UT 84084</u>
Phone:	<u>(801) 810-4465</u>

Email: jeff@jdt-legal.com

All other means of Investor Communication:

Twitter: n/a
Discord: n/a
LinkedIn: n/a
FaceBook: n/a
[Other]: n/a

9. **Disclosure & Financial Information**

A. This disclosure statement was prepared by (name of individual):

Name: Ronn Ford
Title: CEO
Relationship to Issuer: CEO

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

	IFRS
X	US GAAP

C. The following financial statements were prepared by (name of individual)[6]:

Name: Ronn Ford
Title: CEO
Relationship to Issuer: CEO
Describe the qualifications of the person or persons who prepared the financial statements:
Experience of running public companies over a number of years and preparation of financial statements.

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; and

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.

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

10. **Issuer Certification**

Principal Executive Officer

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

The certifications shall follow the format below:

I, Ronn Ford, certify that:

1. I have reviewed this Disclosure Statement of RONN, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

5/14/2025

/s/ Ronn Ford (CEO's Signature)

Principal Financial Officer

I, John Morgan, certify that:

1. I have reviewed this Disclosure Statement of RONN, Inc.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

5/14/2025

/s/ John Morgan (CFO's Signature)

RONN, INC.
(RONN)

QUARTERLY REPORT
FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024

May 14, 2025

11 N Water St
Mobile
AL 36602

RONN, INC.
QUARTERLY REPORT
FOR THE THREE MONTHS ENDED MARCH 31, 2025 AND 2024
(Unaudited)

Index

RONN, INC.
Condensed Consolidated Unaudited
Balance Sheet

	Notes	As at March 31, 2025	As at December 31, 2024
ASSETS			
Current assets			
Cash and cash equivalents	2	$ 29,563	$ 32,872
Deposits & prepayments		-	-
Total current assets		29,563	32,872
Fixed assets			
Goodwill	5	16,934,523	16,934,523
Software	5	2,836,340	2,836,340
Accumulated amortization	5	-	-
TOTAL ASSETS		$ 19,800,426	$ 19,803,735
LIABILITIES & STOCKHOLDERS' EQUITY			
Current liabilities			
Accounts payable, trade		$ 3,365,062	$ 3,365,062
Accrued expenses		2,750,882	2,632,778
Loans & notes payable, s/t or current, net of debt discount of $70,247	6	757,976	725,512
Related party loans & notes payable, short-term or current	10	2,501,487	2,449,166
Derivative liability	8	987,314	853,638
Total current liabilities		10,362,722	10,026,156
TOTAL LIABILITIES		$ 10,362,722	$ 10,026,156
STOCKHOLDERS' EQUITY			
Preferred stock Series A: par value $0.001, 20 authorized and 10 issued and outstanding at March 31, 2025 and December 31, 2024	7	-	-
Common stock: par value $0.001, 8,000,000,000 and 4,000,000,000 authorized and 5,925,787,746 and 2,649,787,746 issued and outstanding at March 31, 2025 and December 31, 2024 respectively	7	5,925,787	2,649,787
Additional paid-in capital		20,705,670	20,705,670
Stock subscribed for		4,116,368	4,116,368
Accumulated deficit		(21,310,120)	(17,694,246)
TOTAL STOCKHOLDERS' EQUITY		9,437,705	9,777,579
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		$ 19,800,426	$ 19,803,735

See accompanying notes to these condensed consolidated unaudited financial statements.

RONN, INC.
Condensed Consolidated Unaudited
Statement of Operations

	Three Months Ended March 31, 2025	Three Months Ended March 31, 2024
Revenues	$ -	$ -
Cost of goods sold	-	-
Gross profit	-	-
Operating expenses		
Selling, general & administrative expenses	133,884	381,256
Total operating expenses	133,884	381,256
Net operating income (loss)	(133,884)	(381,256)
Other income (expenses)		
Bank charges	(50)	-
Bank/loan interest accrued	(60,239)	(54,866)
Bank /loan interest paid	(32,561)	-
Non-cash interest, convertible loan	(3,312,796)	(124,200)
Amortization of debt discount	(56,226)	(4,937)
Gain (loss) on revaluation of derivative liability	(20,120)	7,008,193
Other income (expenditure) net	-	100,000
Net income (loss) before income taxes	$ (3,615,875)	$ 6,542,934
Provision for corporation taxes	-	(5,000)
Net income (loss)	(3,615,875)	$ 6,537,934
Net income (loss) per share	$ (0.01)	$ 0.02
Weighted average shares outstanding	4,287,787,746	389,637,746

See accompanying notes to these condensed consolidated unaudited financial statements.

RONN, INC.
Condensed Consolidated Unaudited
Statement of Changes in Stockholders' Equity

	Preferred Stock		Common Stock		Additional Paid-in	Accumulated	
	Number	Value	Number	Value	Capital	Surplus (Deficit)	Total
Balance b/f as at January 1, 2024	10	$ -	351,487,746	$ 351,487	$ 20,339,340	$ (14,240,332)	$ 6,450,495
Common stock issued for services	-	-	15,900,000	15,900	170,490	-	186,390
Common stock issued for investment	-	-	(96,000,000)	(96,000)	10,000	-	(86,000)
Common stock issued to repay debt	-	-	2,378,400,000	2,378,400	185,840	-	2,564,240
Stock subscribed for	-	-	-	-	4,116,368	-	4,116,368
Net loss, year ending December 31, 2024	-	-	-	-	-	(3,453,914)	(3,453,914)
Balance b/f January 1, 2025	10	$ -	2,649,787,746	$ 2,649,787	$ 24,822,038	$ (17,694,246)	$ 9,777,579
Common stock issued to repay debt	-	-	3,276,000,000	3,276,000	-	-	3,276,000
Net loss, three months ended March 31, 2025	-	-	-	-	-	(3,615,875)	(3,615,875)
Balance c/f as at March 31, 2025	10	$ -	5,925,787,746	$ 5,925,787	$ 24,822,038	$ (21,310,121)	$ 9,437,705

See accompanying notes to these condensed consolidated unaudited financial statements.

RONN, INC.
Condensed Consolidated Unaudited
Statement of Cash Flow

	Three Months Ended March 31, 2025	Three Months Ended March 31, 2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income (loss)	$ (3,615,875)	$ 6,537,934
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Stock issued for services	-	59,850
Amortization of debt discount	56,226	4,937
(Gain) loss on revaluation of derivative liability	20,120	(7,008,193)
Non-cash interest, convertible loan	3,312,796	124,200
Financing costs	92,850	54,866
Changes in operating assets and liabilities:		
Accounts payable and other current liabilities	118,105	322,211
NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES	(15,779)	95,805
CASH FLOWS FROM INVESTING ACTIVITIES		
Cash from acquisitions and (disposals)	-	-
NET CASH PROVIDED BY INVESTING ACTIVITIES	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of equity	-	(86,000)
Proceeds from (repayment of) debt instruments	52,999	(6,374)
Related party loans	52,320	47,440
Financing costs	(92,850)	(54,866)
NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES	12,470	(99,800)
NET (DECREASE) IN CASH	(3,309)	(3,995)
Cash, beginning of period	32,872	29,110
Cash, end of period	$ 29,563	$ 25,115
SUPPLEMENTAL DISCLOSURES		
Supplemental schedules of non-cash investing and financing activities		
Income taxes paid	$ -	$ 5,000
Conversion of debt to common or preferred stock	$ 3,276,000	$ 342,240
Interest paid	$ 32,561	$ -

See accompanying notes to these condensed consolidated unaudited financial statements.

NOTE 1. NATURE AND BACKGROUND OF BUSINESS

The accompanying consolidated financial statements include RONN, Inc. (the 'Company', 'we' or 'us'), a Colorado corporation, its wholly-owned subsidiaries and any majority controlled interests.

The Company was formed in April 1971, and, until recently, specialized in personal care products such as cough and cold remedies, lip balms, nasal sprays, depilatories, laxatives, oral care, creams, and ointments.

On January 10, 2022, the Company's then CEO, Benjamin Berry, sold his ten (10) shares of Series A Preferred Stock to Accelerate Global Market Solutions Corp. for $150,000 in cash, effecting a change of control. As part of this transaction, John Morgan was appointed the Company's new CEO.

Following the change of control, the Company became focused on developing new applications to be used on PC and mobile devices, and to be offered through the Google Play Store and the Apple App Store. The Company's Green Living Lifestyle Nutrition App is the first of many applications the Company anticipates developing over the next few years, with an estimated cumulative total expense of approximately $50,000 in development costs and expenses per application.

On April 7, 2022, the Company acquired Accelerate Global Market Solutions Corp and its assets and liabilities.

On February 16, 2023, the Company acquired all the outstanding capital stock of Ronn Motor Group, Inc., Scottsdale, Arizona ('RONN'), as part of a reverse take-over transaction executed via an exchange of stock of the Company for shares in the acquisition target on a 1 for 1 basis, ie. one share of common stock of the Company for each share of common stock of the Acquisition Target, and one share of preferred stock of the Company for each share of preferred stock in the Acquisition Target. RONN becomes the key business within the Company, with senior management of RONN being added to the Company's board of directors and management team as part of the Transaction. The Company subsequently changed its name to 'RONN'.

Ronn Motor Group, Inc. (the 'RMG') was incorporated in the State of Delaware on January 8, 2013. RMG is in the early stages of becoming an automotive developer and clean tech auto manufacturer aiming to address current global environmental needs through a full-line range of zero-emission transportation platforms, including automobiles, intercity buses, fleet delivery trucks, and future hyper cars.

On May 16, 2023, the Company disclosed that it has entered into formal discussions with a Nairobi group for a hydrogen electric delivery truck pilot program and potential hydrogen hub in support of the new African Hydrogen Allowance.

On June 26, 2023, the Company entered into a Letter of Intent with ExoTechnologies Ltd to form a partnership to combine resources to vertically integrate hydrogen propulsion with an advanced hull technology to create a cleaner, more efficient and sustainable boating experience in the marine industry.

In July, the Company entered into a Letter of Intent with Canadian First Nations Louis Bull Tribe to form a partnership to commercialize the hydrogen economy.

On July 15, 2023, the Company entered into a consulting agreement with Public Finance Consultants LLC in connection with financing in the form of (1) the issuance by Arizona Industrial Development Authority, or such other issuer of bonds as agreed to by the Parties (the "Authority") of tax-exempt and/or taxable project revenue bonds for the proposed Project (described below), or such other name assigned by the project participants, in one or more series and/or multiple tiered series, pursuant to a plan of financing (the "Bonds"), and loan the proceeds of the Bonds to a limited liability company which is an organization described under Section 50l(c)(3) of the Internal Revenue Code of 1986, as amended, unless the Authority is also the borrower and the owner of the Project (the "Borrower"), (2) corporate debt or equity issued by RMG, or (3) a combination of the Bonds or such corporate debt or equity financing (collectively, the "Financing") in order to finance a pilot program for the manufacture, marketing and delivery of zero-emission HFCEV Class 4-6 fleet delivery trucks with Roush Engineering intended for cargo, courier, and delivery services in the United States and Spain; reserve funds if necessary; working capital; and costs of issuance related thereto (collectively, the "Project").

On July 26 2023, the Company entered into a Memorandum of Understanding with Castrum Capital for a proposed €50,000,000 investment via a contingent-convertible zero-coupon debt offer, convertible into shares of RONN at a price equal to that of the last capital raise, contingent on (a) within a maximum three (3) month period (the Joint Venture period) from the date of receipt of the funds at RONN's chosen bank; (b) convertible on demand by RONN at any point in JV period once the target has been reached; and (c) at the end of the three (3) month period on demand of RONN. Alternatively, the investment is convertible on demand by Castrum Capital Ltd at any point following delivery of a return on investment on this €50,000,000 contingent-convertible, equal to or greater than the €50,000,000 sum for sole benefit of RONN under a managed buy/sell joint venture agreement (the JV) to be structured and delivered by Silverbrook Capital Management Ltd with their introduced JV partners for a maximum of three (3) months. A further €50,000,000 may be invested on the same terms within a maximum three (3) months on the mutual agreement of both parties. If funds are not converted within the three (3) month period, then the funds will be returned to Castrum.

On October 25, 2023, the Company reported the formation of an alliance with First Nations Turtle Island with a $50,000,000 plan to establish seven starter seed hydrogen hubs across the First Nations lands, complete with RONN Hydrogen Electric logistics trucks. This will allow communities and businesses of all sizes to familiarize themselves with hydrogen electricity's mobile and stationary applications. Site locations are being evaluated and, on November 2, 2023, IM-1 Development, LLC, Arizona, was appointed as the Company's partner to manage the ground and utility work needed.

On August 8, 2024, the Company signed an agreement (the 'Agreement') with the Tobique First Nation to enter into a partnership to establish a hydrogen production facility and a distribution network to deliver hydrogen fuel to customers and other First Nation partners and other municipalities in the area. The Tobique First Nation is providing an initial $1,000,000 investment as part of this Agreement.

On August 21, 2024, the Company signed a joint venture memorandum of understanding with Hydrogen Energy Systems, Inc., with a specific initial focus on their patented low-pressure hydrogen storage solutions, known as Hydra-Paks, to be implemented into the Company's hydrogen hub projects. The joint venture was successfully finalized on October 22, 2024.

On October 1, 2024, the Company submitted its confidential application for S-1 registration related to a proposed uplist to a senior exchange.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying financial statements have been prepared for RONN, Inc. in accordance with accounting principles generally accepted in the United States of America (US GAAP), with all numbers shown in US Dollars.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for fair presentation of the financial statements have been included. The financial statements include acquired subsidiaries, as discussed below, and include all consolidation entries required to include those subsidiaries.

Principals of Consolidation

The consolidated financial statements include the accounts of RONN (formerly known as Lee Pharmaceuticals, Inc.) and its direct subsidiaries, Accelerate Global Market Solutions, Inc. and Ronn Motor Group, Inc. The financial statements of Ronn Motor Group, Inc. include its wholly-owned subsidiaries, Ronn Motor (Shanghai) Co. and Ronn Motors Technology (Taxiing) Co., Ltd.. Intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standards Update (“ASU”) 2014-09, “Revenue from contracts with customers,” (Topic 606). Revenue is recognized when a customer obtains control of promised goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods. The Company applies the following five-step model in order to determine this amount: (i) identification of the promised goods in the contract; (ii) determination of whether the promised goods are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation.

The Company only applies the five-step model to contracts when it is probable that the entity will collect the consideration it is entitled to in exchange for the goods or services it transfers to the customer. Once a contract is determined to be within the scope of Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 606 at contract inception, the Company reviews the contract to determine which performance obligations the Company must deliver and which of these performance obligations are distinct. The Company expects to recognize revenues as the amount of the transaction price that is allocated to the respective performance obligation when the performance obligation is satisfied or as it is satisfied.

Financial Instruments

The Company’s financial instruments include cash, accounts payables, accrued liabilities and debt and are accounted for under the provisions of ASC Topic 825, “Financial Instruments”. The carrying amount of these financial instruments as reflected in the balance sheets approximates fair value.

Cash and Cash Equivalents

For the Balance Sheet and Statement of Cash Flows, all highly liquid investments with maturity of three months or less are considered to be cash equivalents. The Company had no cash equivalents as at March 31, 2025 or December 31, 2024.

Concentration of Credit Risk

The Company maintains cash balances at financial institutions with accounts that are insured by the Federal Deposit Insurance Corporation (“FDIC”) up to $250,000. As of March 31, 2025 and 2024, the Company’s cash balance did not exceed FDIC coverage. The Company has not experienced any losses in such accounts and periodically evaluates the credit worthiness of the financial institutions and has determined the credit exposure to be negligible.

Fixed Assets

The Company may own fixed assets of certain types, which are carried at cost less depreciation. The cost of repairs and maintenance is expensed as incurred; major replacements and improvements are capitalized. When assets are retired, or disposed of, the cost and accumulated depreciation are removed from the financial statements, and any resulting gains or losses are included in income in the year of disposition. Depreciation is calculated on a straight-line basis over the estimated useful life of the assets, according to the following policies:

- Land and buildings, useful life of 40 years, straight-line depreciation of 2.5% annually
- Property and equipment, useful life of 3 years, straight-line depreciation of 33.3% annually
- Lease improvements, useful life of 5 years or the length of the lease, whichever is shorter
- Computer equipment, useful life of 3 years, straight-line depreciation of 33.3% annually
- Motor vehicles, useful life of 3 years, straight line depreciation of 33.3% annually

Intangible Assets

The Company has intangible assets which were largely acquired in an acquisition, and which consist primarily of product-related technologies and patents, along with software developed on the Company's behalf. The Company's intangible assets represent definite lived intangible assets, which will be amortized on a straight-line basis over their estimated useful life of five years. Amortization will begin when the intangible assets are available for its intended use, which will be when the Company has begun to develop the manufacture of products. As of September 30, 2024, this basis has not yet begun. The Company periodically evaluates the remaining useful lives of its finite-lived intangible assets to determine whether events and circumstances warrant a revision to the remaining period of amortization. As of December 31, 2023, the Company believes the carrying value of the intangible assets are still recoverable, and there is not any impairment to be recognized.

Impairment of Long-Lived Assets

Long-lived assets, such as goodwill, are evaluated for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable or that the useful life is shorter than the Company had originally estimated. When these events occur, the Company evaluates the impairment for the long-lived assets by comparing the carrying value of the assets to an estimate of future undiscounted cash flows expected to be generated from the use of the assets and their eventual disposition. If the sum of the expected future undiscounted cash flows is less than the carrying value of the assets, the Company recognizes an impairment loss based on the excess of the carrying value of the assets over the fair value of the assets.

No impairment charges were recognized for the period ended March 31, 2025 or the year ending December 31, 2024.

Leases

The Company determines whether a contract contains a lease at contract inception. A contract contains a lease if there is an identified asset and the Company has the right to control the asset. Operating lease right-of-use ("ROU") assets represent the Company's right to use an underlying asset for the lease term, and lease liabilities represent the Company's obligation to make lease payments arising from the lease. Operating lease ROU assets and lease liabilities are recognized at commencement date based on the present value of lease payments over the lease term. The Company uses the incremental borrowing rate in determining the present value of lease payments. Leases with a term of 12 months or less at the commencement date are not recognized on the balance sheet and are expensed as incurred.

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.

If the assessment of a contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, then the estimated liability would be accrued in the Company's consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable, but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, together with an estimate of the range of possible loss if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve guarantees, in which case the nature of the guarantee would be disclosed.

Income Taxes

Income taxes are provided in accordance with the FASB Accounting Standards (ASC 740), Accounting for Income Tax. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carry forwards. Any deferred tax expense (benefit) resulting from the net change during the year is shown as deferred tax assets and liabilities. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it was more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

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

Income taxes are provided in accordance with the FASB Accounting Standards (ASC 740), Accounting for Income Tax. A deferred tax asset or liability is recorded for all temporary differences between financial and tax reporting and net operating loss carry forwards. Any deferred tax expense (benefit) resulting from the net change during the year is shown as deferred tax assets and liabilities. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it was more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

Basic and Diluted Net Income (Loss) Per Share
Basic and diluted earnings or loss per share ("EPS") amounts in the consolidated financial statements are computed in accordance with Accounting Standards Codification ("ASC") 260 – 10 "Earnings per Share", which establishes the requirements for presenting EPS. Basic EPS is based on the weighted average number of shares of common stock outstanding. Diluted EPS is based on the weighted average number of shares of common stock outstanding and dilutive common stock equivalents. Basic EPS is computed by dividing net income or loss available to common stockholders (numerator) by the weighted average number of shares of common stock outstanding (denominator) during the period. Potentially dilutive securities are excluded from the calculation of diluted loss per share, if their effect would be anti-dilutive. For periods in which the Company reports net losses, diluted net loss per share is the same as basic net loss per share because potentially dilutive common shares are not assumed to have been issued if their effect is anti-dilutive.

Stock Based Compensation
Codification topic 718 "Stock Compensation" requires that the cost resulting from all share-based transactions be recorded in the financial statements and establishes fair value as the measurement objective for share-based payment transactions with employees and acquired goods or services from non-employees. The codification also provides guidance on valuing and expensing these awards, as well as disclosure requirements of these equity arrangements. The Company adopted the codification upon creation of the Company and will expense share-based costs in the period incurred.

The Company has adopted a stock option plan. The Company measures compensation expense for all stock-based payment awards, including stock options and restricted stock units granted to employees, directors, and nonemployees, based on the estimated fair value of the awards on the date of grant. Compensation expense is recognized ratably in earnings, generally over the period during which the recipient is required to provide service. The compensation expense is adjusted based on actual forfeitures as necessary.

The stock options vest ratably over the contractual vesting period and the fair value of our awards is estimated on the date of grant using a Black-Scholes option-pricing model. Restricted stock units vest ratably over the contractual vesting period and the fair value of the awards are estimated on the date of grant as the underlying value of the award. Awards with graded vesting features are recognized over the requisite service period for the entire award. The determination of the grant date fair value of stock awards issued is affected by a number of variables and subjective assumptions, including (i) the fair value of the Company's common stock, (ii) the expected common stock price volatility over the expected life of the award, (iii) the expected term of the award, (iv) risk-free interest rates, (v) the exercise price, and (vi) the expected dividend yield of our common stock.

Options or warrants issued to consultants, sub-contractors or suppliers are assessed for fair value on issuance and reviewed for fair value at each reporting period, with changes in fair value recorded to the income statement for the relevant period.

Convertible Instruments
The Company evaluates and accounts for conversion options embedded in its convertible instruments in accordance with professional standards for "Accounting for Derivative Instruments and Hedging Activities". Professional standards generally provide three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instruments are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur, and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed to be conventional as defined under professional standards as "The Meaning of Conventional Convertible Debt Instrument".

The Company accounts for convertible instruments when it has determined that the embedded conversion options should not be bifurcated from their host instruments in accordance with professional standards when "Accounting for Convertible Securities with Beneficial Conversion Features," as those professional standards pertain to "Certain Convertible Instruments." Accordingly, the Company records, when necessary, discounts to convertible notes for the intrinsic value of conversion options embedded in debt instruments based upon the differences between the fair value of the underlying shares of common stock at the commitment date of the note transaction and the effective conversion price embedded in the note. Debt discounts under these arrangements are amortized over the term of the related debt to their earliest date of redemption. The Company also records when necessary deemed dividends for the intrinsic value of conversion options embedded in preferred shares of common stock based upon the differences between the fair value of the underlying shares at the commitment date of the note transaction and the effective conversion price embedded in the note.

ASC 815-40 provides that, among other things, generally, if an event not within the entity's control could require net cash settlement, then the contract shall be classified as an asset or a liability.

Fair Value of Financial Instruments
We adopted the guidance of ASC-820 for fair value instruments, which clarifies the definition of fair value, prescribes methods for determining fair value, and establishes a fair value hierarchy to classify the inputs used in measuring fair value, as follows:

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

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

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

The carrying amounts for cash, accounts receivable, accounts payable and accrued expenses, and loans payable approximate their fair value based on the short-term maturity of these instruments. We identified assets or liabilities that are required to be presented on the balance sheet at fair value in accordance with the accounting guidance as at March 31, 2025 and December 31, 2024, as detailed in Note 8, Derivative Liabilities.

ASC 825-10 “Financial Instruments” allows entities to voluntarily choose to measure certain financial assets and liabilities at fair value (fair value option). The fair value option may be elected on an instrument-by-instrument basis and is irrevocable, unless a new election date occurs. If the fair value option is elected for an instrument, unrealized gains and losses for that instrument should be reported in earnings at each subsequent reporting date. We elected to apply the fair value option to outstanding instruments.

Derivative Liabilities

Derivative financial instruments consist of convertible instruments and rights to shares of the Company's common stock. The Company assessed that it had derivative liabilities as at March 31, 2025 and December 31, 2024, as detailed in Note 11, Derivative Liabilities.

ASC 815 generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirement of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed to be conventional, as described.

Concentrations

The Company had three service providers at March 31, 2025 accounting for 77.9%, 7.1% and 5.2% of accounts payable. The Company had three service providers at March 31, 2024 accounting for 78.0%, 7.1% and 5.2% of accounts payable.

Impact of New Accounting Standards

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

Management's Evaluation of Subsequent Events

The Company evaluates events that have occurred after the balance sheet date of this report, through the date which the consolidated financial statements were available to be issued. Based upon the review, other than as described in Note 11, Subsequent Events, the Company did not identify any recognized or non-recognized subsequent events that would have required adjustment or disclosure in the consolidated financial statements.

NOTE 3. GOING CONCERN

In accordance with the requirements of ASC 2415, the Board of Directors have performed an assessment of the entity’s ability to continue as a going concern when preparing financial statements. The Board has considered whether:

• there is an intention to liquidate the Company
• there is an intention to cease operations
• the Company has no realistic alternative but to liquidate or cease operations.

Furthermore, we have considered various events and conditions that may exist and impact the Company individually or collectively may cast significant doubt on the entity's ability to continue as a going concern.

The Company’s consolidated financial statements are prepared in accordance with generally accepted accounting principles applicable to a going concern. This contemplates the realization of assets and the liquidation of liabilities in the normal course of business. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Currently, the Company does not have significant cash or other material assets, nor does it have operations or a source of revenue sufficient to cover its operation costs and allow it to continue as a going concern.

The Company has a limited operating history and had a cumulative net loss from inception to March 31, 2025 of $21,310,120. The Company has a working capital deficit of $10,333,159 as at March 31, 2025.

These factors raise substantial doubt about the Company’s ability to continue as a going concern, within one year from the issuance date of the consolidated financial statements. Management expects to incur substantial additional expenses over the next several years as their research, development and commercial activities increase.

These financial statements for the three months ended March 31, 2025 have been prepared assuming the Company will continue as a going concern, which is dependent upon the Company’s ability to generate future profits and/or obtain necessary financing to meet its obligations as they come due.

The management has committed to an aggressive growth plan for the Company. The Company’s future operations are dependent upon external funding and its ability to execute its business plan, realize sales and control expenses. Management believes that sufficient funding will be available from additional borrowings and private placements to meet its business objectives including anticipated cash needs for working capital, for a reasonable period of time. However, there can be no assurance that the Company will be able to obtain sufficient funds to continue the development of its business operation, or if obtained, upon terms favorable to the Company.

NOTE 4. ACQUISITIONS AND DISPOSALS

The Company has elected to implement push-down accounting for all of its acquisitions, where appropriate and unless otherwise stated, and implemented in accordance with ASC 805-50. Pushdown accounting is a method of accounting for the purchase of another company at the purchase price rather than its historical cost. The target company's assets and liabilities are written up (or down) to reflect the purchase price, and any gains and losses associated with the new book value are 'pushed down' from the acquirer's to the acquired company's income statement and balance sheet. The total amount paid to purchase the target becomes the target's new book value on the Company's financial statements.

Accelerate Global Market Solutions Corp.

The Company acquired Accelerate Global Market Solutions Corp ('Accelerate') on April 7, 2022, and its assets of the control block of preferred stock recently acquired and the liability of the loan note due to World Market Ventures LLC. The preferred stock was issued to the CEO, John Morgan, and the loan note was retained by the Company. The acquisition was effected by the owner, John Morgan, contributing Accelerate to the Company. The acquisition is summarized below.

	Allocation
Cash acquired	$ -
Current assets	639,212
Fixed assets	-
Intangible assets	-
Goodwill	-
Current liabilities	(609,212)
Long-term liabilities	-
Total	$ 30,000

The assets acquired totaled $30,000 paid by the issuance of 30,000,000 shares of common stock.

The business was sold to the former CEO as part of the reverse take-over by Ronn Motor Group, Inc. (see below).

Ronn Motor Group, Inc.

The Company acquired Ronn Motor Group, Inc. ('RONN') on February 16, 2023, in return for the transfer of the control block of preferred stock owned by John Morgan, CEO, and the issuance of 286,325,396 shares of Common Stock at par value of $0.001 per share. The acquisition is summarized below.

	Allocation
Cash acquired	$ 34,440
Current assets	-
Fixed assets	-
Intangible assets	2,821,340
Investment in subsidiary	5,838,153
Goodwill	16,934,523
Current liabilities	(19,790,303)
Long-term liabilities	-
Total	$ 5,838,153

The net assets acquired totaled $5,838,153 paid for by the issuance of 286,325,396 shares of common stock, or $0.02 per share. The Goodwill recognized as part of this transaction, while significant, is supported by the substantial IP and patents held by RONN and conveyed as part of the acquisition.

NOTE 5. INTANGIBLE ASSETS

The Company retained the following intangible assets as at March 31, 2025 and December 31, 2024:

Asset	Description	As at March 31, 2025	As at December 31, 2024
Goodwill	Goodwill arising through the acquisition of Ronn Motor Group, Inc.	$ 16,934,523	$ 16,934,523
Intangible assets	IP, patents and software added through the acquisition of Ronn Motor Group, Inc.	2,821,340	2,821,340
Intangible assets	Software - app development	15,000	15,000
Total		$ 19,770,863	$ 19,770,863

On September 15, 2020 (the “Effective Date”), Ronn Motor Group entered into an Asset Purchase Agreement (the “Agreement”) with an unrelated party (the “Seller”), to acquire certain intellectual property (“IP”), equipment, patent rights and software, for a total purchase price of $5,000,000, per the terms of the Agreement. The acquisition excluded certain assets, including any cash or cash equivalents, prepaid expenses and deposits, leased equipment, and all liabilities. Per the terms, the purchase price is noted to consist of $2,800,000 in cash and the remaining balance of $2,200,000 to be paid in shares of common stock of the Company, per a third-party valuation, or other methods of share issuance valuation that will be met by mutual agreement between the parties. The terms of payment set forth that the purchase price shall be paid in a maximum of three installments, consisting of 25% within 60 days of the signing of the agreement, 25% at the earlier of a close of a significant material investment by either a PIPE of PPM pre- IPO, with the remainder to be paid at the closing of a SPAC merger or IPO. The Closing date was October 7, 2020. On October 8, 2020, the Company paid $50,000, and as of December 31, 2022 and 2021, $2,625,000 and $2,750,000, respectively, is included in Asset acquisition payable on the accompanying Consolidated Balance Sheet. The Company issued 1,100,000 shares of common stock to the Seller agreed upon between the parties to represent the remaining balance due of the $2,200,000 as noted in the Agreement. Based on the $2,800,000 to be paid in cash and the fair value of the shares of $21,340, based on the fair value of the common shares on the closing date of $0.02, the consideration of the asset acquisition was determined to be reduced to $2,821,340. It was determined that the fair value of the intangible assets are the IP and patents which are interrelated, and therefore all asset acquired are recognized solely as Intangible assets. The transaction was accounted for as an asset acquisition.

The useful life of the IP and Patents has been estimated to be five years. The IP and Patents will be amortized over the useful life of five years, at approximately $564,000 per year, commencing when the IP and Patents are ready for intended use. In the years ended December 31, 2023 and 2022, no amortization has been recognized.

Goodwill is not amortized but is reviewed at each year end for impairment, to be recorded in the year any impairment is assessed. No impairment has yet been assessed.

NOTE 6. LOANS AND NOTES PAYABLE

The Company had loans and notes payable as at March 31, 2025 and December 31, 2024 totaling $3,352,102 and $3,274,244 respectively, as follows:

Description	Principal Amount	Date of Loan Note	Maturity Date	As at March 31, 2025	As at December 31, 2024
Convertible loan from World Market Ventures, 30 months, 9% interest, convertible at Convertible at $0.01 per share - see note (c) below	$ 170,500	1/7/2022	7/7/2022	$ -	$ 15,177
Convertible loan from Strategic Enterprises LLC, 9 months, 9% interest, convertible at Convertible at lower of $0.01 per share or 50% of lowest price during prior 30	55,000	1/9/2023	10/9/2023	46,323	64,792
Note Payable - Settled, no fixed term, 10% interest - see note (a) below	398,250	2/1/2023	6/19/2018	516,754	506,934
Line of Credit - Related Party, no fixed term, 10% interest - see note (b) below	2,121,853	2/1/2023	9/30/2022	2,501,487	2,449,167
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.00425 per share or 50% of lowest price during prior 30	14,300	11/20/2023	8/20/2024	16,205	15,888
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.00035 per share or 50% of lowest price during prior 30	13,200	4/8/2024	1/8/2025	14,361	14,068
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.00035 per share or 50% of lowest price during prior 30	11,000	5/9/2024	2/9/2025	11,885	11,641
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.00035 per share or 50% of lowest price during prior 30	33,000	5/24/2024	2/24/2025	35,531	34,799
Convertible loan from World Market Ventures, no fixed term, 9% interest, convertible at Convertible at lower of $0.00475 per share or 50% of lowest price during prior 30	33,000	6/4/2024	3/4/2025	35,442	34,710
Convertible loan from World Market Ventures, no fixed term, 9% interest, convertible at Convertible at lower of $0.0023 per share or 50% of lowest price during prior 30	22,000	7/1/2024	4/1/2025	23,481	22,993

Convertible loan from World Market Ventures, no fixed term, 9% interest, convertible at Convertible at lower of $0.00095 per share or 50% of lowest price during prior 30	16,500	7/26/2024	4/26/2025	17,509	17,143
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.00095 per share or 50% of lowest price during prior 30	33,000	8/23/2024	5/23/2025	34,790	34,058
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.0003 per share or 50% of lowest price during prior 30 trading	22,000	10/9/2024	7/9/2025	22,938	22,450
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.00015 per share or 50% of lowest price during prior 30	16,500	11/19/2024	8/19/2025	17,037	16,671
Convertible loan from World Market Ventures, months, 9% interest, convertible at Convertible at lower of $0.0002 per share or 50% of lowest price during prior 30 trading	13,750	12/30/2024	9/29/2025	14,058	13,753
Convertible loan from World Market Ventures, 9 months, 9% interest, convertible at Convertible at lower of $0.0001 per share or 50% of lowest price during prior 30 trading	13,750	2/10/2025	11/10/2025	13,916	-
Convertible loan from World Market Ventures, 9 months, 9% interest, convertible at Convertible at lower of $0.0001 per share or 50% of lowest price during prior 30 trading	13,750	2/25/2025	11/25/2025	13,865	-
Convertible loan from World Market Ventures, 9 months, 9% interest, convertible at Convertible at lower of $0.0001 per share or 50% of lowest price during prior 30 trading	16,500	3/26/2025	12/26/2025	16,520	-
Total				$ 3,352,102	$ 3,274,244
Long-term total				$ -	$ -
Short-term total				$ 3,352,102	$ 3,274,244

Loans and Notes Amortization	Amount Due
Due within 12 months	$ 3,352,102
Due within 24 months	-
Due within 36 months	-
Due within 48 months	-
Due after 48 months	-
Total	$ 3,352,102

Notes

(a) On June 19, 2017, Ronn Motor Group entered into a 10% convertible promissory note for $250,000 which matured on June 19, 2018. The note was convertible at any time at the holder's option at a fixed conversion rate of $1.875. If an event of default occurs, as set forth in the note, the unpaid principal balance and accrued expense would become automatically due and payable. The note was not paid by the maturity date and became in default. On December 13, 2018, the holder served the Company with a complaint of default and filed an Application and Affidavit for Entry of Default with the Court on January 16, 2019, for which a judgement was issued on February 6, 2019. The judgement is in the amount of $292,176 based on principal and pre-judgement accrued interest, on which interest of 10% is to accrue until the amount has been paid in full. As this total amount was already included in the Company's consolidated financial statements, no gain or loss has been recognized in relation to the judgement. Approximately $8,000 was paid to the holder in the year ended December 31, 2019, which is included along with the principal in Note payable - settled. The balance of the judgement was reclassed out of convertible notes as of the date of the judgement to Note payable - settled. Interest expense of approximately $37,300 and $29,000 was recognized in the years ended December 31, 2023 and 2022, respectively. This note was acquired as part of the Ronn Motor Group acquisition and is currently in default.

(b) On August 1, 2016, Ronn Motor Group entered into a line of credit agreement with the Company's Chief Executive Officer (the "Lender"), whereby the Company could borrow up to $1,200,000 from Lender, provided, however, that Lender has no obligation to lend any amounts and the decision to lend such money lay in the sole and complete discretion of the Lender. The unpaid principal of this line of credit bore interest at the rate of 3.5% per annum, to increase to 10% if the line of credit was in default. The principal balance of the line of credit was originally due and payable on December 31, 2020, and there was no penalty for early repayment of all or any part of the principal. On December 11, 2020, the maturity date was extended to June 30, 2021, and then on June 30, 2021, extended to December 31, 2021, with the interest rate increased to 7%. On February 22, 2022, the maturity date was extended to June 30, 2022, and the borrowing principal balance increased to $2,000,000. As consideration the extension agreement required the Company to pay an additional $150,000 on or before March 31, 2022, plus the issuance of 5,000,000 shares of the Company's common stock, with a fair value of $97,000. The fair value of the shares of common stock was estimated to be $92,000, and recognized, along with the $150,000 additional payment, as financing costs – related party in the accompanying financial statements. The line of credit shall become payable in full if the Company enters into a significant investment, PIPE investment, or become listed on a senior exchange. On July 1, 2022, the maturity date was extended to September 30, 2022, the borrowing principal balance increased to $2,250,000, and the interest rate increased to 10%. As consideration the extension agreement requires the Company to issue 5,000,000 shares of the Company's common stock, which will have a fair value of $97,000. During the year ended December 31, 2022, the Company drew down an additional $684,026, which is excluding the financing costs of $247,000. Accrued interest on the line of credit was approximately $193,600 and $77,000, as of December 31, 2023 and 2022, respectively. The line of credit was assumed as part of the acquisition and was subsequently extended through September 30, 2023.

On January 1, 2023, the maturity date was extended to June 30, 2023, the borrowing principal balance increased to $2,600,000, plus the issuance of 5,000,000 shares of common stock per quarter. In the event of a public offering the Lender will receive registration rights of a minimum of 1,000,000 shares to a maximum of 3,000,000 shares or as allowable by SEC regulations. The 5,000,000 shares booked for the quarter January 1, 2023 to March 31, 2023 were priced on March 31, 2023, when the closing share price was $0.225 per share, resulting in cost of shares of $1,125,000, booked as a financing cost. On June 30, 2023, the 5,000,000 shares due were priced at $0.15 per share, the closing price for the common stock on that day, resulting in a share issuance valued at $750,000, booked as a financing charge for the period. On August 30, 2023, the maturity date was extended to September 30, 2023, the borrowing principal balance increased to $3,000,000, the simple interest was increased to 12%, plus it requires the issuance of 25,000,000 shares of common stock. the Company set aside 25,000,000 shares at a price of $0.076 per share, the closing price on the day of the extension, totaling $1,900,000. This amount was booked as a financing charge for the period. As the shares have not yet been issued, the total financing charge of $3,775,000 related to these share issuances is shown under Stock subscribed for.

(c) On January 11, 2023, the Company entered into an agreement with World Market Ventures and Strategic Enterprises (the 'Holders') to settle these notes in full in the amount of $186,303 through the issuance of 37,260,600 shares of common stock to the Holders at a price of $0.005 per share, a discount of 50% to the Reg A offering price then offered by the Company. These shares were not issued and an amount of $186,303 was shown under 'Stock Subscribed for', and any issuances of common stock for the settlement of this Note were to be deducted from this total in future. On November 20, 2023, these Notes were reinstated and the Stock Subscribed for amount reversed, with interest continuing from January 11, 2023 as if the Notes had been in place throughout the year. The maturity date of these Notes was extended to May 20, 2024. The terms were also amended with regard to repayment and conversion, whereby the Company must repay 25% of all proceeds over $50,000 received via the Company's Reg A offering towards each note. The Holder may convert any amount of the Note not repaid into shares of common stock at the lower of (a) a price of 50% of the lowest trading price in the 30 days immediately prior to conversion, and (b) $0.0001 per share.

On November 20, 2023, the Company entered into a revised settlement with World Market Ventures LLC (the "Holder") for $193,262, with the Holder having the right to convert this entire amount into shares of common stock at any time of its choosing.

(d) On November 20, 2023, the Company entered into a new convertible loan note with World Market Ventures LLC (the "Holder") for $14,300, with an original issuer's discount of $1,300 and net proceeds to the Company of $13,000. The Note has a term of nine months, maturing on August 20, 2024, and attracts interest at a rate 9% per annum. Repayment is required of 25% of all amounts received over $50,000 in the Qualified Offering being conducted by the Company. Default interest is 12% per annum. The Holder may convert any amount of the Note not repaid into shares of common stock at the lower of (a) a price of 50% of the lowest trading price in the 30 days immediately prior to conversion, and (b) $0.0001 per share.

(e) Notes issued to World Market Ventures on April 8, 2024, May 9, 2024, May 24, 2024, June 4, 2024, July 1, 2024, July 26, 2024 and August 23, 2024, October 9, 2024, November 19, 2024, December 30, 2024, February 10, 2025, February 25, 2025 and March 26, 2025 are all issued on the same terms as the note issued on November 20, 2023, with the exception of the initial conversion price in each case.

NOTE 7. CAPITAL STOCK

As at March 31, 2025 and December 31, 2024, the Company was authorized to issue Preferred Stock and Common Stock as detailed below.

Preferred Stock

At March 31, 2025 the Company had authorized Preferred Stock in one designations totaling 20 shares:

Preferred Stock Series A

The Company is authorized to issue 20 shares of Series A, with a par value of $0.001 per share. Each share of preferred stock converts into 10,000,000 shares of common stock, and the holders of the preferred stock are entitled to a vote representing 60% of all votes cast. The shares do not pay a dividend. As at January 1, 2023, the Company had no shares of Series A preferred stock issued and outstanding.

On September 30, 2021, the Company issued 10 shares of Preferred Stock Series A to a debt holder for debt conversion of $36,718, or $3671.80 per share.

At March 31, 2025 the Company had 10 shares of Preferred Stock Series A issued and outstanding.

As at March 31, 2025, the Company had a total of 10 shares of Preferred Stock issued and outstanding.

Common Stock
As at March 31, 2025, the Company is authorized to issue up to 8,000,000,000 shares of Common Stock with par value of $0.001 per share.

As at January 1, 2023, the Company had 35,162,350 shares of Common Stock issued and outstanding.

On January 14, 2023, the Company issued 250,000,000 shares of Common Stock to an employee for services of $7,500,000, or $0.0300 per share.

On January 20, 2023, the Company issued 12,500,000 shares of Common Stock to an investor for investment of $125,000, or $0.0100 per share.

On January 20, 2023, the Company issued 12,500,000 shares of Common Stock to an investor for investment of $125,000, or $0.0100 per share.

On February 15, 2023, the Company canceled 275,000,000 shares of Common Stock from various shareholders.

On February 15, 2023, the Company issued 286,325,396 shares of Common Stock to a seller for an acquisition of $12,283,359, or $0.0429 per share.

On March 8, 2023, the Company issued 30,000,000 shares of Common Stock to an employee for services of $7,650,000, or $0.2550 per share.

On January 17, 2024, the Company issued 4,000,000 shares of Common Stock to an investor for investment of $14,000, or $0.0035 per share.

On January 31, 2024, the Company canceled 100,000,000 shares of Common Stock from various shareholders.

On February 7, 2024, the Company issued 10,400,000 shares of Common Stock to an employee for services of $115,440, or $0.0111 per share.

On February 7, 2024, the Company issued 18,400,000 shares of Common Stock to a debt holder for debt conversion of $204,240, or $0.0111 per share.

On February 7, 2024, the Company issued 5,500,000 shares of Common Stock to an employee for services of $70,950, or $0.0129 per share.

On February 21, 2024, the Company issued 25,500,000 shares of Common Stock to a debt holder for debt conversion of $25,500, or $0.0010 per share.

On March 7, 2024, the Company issued 33,000,000 shares of Common Stock to a debt holder for debt conversion of $33,000, or $0.0010 per share.

On March 18, 2024, the Company issued 38,000,000 shares of Common Stock to a debt holder for debt conversion of $38,000, or $0.0010 per share.

On March 21, 2024, the Company issued 41,500,000 shares of Common Stock to a debt holder for debt conversion of $41,500, or $0.0010 per share.

On April 1, 2024, the Company issued 42,000,000 shares of Common Stock to a debt holder for debt conversion of $42,000, or $0.0010 per share.

On April 9, 2024, the Company issued 46,000,000 shares of Common Stock to a debt holder for debt conversion of $46,000, or $0.0010 per share.

On April 15, 2024, the Company issued 46,000,000 shares of Common Stock to a debt holder for debt conversion of $46,000, or $0.0010 per share.

On April 19, 2024, the Company issued 51,000,000 shares of Common Stock to a debt holder for debt conversion of $51,000, or $0.0010 per share.

On April 23, 2024, the Company issued 61,000,000 shares of Common Stock to a debt holder for debt conversion of $61,000, or $0.0010 per share.

On May 1, 2024, the Company issued 55,000,000 shares of Common Stock to a debt holder for debt conversion of $55,000, or $0.0010 per share.

On May 20, 2024, the Company issued 72,000,000 shares of Common Stock to a debt holder for debt conversion of $72,000, or $0.0010 per share.

On May 23, 2024, the Company issued 40,000,000 shares of Common Stock to a debt holder for debt conversion of $40,000, or $0.0010 per share.

On May 29, 2024, the Company issued 32,000,000 shares of Common Stock to a debt holder for debt conversion of $32,000, or $0.0010 per share.

On June 18, 2024, the Company issued 87,000,000 shares of Common Stock to a debt holder for debt conversion of $87,000, or $0.0010 per share.

On July 7, 2024, the Company issued 69,000,000 shares of Common Stock to a debt holder for debt conversion of $69,000, or $0.0010 per share.

On July 18, 2024, the Company issued 69,000,000 shares of Common Stock to a debt holder for debt conversion of $69,000, or $0.0010 per share.

On July 31, 2024, the Company issued 77,000,000 shares of Common Stock to a debt holder for debt conversion of $77,000, or $0.0010 per share.

On August 20, 2024, the Company issued 87,000,000 shares of Common Stock to a debt holder for debt conversion of $87,000, or $0.0010 per share.

On September 6, 2024, the Company issued 100,000,000 shares of Common Stock to a debt holder for debt conversion of $100,000, or $0.0010 per share.

On September 18, 2024, the Company issued 135,000,000 shares of Common Stock to a debt holder for debt conversion of $135,000, or $0.0010 per share.

On September 25, 2024, the Company issued 145,000,000 shares of Common Stock to a debt holder for debt conversion of $145,000, or $0.0010 per share.

On October 8, 2024, the Company issued 135,000,000 shares of Common Stock to a debt holder for debt conversion of $135,000, or $0.0010 per share.

On October 24, 2024, the Company issued 144,000,000 shares of Common Stock to a debt holder for debt conversion of $144,000, or $0.0010 per share.

On November 6, 2024, the Company issued 165,000,000 shares of Common Stock to a debt holder for debt conversion of $165,000, or $0.0010 per share.

On November 15, 2024, the Company issued 196,000,000 shares of Common Stock to a debt holder for debt conversion of $196,000, or $0.0010 per share.

On December 16, 2024, the Company issued 195,000,000 shares of Common Stock to a debt holder for debt conversion of $195,000, or $0.0010 per share.

On December 26, 2024, the Company issued 173,000,000 shares of Common Stock to a debt holder for debt conversion of $173,000, or $0.0010 per share.

On January 13, 2025, the Company issued 205,000,000 shares of Common Stock to a debt holder for debt conversion of $205,000, or $0.0010 per share.

On January 22, 2025, the Company issued 212,000,000 shares of Common Stock to a debt holder for debt conversion of $212,000, or $0.0010 per share.

On January 29, 2025, the Company issued 300,000,000 shares of Common Stock to a debt holder for debt conversion of $300,000, or $0.0010 per share.

On February 6, 2025, the Company issued 300,000,000 shares of Common Stock to a debt holder for debt conversion of $300,000, or $0.0010 per share.

On February 13, 2025, the Company issued 290,000,000 shares of Common Stock to a debt holder for debt conversion of $290,000, or $0.0010 per share.

On February 24, 2025, the Company issued 350,000,000 shares of Common Stock to a debt holder for debt conversion of $350,000, or $0.0010 per share.

On February 28, 2025, the Company issued 380,000,000 shares of Common Stock to a debt holder for debt conversion of $380,000, or $0.0010 per share.

On March 7, 2025, the Company issued 445,000,000 shares of Common Stock to a debt holder for debt conversion of $445,000, or $0.0010 per share.

On March 17, 2025, the Company issued 444,000,000 shares of Common Stock to a debt holder for debt conversion of $444,000, or $0.0010 per share.

On March 21, 2025, the Company issued 350,000,000 shares of Common Stock to a debt holder for debt conversion of $350,000, or $0.0010 per share.

As at March 31, 2025, there were 5,925,787,746 shares of Common Stock issued and outstanding.

In addition, the Company has set aside 35,000,000 shares to be issued to the CEO in return for the availability and extension of the line of credit provided to the Company, with the total value of these shares, $3,775,000, included in Stock subscribed for until the shares are issued.

NOTE 8. DERIVATIVE LIABILITIES

The Company applies the provisions of ASC Topic 815-40, Contracts in Entity's Own Equity ("ASC Topic 815-40"), under which convertible instruments, which contain terms that protect holders from declines in the stock price (reset provisions), may not be exempt from derivative accounting treatment. As a result, embedded conversion options in convertible debt are recorded as a liability and are revalued at fair value at each reporting date. If the fair value of the note exceeds the face value of the related debt, the excess is recorded as change in fair value in operations on the issuance date.

The Company identified embedded derivatives related to the Convertible Loan Note issued on January 9, 2023 totaling $55,000 (discounted to $50,000, with an original issuer discount of $5,000). These embedded derivatives included certain conversion features. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Note and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Note, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	272.35%
Risk-free rate	3.65%

The initial fair value of the embedded debt derivative was $92,157. The proceeds of the note of $50,000 were allocated as a debt discount. The amount in excess of the proceeds of the loan note of $42,157 was charged as interest to the Statement of Operations for the period.

The Company identified embedded derivatives related to the Convertible Loan Note issued on November 20, 2023 totaling $14,300 (discounted to $13,000, with an original issuer discount of $1,300). These embedded derivatives included certain conversion features. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Note and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Note, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	301.35%
Risk-free rate	4.44%

The initial fair value of the embedded debt derivative was $23,291. The proceeds of the note of $13,000 were allocated as a debt discount. The amount in excess of the proceeds of the loan note of $10,291 was charged as interest to the Statement of Operations for the period.

The fair value of the embedded debt derivative was reviewed at December 31, 2023, using the following inputs:

Dividend yield	0.00%
Volatility	364.84%
Risk-free rate	3.84%

The fair value of the embedded debt derivative at December 31, 2023 was $565,871, an increase in the valuation of the embedded debt derivative of $338,062, booked to the Statement of Operations for the year ended December 31, 2023 as a loss.

The following table provides a summary of changes in fair value of the Company's Level 3 derivative liabilities for the year ended December 31, 2023:

	As at December 31, 2023	2022
Balance, beginning of period	$ 112,362	$ -
Additions	115,448	5,114,806
Mark-to-market at modification date	338,062	(5,002,444)
Reclassified to additional paid-in capital upon modification of term	-	-
Balance, as at December 31,	$ 565,871	$ 112,362
Net loss due to change in fair value for the year included in statement of operations	$ (338,062)	$ 5,002,444

This mark-to-market increase of $338,062 for the year was charged to the statement of operations as a loss on change in value of derivative liability.

The Company identified embedded derivatives related to the Convertible Loan Notes issued on April 8, 2024, May 9, 2024, May 24, 2024 and June 4, 2024 for $13,200 (discounted to $12,000, with an original issuer discount of $1,200), $11,000 (discounted to $10,000, with an original issuer discount of $1,000), $33,000 (discounted to $30,000, with an original issuer discount of $3,000), and $33,000 (discounted to $30,000, with an original issuer discount of $3,000) respectively. These embedded derivatives included certain conversion features. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Note and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Note, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	389.35-440.77%
Risk-free rate	4.43-4.53%

The initial fair value of the embedded debt derivative was $1,452,211. The proceeds of the notes of $82,000 were allocated as a debt discount. The amount in excess of the proceeds of the loan note of $1,370,211 was charged as interest to the Statement of Operations for the period.

The Company identified embedded derivatives related to the Convertible Loan Notes issued on July 1, 2024, July 26, 2024 and August 23, 2024 for $22,000 (discounted to $20,000, with an original issuer discount of $2,000), $16,500 (discounted to $15,000, with an original issuer discount of $1,500), and $33,000 (discounted to $30,000, with an original issuer discount of $3,000), respectively. These embedded derivatives included certain conversion features. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Note and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Note, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	433.27-443.67%
Risk-free rate	3.65-4.44%

The initial fair value of the embedded debt derivative was $149,743. The proceeds of the notes of $65,000 were allocated as a debt discount. The amount in excess of the proceeds of the loan notes of $84,743 was charged as interest to the Statement of Operations for the period.

The Company identified embedded derivatives related to the Convertible Loan Notes issued on October 9, 2024, November 19, 2024 and December 30, 2024 for $22,000 (discounted to $20,000, with an original issuer discount of $2,000), $16,500 (discounted to $15,000, with an original issuer discount of $1,500), and $13,750 (discounted to $12,500, with an original issuer discount of $1,250), respectively. These embedded derivatives included certain conversion features. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Note and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Note, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	507.04-556.60%
Risk-free rate	3.91-4.37%

The initial fair value of the embedded debt derivative was $123,987. The proceeds of the notes of $47,500 were allocated as a debt discount. The amount in excess of the proceeds of the loan notes of $76,487 was charged as interest to the Statement of Operations for the period.

The fair value of the embedded debt derivative was reviewed at December 31, 2024, using the following inputs:

Dividend yield	0.00%
Volatility	500.74%
Risk-free rate	4.38%

The fair value of the embedded debt derivative at December 31, 2024 was $853,638, a decrease in the valuation of the embedded debt derivative of $1,438,173, booked to the Statement of Operations for the year ended December 31, 2024 as a gain.

The following table provides a summary of changes in fair value of the Company's Level 3 derivative liabilities for the year ended December 31, 2024:

	As at December 31, 2024	As at December 31, 2023
Balance, beginning of period	$ 565,871	$ 112,362
Additions	1,725,940	115,448
Mark-to-market at modification date	(1,438,173)	338,062
Reclassified to additional paid-in capital upon modification of term	-	-
Balance, as at December 31,	$ 853,638	$ 565,871
Net loss due to change in fair value for the year included in statement of operations	$ 1,438,173	$ (338,062)

This mark-to-market decrease of $1,438,173 for the year was charged to the statement of operations as a gain on change in value of derivative liability.

The Company identified embedded derivatives related to the Convertible Loan Notes issued on February 10, 2025, February 25, 2025 and March 26, 2025 for $13,750 (discounted to $12,500, with an original issuer discount of $1,250), $13,750 (discounted to $12,500, with an original issuer discount of $1,250), and $16,500 (discounted to $15,000, with an original issuer discount of $1,500), respectively. These embedded derivatives included certain conversion features. The accounting treatment of derivative financial instruments requires that the Company record the fair value of the derivatives as of the inception date of the Convertible Promissory Note and to adjust the fair value as of each subsequent balance sheet date. At the inception of the Convertible Promissory Note, the Company determined a fair value for the embedded derivative using the Black Scholes Model based on the following assumptions:

Dividend yield	0.00%
Volatility	503.23-508.63%
Risk-free rate	4.09-4.33%

The initial fair value of the embedded debt derivative was $113,555. The proceeds of the notes of $40,000 were allocated as a debt discount. The amount in excess of the proceeds of the loan notes of $73,555 was charged as interest to the Statement of Operations for the period.

The following table provides a summary of changes in fair value of the Company's Level 3 derivative liabilities as at March 31, 2025 and December 31, 2024:

	As at March 31, 2025	As at December 31, 2024
Balance, beginning of period	$ 853,638	$ 565,871
Additions	113,555	1,725,940
Mark-to-market at modification date	20,121	(1,438,173)
Reclassified to additional paid-in capital upon modification of term	-	-
Balance, March 31, 2025	$ 987,314	$ 853,638
Net loss due to change in fair value for the period included in statement of operations	$ (20,121)	$ 1,438,173

This mark-to-market increase of $20,121 for the period ended March 31, 2025 was charged to the statement of operations as a loss on change in value of derivative liabilities.

NOTE 9. INCOME TAXES

The Company uses the assets and liability method of accounting for income taxes pursuant to SFAS No. 109 "Accounting for Income Taxes". Under the assets and liability method of SFAS No. 109, deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

In June 2006, the FASB issued FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes." Specifically, the pronouncement prescribes a recognition threshold and a measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken from year ended December 31, 2015 tax return onwards. The interpretation also provides guidance on the related derecognition, classification, interest and penalties, accounting for interim periods, disclosure and transition of uncertain tax positions. The Company adopted this interpretation effective on inception.

For the year ended December 31, 2024, the Company had available for US federal income tax purposes net operating loss carryovers of $15,986,970, all of which will expire by 2044.

The Company has provided a full valuation allowance against the full amount of the net operating loss benefit, since, in the opinion of management, based upon the earnings history of the Company, it is more likely than not that the benefits will not be realized.

	As at March 31, 2025	As at December 31, 2024
Statutory federal income tax rate	21.00%	21.00%
Statutory state income tax rate	4.25%	4.25%
Valuation allowance	(25.25%)	(25.25%)
Effective tax rate	0.00%	0.00%

Deferred income taxes result from temporary differences in the recognition of income and expenses for financial reporting purposes and for tax purposes. The tax effect of these temporary differences representing deferred tax assets result principally from the following:

Deferred Tax Assets (Gross Values)	As at March 31, 2025	As at December 31, 2024
Net operating loss carry forward	$ (16,213,704)	$ (15,986,970)
Less valuation allowance	16,213,704	15,986,970
Net deferred tax asset	$ -	$ -

NOTE 10. RELATED PARTY TRANSACTIONS

The Company had the following related party transactions during the three months ended March 31, 2025 and year ending December 31, 2024.

Chief Executive Officer

As disclosed in Note 6, the Company has a line of credit with its Chief Executive Officer, totaling $2,501,487 at March 31, 2025 and $2,449,167 at December 31, 2024.

Other

The Company occasionally has small balances that are owed to other related parties, as shown in the balance sheet.

NOTE 11. SUBSEQUENT EVENTS

Subsequent to March 31, 2025, the Company reported the following events:

In April 2025, the Company executed, in two stages, a strategic partnership joint venture agreement in the Kingdom of Saudi Arabia with prominent Saudi partners. The agreement outlines a 50:50 JV with a highly respected Saudi infrastructure group making a commitment for 90% of the capital requirements, totaling an expected $4Bn over 3 years. Year one will be 90% focused on the US and years two and three will be 90% focused in Saudi Arabia. The Company will provide strategic leadership, intellectual property, proprietary hydrogen technology, and strategic relationships with US manufacturers, such as Roush and Magna.