

**Go Green Global Technologies Corp.**

22 Kenosia Ave, Unit 9  
Danbury, CT 06810

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SIC Code 3990

# Annual Report

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

## **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

100,860,043 as of June 18, 2025

100,040,043 as of December 31, 2024

89,101,468 as of December 31, 2023

## **Shell Status**

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

Yes:  No:

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

Yes:  No:

## **Change in Control**

Indicate by check mark whether a Change in Control<sup>4</sup> of the company has occurred during this reporting period:

Yes:  No:

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

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<sup>4</sup> "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

OTC Markets Group Inc.

Disclosure Guidelines for the Pink Market (v6.0 January 31, 2025)

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

The Exact Name of the Issuer is:

As of February 22, 2012

From June 22, 2010 to February 22, 2012

From August 12, 2008 to June 22, 2010

From February 22, 2006 to August 12, 2008

Go Green Global Technologies Corp.

Diversified Secure Ventures Corp.

Secure Runway Systems Corp.

Photomatica, Inc.

Current State and Date of Incorporation or Registration: Nevada, February 22, 2006

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

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

N/A

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

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

None

Address of the issuer's principal executive office:

22 Kenosia Ave. Unit 9

Danbury, CT 06810

Address of the issuer's principal place of business:

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

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No:  Yes:  If Yes, provide additional details below:

## 2) Security Information

### Transfer Agent

Name: Issuer Direct Corporation

Phone: (919) 744-2722

Email: info@issuerdirect.com

Address: 1 Glenwood Ave., Suite 1001  
Raleigh, NC 27603

### Publicly Quoted or Traded Securities:

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

Trading symbol:	<u>GGR</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>38016U105</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>500,000,000</u> as of date: <u>12/31/2024</u>
Total shares outstanding:	<u>100,040,043</u> as of date: <u>12/31/2024</u>
Total number of shareholders of record:	<u>155</u> as of date: <u>12/31/2024</u>

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

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Exact title and class of the security:	<u>Preferred Stock Series A</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>9,000,000</u> as of date: <u>12/31/2024</u>
Total shares outstanding:	<u>4,200,000</u> as of date: <u>12/31/2024</u>
Total number of shareholders of record:	<u>29</u> as of date: <u>12/31/2024</u>

Exact title and class of the security:	<u>Preferred Stock Series B</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>5,000,000</u> as of date: <u>12/31/2024</u>
Total shares outstanding:	<u>3,000,000</u> as of date: <u>12/31/2024</u>
Total number of shareholders of record:	<u>1</u> as of date: <u>12/31/2024</u>

**Security Description:**

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

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

The Common Stock, Par Value \$0.001, carries one vote per share, shares in any dividend as declared and approved by the Board of Directors. The series has NO preemptive rights.

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

Dividends: Series A Convertible Preferred and Series B Preferred stockholders shall be entitled to receive dividends when, as and if declared by the Board of Directors, in its sole discretion.

Liquidation Preference: Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, before any distribution or payment shall be made to the holders of any stock ranking junior to the Series B Preferred Stock, the holders of the Series B Preferred Stock shall be entitled to be paid out of the assets of the Corporation an amount equal to \$0.001 per share (the "Preference Value"), plus all declared but unpaid dividends, for each share of Series B Preferred Stock held by them. After the payment of the full applicable Preference Value of each share of the Series B Preferred Stock as set forth herein, the remaining assets of the Corporation legally available for distribution, if any, shall be distributed to the holders of the Series A Convertible stock and common stock. Then Series B Preferred Stock shall be entitled, before any distribution or payments

made upon any common stocks, to be paid on a pro-rata basis the highest of (i) the bid price quoted on a day of liquidation (ii) the price paid for such shares, (iii) the price per share established in any merger agreements (as defined). After the holders of the Series B Preferred Stock is paid in full the remaining assets of the Company may be distributed ratably per share to the holder of common stock.

**Voting Rights:** Each holder of Series A Convertible Preferred Stock and Series B Preferred Stock shall vote with holders of the Common Stock upon any matter submitted to a vote of shareholders, in which event it shall have the number of votes equal to the number of shares of Common Stock into which such share of Series A Convertible Preferred Convertible Stock would be convertible on the record date for the vote or consent of shareholders. Each holder of Series A Convertible Preferred Stock shall also be entitled to one vote per share on each submitted to a class vote of the holders of Series A Preferred Stock. Each holder of Series B Preferred Stock shall also be entitled to twenty (20) votes per each share on all votes along with the common stock shareholders.

**Conversion Rights:** Each share of Series A Convertible Preferred Stock is convertible into 1 share of common stock at the option of the holder thereof. Series B Preferred Stock is not convertible into the Company's common stock.

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

N/A

**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.**

N/A

**3) Issuance History**

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

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

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

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

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

Shares Outstanding <u>Opening Balance:</u> Date <u>12/31/2022</u> Common: <u>72,644,160</u> Preferred A: <u>5,176,000</u> Preferred B: <u>3,000,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.

					issuance? (Yes/No)				
<u>1/1/2023</u>	<u>New Issuance</u>	<u>12,500</u>	<u>Common</u>	<u>\$ 0.1700</u>	<u>No</u>	<u>Hattie Corrine Couch</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>1/12/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.1700</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>1/12/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.1700</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>1/26/2023</u>	<u>Conversion</u>	<u>100,000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Geoffrey Grzywinski</u>	<u>Conversion from Preferred A Shares</u>	<u>Restricted</u>	<u>N/A</u>
<u>1/27/2023</u>	<u>Conversion</u>	<u>80,000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Marianne Ligozio</u>	<u>Conversion from Preferred A Shares</u>	<u>Restricted</u>	<u>N/A</u>
<u>1/31/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>1/31/2023</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$ 0.0500</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>2/10/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.1300</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>2/16/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>2/16/2023</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>Salvatore M. Pandolfo</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>2/28/2023</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$ 0.0610</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>3/2/2023</u>	<u>New Issuance</u>	<u>3,403</u>	<u>Common</u>	<u>\$ 0.1080</u>	<u>No</u>	<u>Bunker Hill Holdings / Nickolas Brait</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>3/6/2023</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$ 0.1700</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>3/9/2023</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>\$ 0.1300</u>	<u>No</u>	<u>Ryan Ebner</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>3/30/2023</u>	<u>Cancellation</u>	<u>(5,000,000)</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Massimo Decarli, Maurizio Decarli, Maura Devellis</u>	<u>Cancellation</u>	<u>Restricted</u>	<u>N/A</u>
<u>4/1/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.1300</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>4/2/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.1300</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>4/6/2023</u>	<u>New Issuance</u>	<u>550,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>4/9/2023</u>	<u>New Issuance</u>	<u>550,000</u>	<u>Common</u>	<u>\$ 0.1700</u>	<u>No</u>	<u>Ryan Ebner</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>4/12/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>4/13/2023</u>	<u>New Issuance</u>	<u>5,833</u>	<u>Common</u>	<u>\$ 0.1260</u>	<u>No</u>	<u>Bunker Hill Holdings / Nickolas Brait</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>4/25/2023</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>Salvator M. Pandolfo</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>5/1/2023</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$ 0.1300</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>

<u>5/2/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.1300</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>5/12/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.1300</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>5/25/2023</u>	<u>Conversion</u>	<u>198,000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Gary Gauer - CONVERT Pfd A</u>	<u>Conversion from Preferred A Shares</u>	<u>Restricted</u>	<u>N/A</u>
<u>5/31/2023</u>	<u>Conversion</u>	<u>198,000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Richard Zanotti - CONVERT Pfd A</u>	<u>Conversion from Preferred A Shares</u>	<u>Restricted</u>	<u>N/A</u>
<u>6/1/2023</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$ 0.0900</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>6/2/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.0900</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>6/2/2023</u>	<u>Conversion</u>	<u>200,000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>John Gagas - CONVERT Pfd A</u>	<u>Conversion from Preferred A Shares</u>	<u>Restricted</u>	<u>N/A</u>
<u>6/7/2023</u>	<u>Conversion</u>	<u>200,000</u>	<u>Common</u>	<u>N/A</u>	<u>No</u>	<u>Teresa Mannello - CONVERT Pfd A</u>	<u>Conversion from Preferred A Shares</u>	<u>Restricted</u>	<u>N/A</u>
<u>6/12/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.0800</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>7/1/2023</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$ 0.0900</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>7/2/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.0900</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>7/5/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.0900</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>7/8/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.0900</u>	<u>No</u>	<u>Ryan Ebner</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>7/12/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.1000</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/1/2023</u>	<u>New Issuance</u>	<u>1,944</u>	<u>Common</u>	<u>\$ 0.1400</u>	<u>No</u>	<u>Bunker Hill Holdings / Nickolas Brait</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/1/2023</u>	<u>New Issuance</u>	<u>220,000</u>	<u>Common</u>	<u>\$ 0.1100</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/2/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.1100</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/5/2023</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$ 0.0800</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/7/2023</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>\$ 0.0800</u>	<u>No</u>	<u>Ryan Ebner</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/12/2023</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>\$ 0.0700</u>	<u>No</u>	<u>Joseph Zizzadoro</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/31/2023</u>	<u>New Issuance</u>	<u>350,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>Nobadeer Ventures LLC / Michael Morfit</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>8/31/2023</u>	<u>New Issuance</u>	<u>220,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>9/1/2023</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>\$ 0.1200</u>	<u>No</u>	<u>David Zevetchin</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>
<u>9/3/2023</u>	<u>New Issuance</u>	<u>19,250</u>	<u>Common</u>	<u>\$ 0.1000</u>	<u>No</u>	<u>Bunker Hill Holdings / Nickolas Brait</u>	<u>Compensation</u>	<u>Restricted</u>	<u>4(2)</u>

9/4/2023	New Issuance	850,000	Common	\$ 0.1200	No	Joseph Zizzadoro	Compensation	Restricted	4(2)
9/6/2023	New Issuance	75,000	Common	\$ 0.1200	No	Benjamin Wurts	Compensation	Restricted	4(2)
9/6/2023	New Issuance	200,000	Common	\$ 0.1200	No	Ryan Ebner	Compensation	Restricted	4(2)
9/12/2023	New Issuance	600,000	Common	\$ 0.0900	No	Joseph Zizzadoro	Compensation	Restricted	4(2)
9/27/2023	New Issuance	200,000	Common	\$ 0.1400	No	Benjamin Wurts	Compensation	Restricted	4(2)
9/30/2023	New Issuance	220,000	Common	\$ 0.1400	No	David Zevetchin	Compensation	Restricted	4(2)
10/11/2023	New Issuance	125,000	Common	\$ 0.1400	No	David Zevetchin	Compensation	Restricted	4(2)
10/6/2023	New Issuance	650,000	Common	\$ 0.1300	No	Ryan Ebner	Compensation	Restricted	4(2)
10/30/2023	New Issuance	440,000	Common	\$ 0.0800	No	David Zevetchin	Compensation	Restricted	4(2)
11/1/2023	New Issuance	125,000	Common	\$ 0.0600	No	David Zevetchin	Compensation	Restricted	4(2)
11/1/2023	New Issuance	250,000	Common	\$ 0.0600	No	David Zevetchin	Compensation	Restricted	4(2)
11/1/2023	New Issuance	16,296	Common	\$ 0.0600	No	Bunker Hill Holdings / Nickolas Brait	Compensation	Restricted	4(2)
11/15/2023	New Issuance	125,000	Common	\$ 0.1100	No	Hattie Corrine Couch	Compensation	Restricted	4(2)
11/17/2023	New Issuance	187,500	Common	\$ 0.1100	No	David Zevetchin	Compensation	Restricted	4(2)
11/30/2023	New Issuance	20,000	Common	\$ 0.1000	No	Dennis Beckert	Compensation	Restricted	4(2)
12/1/2023	New Issuance	125,000	Common	\$ 0.1000	No	David Zevetchin	Compensation	Restricted	4(2)
12/31/2023	New Issuance	12,500	Common	\$ 0.1000	No	Hattie Corrine Couch	Compensation	Restricted	4(2)
12/3/2023	New Issuance	4,933	Common	\$ 0.1000	No	Bunker Hill Holdings / Nickolas Brait	Compensation	Restricted	4(2)
12/5/2023	New Issuance	750,000	Common	\$ 0.0700	No	AJB Capital Investments LLC / Simeon Wohlberg	Compensation	Restricted	4(2)
12/13/2023	New Issuance	2,149	Common	\$ 0.0900	No	Bunker Hill Holdings / Nickolas Brait	Compensation	Restricted	4(2)
12/20/2023	New Issuance	225,000	Common	\$ 0.0700	No	Joseph Zizzadoro	Compensation	Restricted	4(2)
12/31/2023	New Issuance	20,000	Common	\$ 0.1000	No	Dennis Beckert	Compensation	Restricted	4(2)
1/1/2024	New Issuance	12,500	Common	\$ 0.1000	No	Hattie Corrine Couch	Compensation	Restricted	4(2)
1/1/2024	New Issuance	125,000	Common	\$ 0.1000	No	David Zevetchin	Common Stock issued for Financing	Restricted	4(2)

1/1/2024	<u>New Issuance</u>	25,000	<u>Common</u>	\$ 0.1000	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
1/31/2024	<u>New Issuance</u>	20,000	<u>Common</u>	\$ 0.0700	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
2/1/2024	<u>New Issuance</u>	12,500	<u>Common</u>	\$ 0.0700	No	Hattie Corrine Couch	<u>Compensation</u>	<u>Restricted</u>	4(2)
2/1/2024	<u>New Issuance</u>	470,000	<u>Common</u>	\$ 0.0700	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
2/1/2024	<u>New Issuance</u>	350,000	<u>Common</u>	\$ 0.0700	No	Joseph Zizzadaro	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
2/1/2024	<u>New Issuance</u>	1,500,000	<u>Common</u>	\$ 0.1000	No	Joseph Zizzadaro	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
2/4/2024	<u>New Issuance</u>	2,745	<u>Common</u>	\$ 0.0700	No	Bunker Hill Holdings (Nick Brait)	<u>Compensation</u>	<u>Restricted</u>	4(2)
2/13/2024	<u>New Issuance</u>	1,000,000	<u>Common</u>	\$ 0.1500	No	Diane Zizzadaro	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
2/16/2024	<u>New Issuance</u>	50,000	<u>Common</u>	\$ 0.1100	No	Michael Morfit	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
2/16/2024	<u>New Issuance</u>	200,000	<u>Common</u>	\$ 0.1100	No	Nick Clevenger	<u>Compensation</u>	<u>Restricted</u>	4(2)
2/16/2024	<u>New Issuance</u>	100,000	<u>Common</u>	\$ 0.1100	No	Richard E. & Katheryn A. Krill	<u>Compensation</u>	<u>Restricted</u>	4(2)
2/29/2024	<u>New Issuance</u>	20,000	<u>Common</u>	\$ 0.1000	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
3/31/2024	<u>New Issuance</u>	20,000	<u>Common</u>	\$ 0.1200	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
4/1/2024	<u>New Issuance</u>	25,000	<u>Common</u>	\$ 0.1200	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
4/2/2024	<u>New Issuance</u>	200,000	<u>Common</u>	\$ 0.1200	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
5/1/2024	<u>New Issuance</u>	300,000	<u>Common</u>	\$ 0.0800	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
5/2/2024	<u>New Issuance</u>	64,784	<u>Common</u>	\$ 0.0800	No	Bunker Hill Holdings (Nick Brait)	<u>Compensation</u>	<u>Restricted</u>	4(2)
6/7/2024	<u>New Issuance</u>	1,500,000	<u>Common</u>	\$ 0.1300	No	AJB Capital Investments LLC / Simeon Wohlberg	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
6/14/2024	<u>New Issuance</u>	450,000	<u>Common</u>	\$ 0.1000	No	The CFO Squad LLC / Joseph Himy	<u>Compensation</u>	<u>Restricted</u>	4(2)
6/17/2024	<u>New Issuance</u>	100,000	<u>Common</u>	\$ 0.1000	No	Mike Casson	<u>Compensation</u>	<u>Restricted</u>	4(2)
7/3/2024	<u>New Issuance</u>	200,000	<u>Common</u>	\$ 0.1200	No	Robyn Fayle	<u>Compensation</u>	<u>Restricted</u>	4(2)
7/3/2024	<u>New Issuance</u>	200,000	<u>Common</u>	\$ 0.1200	No	Michael Delaney	<u>Compensation</u>	<u>Restricted</u>	4(2)
7/3/2024	<u>New Issuance</u>	100,000	<u>Common</u>	\$ 0.1200	No	Mike Casson	<u>Compensation</u>	<u>Restricted</u>	4(2)
7/8/2024	<u>New Issuance</u>	85,000	<u>Common</u>	\$ 0.1200	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)

7/8/2024	<u>New Issuance</u>	20,608	<u>Common</u>	\$ 0.1200	No	Bunker Hill Holdings (Nick Brait)	<u>Compensation</u>	<u>Restricted</u>	4(2)
7/8/2024	<u>New Issuance</u>	5,985	<u>Common</u>	\$ 0.1200	No	Bunker Hill Holdings (Nick Brait)	<u>Compensation</u>	<u>Restricted</u>	4(2)
7/8/2024	<u>New Issuance</u>	300,000	<u>Common</u>	\$ 0.1200	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
7/21/2024	<u>New Issuance</u>	50,000	<u>Common</u>	\$ 0.1200	No	Cortiera LLC	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
8/6/2024	<u>New Issuance</u>	500,000	<u>Common</u>	\$ 0.0900	No	AJB Capital Investments LLC / Simeon Wohlberg	<u>Commitment Shares</u>	<u>Restricted</u>	4(2)
8/15/2024	<u>New Issuance</u>	270,000	<u>Common</u>	\$ 0.0900	No	Nobadeer Ventures LLC / Michael Morfit	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
10/1/2024	<u>New Issuance</u>	600,000	<u>Common</u>	\$ 0.0800	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
10/1/2024	<u>New Issuance</u>	85,000	<u>Common</u>	\$ 0.0800	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
10/1/2024	<u>New Issuance</u>	9,670	<u>Common</u>	\$ 0.0800	No	Bunker Hill Holdings (Nick Brait)	<u>Compensation</u>	<u>Restricted</u>	4(2)
10/10/2024	<u>New Issuance</u>	8,156	<u>Common</u>	\$ 0.0700	No	Bunker Hill Holdings (Nick Brait)	<u>Compensation</u>	<u>Restricted</u>	4(2)
10/21/2024	<u>New Issuance</u>	50,000	<u>Common</u>	\$ 0.0800	No	Cortiera LLC (Ronald Stephens)	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
11/1/2024	<u>New Issuance</u>	875,000	<u>Common</u>	\$ 0.0800	No	Michael Tavalacci	<u>Compensation</u>	<u>Restricted</u>	4(2)
11/5/2024	<u>New Issuance</u>	6,627	<u>Common</u>	\$ 0.0500	No	Bunker Hill Holdings (Nick Brait)	<u>Compensation</u>	<u>Restricted</u>	4(2)
11/19/2024	<u>New Issuance</u>	500,000	<u>Common</u>	\$ 0.0700	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
11/30/2024	<u>New Issuance</u>	400,000	<u>Common</u>	\$ 0.0500	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
12/17/2024	<u>New Issuance</u>	125,000	<u>Common</u>	\$ 0.1100	No	Louis and Annette Benedetto	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
01/01/2025	<u>New Issuance</u>	85,000	<u>Common</u>	\$0.05	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
01/31/2025	<u>New Issuance</u>	400,000	<u>Common</u>	\$0.09	No	David Zevetchin	<u>Common Stock issued for Financing</u>	<u>Restricted</u>	4(2)
02/01/2025	<u>New Issuance</u>	125,000	<u>Common</u>	\$0.09	No	Michael Tavalacci	<u>Compensation</u>	<u>Restricted</u>	4(2)
04/01/2025	<u>New Issuance</u>	85,000	<u>Common</u>	\$0.05	No	Dennis Beckert	<u>Compensation</u>	<u>Restricted</u>	4(2)
05/01/2025	<u>New Issuance</u>	125,000	<u>Common</u>	\$0.02	No	Michael Tavalacci	<u>Compensation</u>	<u>Restricted</u>	4(2)
Shares Outstanding on Date of This Report: 100,860,043									
<u>Ending Balance:</u>									
Date 12/31/2024			Common: 100,040,043						
			Preferred A: 4,200,000						
			Preferred B: 3,000,000						

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2024, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2023 through December 31, 2024 pursuant to the tabular format above.

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

## B. Convertible Debt

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

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion <sup>5</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
<u>3/1/2023</u>	<u>300,000</u>	<u>325,717</u>	<u>05/05/2023</u>	Term note carries interest at 15% per annum, 6 months roll over to 2/18/2023. The holder shall have the right from time to time only following an event of default (as defined per note agreement) to convert all or any part of the outstanding and unpaid principal, interest, penalties, and all other amounts under this AJB 2023 Note into fully paid and non-assessable shares of common stock at the variable price as defined per note agreement. As of date, there were no events default and therefore the note classified as debt.	0	2,514,698	<u>AJB Capital Investments LLC / Simeon Wohlberg</u>	<u>Funding operations of the Company</u>
<u>8/6/2024</u>	<u>90,000</u>	<u>94,350</u>	<u>02/06/2025</u>	Same conversion terms as AJB 2023 Note	0	786,205	<u>AJB Capital Investments LLC / Simeon Wohlberg</u>	<u>Corporate Purposes</u>
<u>11/1/2024</u>	<u>45,000</u>	<u>45,888</u>	<u>12/31/2024</u>	Same conversion terms as AJB 2023 Note	0	382,328	<u>AJB Capital Investments LLC / Simeon Wohlberg</u>	<u>Corporate Purposes</u>
<u>9/19/2022</u> <u>12/30/2022</u> <u>1/31/2023</u>	<u>307,008</u>	<u>344,954</u>	<u>08/01/2024</u>	Various notes, all bear interest at 10%	0	0	<u>David Zevetchin</u>	<u>Corporate Purposes</u>

<sup>5</sup> 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.

<u>3/9/2023</u> <u>6/30/2023</u> <u>11/1/2023</u> <u>11/17/2023</u> <u>4/2/2024</u> <u>11/19/2024</u> <u>11/30/2024</u>								
<u>11/14/2022</u> <u>1/1/2023</u> <u>2/28/2023</u> <u>3/9/2023</u> <u>12/20/2023</u>	230,000	108,622	11/01/2024	Various notes, all bear interest at 10%	1,500,000	800,000	Joseph Zizzadoro	<u>Corporate Purposes</u>
<u>3/9/2023</u>	150,000	153,000	<u>02/11/2024</u>	One-time fixed interest payment owed			Ryan Ebner	<u>Corporate Purposes</u>
<u>9/6/2023</u>	25,000	26,000	<u>01/25/2024</u>	Bears fixed interest at \$1,000			Benjamin Wurts	<u>Corporate Purposes</u>
<u>5/29/2019</u>	10,309	14,935	<u>On Demand</u>	Due on demand			Danny Bishop	<u>Loan</u>
<u>4/22/2024</u>	30,000	30,900	<u>12/21/2024</u>	Note bearing interest at 12%			Cortiera, LLC / Ronald Stephens	<u>Corporate Purposes</u>
<b>Total Outstanding Balance:</b>		\$1,143,466	<b>Total Shares:</b>		1,500,000	4,483,231		

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

#### 4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on [www.OTCMarkets.com](http://www.OTCMarkets.com).

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

Go Green Global Technologies Corp. is an innovative publicly traded U.S. company that provides proprietary disruptive technology for use in the water and fuel industries of both commercial and consumer segments of these markets. Solutions are provided worldwide utilizing the proprietary Sonical™ process for both non-chemical water treatment and fuel combustion applications which including industrial, automotive, transportation, maritime and railway industries. The company is a pioneer and leader in the emerging Pulsed Power technology sector. Since inception, the company has focused on technologies that lead to a cleaner and more efficient planet.

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

N/A

C. Describe the issuers' principal products or services.

- Sonical™ for non-chemical water treatment – residential, commercial, and utilities
- Sonical™ for fuel combustion applications – industrial, automotive, transportation, maritime, and railways

#### 5) Issuer's Facilities

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties.

Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company leases approximately 2,000 SF of office, warehouse, and light manufacturing space. The facility is located at:

Go Green Global Technologies Corp.  
22 Kenosia Ave, Unit 9  
Danbury, CT 06810

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

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

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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

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

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, 5% Control person)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
<u>Danny Bishop</u>	<u>Officer/Director</u>	<u>Nelson, NH</u>	<u>2,540,000</u>	<u>Common</u>	<u>2.54%</u>
<u>Corrine Couch</u>	<u>Officer/Director</u>	<u>New York, NY</u>	<u>1,025,000</u>	<u>Common</u>	<u>1.02%</u>
<u>John E. D'Alessandro</u>	<u>Director</u>	<u>Newtown, CT</u>	<u>2,374,250</u>	<u>Common</u>	<u>2.37%</u>
<u>Dennis Beckert</u>	<u>Director</u>	<u>Chatham, NY</u>	<u>320,000</u>	<u>Common</u>	<u>0.32%</u>
<u>Salvatore M. Pandolfo</u>	<u>Inventor</u>	<u>Viterbo, Italy</u>	<u>8,000,000</u>	<u>Common</u>	<u>8.00%</u>
<u>John D'Alessandro</u>	<u>&gt;5%</u>	<u>Newtown, CT</u>	<u>7,500,000</u>	<u>Common</u>	<u>7.50%</u>
<u>Joseph Zizzadoro</u>	<u>&gt;5%</u>	<u>Commack, NY</u>	<u>8,000,000</u>	<u>Common</u>	<u>8.0%</u>
<u>David Zevetchin</u>	<u>&gt;5%</u>	<u>Brookfield, CT</u>	<u>9,682,500</u>	<u>Common</u>	<u>9.98%</u>
<u>AJB Capital Investments LLC / Simeon Wohlberg</u>	<u>&gt;5%</u>	<u>Hollywood, FL</u>	<u>5,826,923</u>	<u>Common</u>	<u>5.82%</u>

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

## 7) Legal/Disciplinary History

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

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

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;

None

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;

None

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

None

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.

None

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.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

## 8) Third Party Service Providers

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

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

### Securities Counsel

Name: Ross Carmel, Esq.  
Firm: Carmel Milazzo & Feil, LLP  
Address 1: 55 W 39<sup>th</sup> Street  
Address 2: New York, NY  
Phone: (646) 838-1310  
Email: rcarmel@cmdllp.com

Name: Nickolas James Brait, Jr.

OTC Markets Group Inc.  
Disclosure Guidelines for the Pink Market (v6.0 January 31, 2025)

Firm: Monitor Group, LLC  
Address 1: 1942 Broadway St., Ste. 314C  
Address 2: Boulder, CO 80302  
Phone: (303) 872-7584  
Email: hello@ironcladcounsel.com

Accountant or Auditor

Name: N/A  
Firm: CFO Squad, LLC  
Address 1: 1345 6th Avenue, 33rd Floor  
Address 2: New York, NY 10105  
Phone: 845-613-3399  
Email: info@CFOSquad.com

Investor Relations

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

*All other means of Investor Communication:*

X (Twitter): \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

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

**9) Disclosure & Financial Information**

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

Name: **Danny G Bishop**  
Title: **CEO**  
Relationship to Issuer: **Officer**

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

- IFRS  
 U.S. GAAP

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

Name: CFO Squad, LLC  
Title: Accounting Firm  
Relationship to Issuer: External Accounting

Describe the qualifications of the person or persons who prepared the financial statements:<sup>6</sup> CFO Squad, LLC is the outsourced accounting and consulting firm that specializes in financial reporting. The Company engaged CFO Squad, LLC for financial reporting including preparation of financial statements.

## 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, Danny G. Bishop certify that:

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

June 18, 2025

/s/ Danny G. Bishop

*Principal Financial Officer:*

I, Danny G. Bishop certify that:

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

June 18, 2025

/s/ Danny G. Bishop

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<sup>6</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.  
OTC Markets Group Inc.  
Disclosure Guidelines for the Pink Market (v6.0 January 31, 2025)



ANNUAL REPORT

GO GREEN GLOBAL TECHNOLOGIES CORP

For the Years

Ended December 31, 2024 and 2023

**Go Green Global Technologies Corp.**  
**Index to Unaudited Financial Statements**

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**Go Green Global Technologies Corp.**  
**Balance Sheets**  
**For the Years Ended December 31, 2024 and 2023 (unaudited)**

	<u>December 31,</u> <u>2024</u>	<u>December 31,</u> <u>2023</u>
<b>ASSETS</b>		
Current assets:		
Cash	\$ 9,280	\$ 33,453
Accounts receivable	1,542	-
Prepaid expenses	4,186	-
Inventory (net of reserve for inventory of \$129,849 and \$129,849, respectively)	-	-
<b>Total current assets</b>	<u>15,008</u>	<u>33,453</u>
Other assets:		
Fixed and intangible assets, net	3,231	5,921
Deposits	6,000	6,000
Operating lease right-of-use asset	75,964	-
<b>Total other assets</b>	<u>85,195</u>	<u>11,921</u>
<b>Total assets</b>	<u><u>\$ 100,203</u></u>	<u><u>\$ 45,374</u></u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
Current liabilities:		
Accounts payable	\$ 888,663	\$ 601,631
Accrued interest	104,575	37,804
Accrued expenses	163,640	163,640
Notes payable	1,010,568	982,626
Convertible Notes Payable	-	-
Common stock to be issued	121,240	41,197
Loans from officers	12,782	10,309
Operating lease liability, current	11,623	-
<b>Total current liabilities</b>	<u>2,313,091</u>	<u>1,837,207</u>
Operating lease liability, noncurrent	65,070	-
<b>Total noncurrent liabilities:</b>	<u>65,070</u>	<u>-</u>
<b>Total liabilities</b>	<u><u>2,378,161</u></u>	<u><u>1,837,207</u></u>

**Go Green Global Technologies Corp.**  
**Balance Sheets**  
**For the Years Ended December 31, 2024 and 2023 (unaudited)**

Commitments and contingencies		
Stockholders' deficit		
Preferred Series A - \$0.001 par value, authorized - 9,000,000 shares; issued and outstanding - 4,200,000 and 4,200,000 shares, as of December 31, 2024 and December 31, 2023, respectively	4,200	4,200
Preferred Series B - \$0.001 par value, authorized - 5,000,000 shares; issued and outstanding - 3,000,000 and 3,000,000 shares as of December 31, 2024 and December 31, 2023, respectively	3,000	3,000
Common stock - \$0.001 par value, authorized - 500,000,000 shares; issued and outstanding - 100,040,043 and 89,101,468 shares as of December 31, 2024 and December 31, 2023, respectively	100,040	89,102
Additional paid-in capital	8,673,750	7,289,183
Accumulated deficit	(11,058,949)	(9,177,318)
<b>Total shareholders' deficit</b>	<b>(2,277,959)</b>	<b>(1,791,833)</b>
Total liabilities and shareholders' deficit	<u>\$ 100,202</u>	<u>\$ 45,374</u>

See accompanying notes to the unaudited financial statements

**Go Green Global Technologies Corp.**  
**Statements of Operations**  
**For the Years Ended December 31, 2024 and 2023 (unaudited)**

	For the year ended December 31,	
	2024	2023
Revenue	16,674	-
Cost of Revenue	16,674	-
Gross Profit	-	-
Operating expenses:		
General and administrative	\$ 818,091	\$ 798,809
Research and development	-	795,000
Depreciation	2,690	2,689
Total operating expenses	820,781	1,596,498
Loss from operations	(820,781)	(1,596,498)
Other (Expense) Income		
Interest expense	(1,101,471)	(1,737,685)
(Loss) gain on debt settlements	40,621	(120,000)
Total other (expense) income	(1,060,850)	(1,857,685)
Provision for income taxes	-	-
Net loss	\$ (1,881,631)	\$ (3,454,183)
Per share data		
Net loss per share - basic and diluted	\$ (0.02)	\$ (0.04)
Weighted average shares outstanding - basic and diluted	95,411,059	82,036,031

See accompanying notes to the unaudited financial statements

**Go Green Global Technologies Corp.**  
**Statements of Changes in Stockholders' Deficit**  
**For the Years Ended December 31, 2024 and 2023 (unaudited)**

	Preferred Series A - Par \$0.001		Preferred Series B - Par \$0.001		Common Stock - Par \$0.001		Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Deficit
	Shares	Amount	Shares	Amount	Shares	Amount			
Balance, December 31, 2022	5,176,000	\$5,176	3,000,000	\$3,000	72,644,160	\$ 72,644	\$ 4,543,230	\$(5,723,135)	\$(1,099,085)
Common stock sold	-	-	-	-	2,000,000	2,000	98,000	-	100,000
Issuance of common stock in connections with AJB Notes	-	-	-	-	750,000	750	51,750	-	52,500
Common stock issued in connection with debt financing	-	-	-	-	10,137,500	10,138	1,148,302	-	1,158,440
Common stock issued for acquisition of technology	-	-	-	-	5,000,000	5,000	463,850	-	468,850
Common stock issued to employees for compensation	-	-	-	-	190,000	190	16,322	-	16,512
Common stock issued to vendors for services	-	-	-	-	403,808	404	47,375	-	47,779
Common stock issued in connections with extinguishment of debt	-	-	-	-	2,000,000	2,000	218,000	-	220,000
Conversion of Convertible Preferred stock into common stock	(976,000)	(976)	-	-	976,000	976	-	-	-
Cancellation of shares returned by shareholders	-	-	-	-	(5,000,000)	(5,000)	5,000	-	-
Common stock warrants issued in connection with AJB note	-	-	-	-	-	-	225,000	-	225,000
Common stock warrants issued in connection with AJB loan amendment	-	-	-	-	-	-	219,375	-	219,375
Common stock warrants issued for services	-	-	-	-	-	-	101,829	-	101,829
Net loss								(3,303,033)	(3,303,033)
Balance, December 31, 2023	4,200,000	\$ 4,200	3,000,000	\$ 3,000	89,101,468	\$ 89,102	\$ 7,289,183	\$(9,177,318)	\$(1,791,833)
Common stock sold	-	-	-	-	1,125,000	1,125	158,875	-	160,000
Common stock issued in connection with debt financing	-	-	-	-	2,845,000	2,845	229,000	-	231,845
Common stock issued to employees for compensation	-	-	-	-	1,180,000	1,180	74,730	-	75,910
Common stock issued to vendors for services	-	-	-	-	1,068,575	1,068	115,800	-	116,868
Common stock issued as settlement	-	-	-	-	1,770,000	1,770	126,180	-	191,250
Common stock issued in connection with AJB loan amendment	-	-	-	-	1,500,000	1,500	189,750	-	191,250
Common stock issued in connection with debt forgiveness	-	-	-	-	450,000	450	45,675	-	46,125
Shares issued in connection with issuance of AJB convertible note	-	-	-	-	500,000	500	25,481	-	25,981
Shares issued in connection with issuance of Zevetchin note	-	-	-	-	500,000	500	15,654	-	16,154
Warrant issued to vendors for services	-	-	-	-	-	-	223	-	223

**Go Green Global Technologies Corp.**  
**Statements of Changes in Stockholders' Deficit**  
**For the Years Ended December 31, 2024 and 2023 (unaudited)**

Warrants issued in connection of AJB loan Amendment							124,993	-	124,993
Warrants issued in connection with extinguishment of convertible debt and notes payable	-	-	-	-	-	-	278,206	-	278,206
Net loss	-	-	-	-	-	-	-	(1,881,631)	(1,881,631)
Balance, December 31, 2024	<u>4,200,000</u>	<u>\$ 4,200</u>	<u>3,000,000</u>	<u>\$ 3,000</u>	<u>100,040,043</u>	<u>\$ 100,040</u>	<u>8,673,759</u>	<u>\$(11,058,949)</u>	<u>\$ (2,277,959)</u>

See accompanying notes to the unaudited financial statements

**Go Green Global Technologies Corp.**  
**Statement of Cash Flows**  
**For the Years Ended December 31, 2024 and 2023 (unaudited)**

	<u>December 31, 2024</u>	<u>December 31, 2023</u>
Cash flows from operating activities:		
Net loss	\$ (1,881,631)	\$ (3,454,183)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	2,690	2,689
Common stock issued for services	78,368	86,279
Common stock issued for compensation	75,910	16,512
Common stock warrants issued for services	-	101,829
Common stock issued for acquisition of technology	-	620,000
Warrants issued in connection of AJB loan amendment	124,993	-
Warrants issued in connection of Zizzadoro loan amendment	9,847	-
Financings issued in exchange for professional services	9,223	-
Legal services received as consideration for a convertible note	-	-
Gain (loss) on extinguishment of AP	8,428	-
Non-cash interest expenses	856,871	1,688,776
(Gain) loss on extinguishment of debt	(49,050)	120,000
Changes in operating asset and liability account balances:		-
Accounts receivable	(1,542)	-
Prepaid expenses	(4,186)	3,599
Inventory	-	-
Right of use asset	4,907	-
Due to related party	2,473	7,938
Accrued interest	66,771	31,772
Accounts payable and accrued expenses	322,032	106,595
Lease liability	(4,178)	-
Total adjustments	<u>1,503,557</u>	<u>2,785,989</u>
Net cash used in operating activities	<u>(378,074)</u>	<u>(668,194)</u>
Cash flows from investing activities		
Purchase of equipment	-	-
Net cash used in investing activities	<u>-</u>	<u>-</u>
Cash flows from financing activities:		
Proceeds from sale of common stock	160,000	100,000
Proceeds from notes payable	252,000	900,575
Payment of notes payable	(58,100)	(300,000)
Proceeds from notes payable - related parties	-	-
Issuance of common shares in connection with note extensions	-	-
Net cash provided by financing activities	<u>353,900</u>	<u>700,575</u>
Net decrease in cash	(24,174)	32,381
Cash at beginning of period	<u>33,453</u>	<u>1,072</u>
Cash at end of period	<u><u>9,279</u></u>	<u><u>33,453</u></u>
<i>Supplemental Schedule of Cash Flow Information:</i>		
Cash paid for interest	<u>25,775</u>	<u>46,026</u>
Cash paid for income taxes	<u>-</u>	<u>-</u>

**Go Green Global Technologies Corp.**  
**Statement of Cash Flows**  
**For the Years Ended December 31, 2024 and 2023 (unaudited)**

<i>Supplemental Schedules of Noncash Investing and Financing Activities:</i>		
Establishment of ROU asset and lease liability	80,871	-
Issuance of common stock in connection with promissory notes		1,127,940
Issuance of stock in connection with the AJB Note		496,375
Extinguishment of debt and accrued interest into common stock		220,000
Issuance of common stock in connection with settlement of debt	-	-
Issuance of common stock in connection with promissory notes	160,425	-
Issuance of warrants in connection with promissory notes	268,358	-
Common stock to be issued	-	-
Conversion of Convertible Preferred Stock into common stock		976
Cancellation of shares returned by shareholders	-	5,000
Common stock to be issued in prior year, issued during the year	-	30,500

See accompanying notes to the unaudited financial statements

## NOTE 1 - ORGANIZATION AND OPERATIONS

Go Green Global Technologies Corp. (OTC Pink: GOCR) is a Nevada corporation originally incorporated in February 2006 under the name Photomatica, Inc.

Go Green Global Technologies Corp. (“the Company”) is an innovative publicly traded U.S. company that provides proprietary disruptive technology for use in the water and fuel industries of both commercial and consumer segments of these markets. Solutions are provided worldwide utilizing the proprietary Sonical™ process for both non-chemical water treatment and fuel combustion applications which including industrial, automotive, transportation, maritime and railway industries. The Company is a pioneer and leader in the emerging Pulsed Power technology sector. Since inception, the Company has focused on technologies that lead to a cleaner and more efficient planet.

### Going Concern Basis of Accounting

The Company’s financial statements are prepared using accounting principles generally accepted in the United States (“U.S. GAAP”) applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. As reflected in the financial statements, the Company has an accumulated deficit balance of \$11,058,949 as of December 31, 2024, has suffered significant net losses and negative cash flows from operations and has limited working capital. The Company expects to incur substantial expenses for the foreseeable future relating to research, development and commercialization of its potential future technologies. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it establishes a revenue stream and becomes profitable. Management’s plans to continue as a going concern include raising additional capital through sales of equity securities and borrowing. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans. If the Company is not able to obtain the necessary additional financing on a timely basis, the Company will be required to delay, reduce the scope of, or eliminate one or more of the Company’s research and development activities or commercialization efforts or perhaps even cease the operation of its business. These factors raise substantial doubt about the Company’s ability to continue as a going concern for one year from the date the financials were issued.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. The financial statements do not include any adjustments that might result from this uncertainty.

### Uncertainty Due to Geopolitical Events

The ongoing Israel-Hamas war which began in October 2023 has precipitated ongoing conflict between the two parties and has enveloped the Middle East region in unrest. This conflict has extended to the Persian Gulf where increasing attacks on international shipping have caused worldwide concern due to its potential economic impact due to supply chain concerns. These recent events coupled with Russia’s invasion of Ukraine, which began in February 2022, resulting in sanctions and other actions against Russia and Belarus, have created uncertainty and disruption in the global economy. Although neither of the aforementioned conflicts have had a material adverse impact on the Company’s financial results for the year ended December 31, 2024, and none for the year ended December 31, 2023, at this time the Company is unable to fully assess the aggregate impact that both conflicts will have on its business due to various uncertainties, which include, but are not limited to, the duration of the wars, their effect on the economy, their impact to the business of the Company’s, and actions that may be taken by governmental authorities related to these conflicts.

## NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### Basis of Presentation

The accompanying financial statements are prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Certain balances have been reclassified to conform with the current year's presentation.

### Use of Estimates

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

### Cash

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. The Company had no cash equivalents as of December 31, 2024 and 2023.

### Concentration of Credit Risk

Financial instruments that potentially subject the Company to concentration of credit risk consist primarily of cash. The Company maintains its cash in bank deposits accounts, which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts. The Company believes it is not exposed to any significant credit risk in cash.

### Prepaid Expenses

Prepaid expenses consist primarily of short-term prepaid expenditures or deposits that will be amortized within one year.

### Leases

The Company determines if an arrangement contains a lease at inception. Leases are included in lease right-of-use ("ROU") assets and lease liabilities on the balance sheet.

Lease ROU assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. As most of the Company's leases do not provide an implicit rate, the Company uses its incremental borrowing rate based on the information available at commencement date in determining the present value of future payments. The operating lease ROU asset includes any lease payments made and initial direct costs incurred and excludes lease incentives. The Company's lease terms may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise that option. Lease expense for minimum lease payments is recognized on a straight-line basis over the lease term.

The Company has elected as an accounting policy not to apply the recognition requirements in ASC 2016-02, Leases ("ASC 842") to short-term leases. Short-term leases are leases that have a term of 12 months or less and do not include an option to purchase the underlying asset that the Company is reasonably certain to exercise. The Company recognizes the lease payments for short-term leases on a straight-line basis over the lease term. As of December 31, 2024 and 2023, the Company did not have leases that qualified as right of use assets.

### Income Taxes

In accordance with FASB ASC Topic 740, Income Taxes ("ASC 740"), the Company recognizes deferred tax assets and liabilities for the expected future tax consequences or events that have been included in our financial statements and/or tax returns. Deferred tax assets and liabilities are based upon the differences between the financial statement carrying amounts and the tax bases of existing assets and liabilities and for loss and credit carryforwards using enacted tax rates expected to be in effect in the years in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance if it is more likely than not that some portion or all of the deferred tax asset will not be realized.

The Company provides reserves for potential payments of tax to various tax authorities related to uncertain tax positions when management determines that it is more likely than not that a loss will be incurred related to these matters and the amount of the loss is reasonably determinable. No tax liability was recorded as of December 31, 2024, and 2023.

### Segment Information

Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision maker (“CODM”), or decision-making group, in making decisions on how to allocate resources and assess performance. The Company has one operating segment.

### Advertising Costs

Advertising and promotion costs are expensed incurred. The Company has no material advertising expenses during the years ended December 31, 2024 and 2023.

### Stock-Based Compensation

The Company accounts for stock-based compensation in accordance with the guidance of FASB ASC Topic 718, Compensation-Stock Compensation (“ASC 718”), which requires all share-based payments be recognized in the consolidated financial statements based on their fair values. In accordance with ASC 718, the Company has elected to use the Black-Scholes option pricing model to determine the fair value of options granted and recognizes the compensation cost of share-based awards on a straight-line basis over the vesting period of the award.

### Warrants

The Company accounts for stock warrants as either equity instruments or derivative liabilities depending on the specific terms of the warrant agreement. As of December 31, 2024 and 2023, all outstanding warrants granted were classified as equity being the fixed exercise price.

### Net loss per Common Share

Basic earnings per share are calculated by dividing income available to common stockholders by the weighted average number of common shares outstanding. Diluted earnings per share are based on the assumption that all dilutive convertible shares and stock options and warrants were converted or exercised. Dilution is computed by applying the treasury stock method. Under this method, warrants and options are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period. Common stock equivalents of 34,708,273 and 28,618,113 shares were excluded from the computation of diluted earnings per share for the periods ended December 31, 2024, and December 31, 2023, respectively, because their effects would have been anti-dilutive.

	<u>December 31, 2024</u>	<u>December 31, 2023</u>
Warrants	30,508,273	24,418,113
Series A Convertible preferred stock	4,200,000	4,200,000
Total	<u>34,708,273</u>	<u>28,618,113</u>

## Related Party Transactions

Parties are considered to be related to the Company if the parties that, directly or indirectly, through one or more intermediaries, control, are controlled by, or are under common control with the Company. Related parties also include principal owners of the Company, its management, members of the immediate families of principal owners of the Company and its management and other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. The Company discloses all related party transactions. All transactions shall be recorded at fair value of the goods or services exchanged. Property purchased from a related party is recorded at the cost to the related party and any payment to or on behalf of the related party in excess of the cost is reflected as a distribution to the related party.

The Company considers all officers, directors, senior management personnel, and senior level consultants to be related parties to the Company.

## Recently Adopted Accounting Pronouncements

From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (“FASB”) and are adopted by us as of the specified effective date. We believe that the impact of recently adopted and recently issued accounting pronouncements will not have a material impact on our balance sheets, results of operations and cash flows.

### *Accounting Pronouncements Issued but not yet Adopted*

In November 2023, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2023-07, “Segment Reporting (Topic 280) - Improvements to Reportable Segment Disclosures” (“ASU 2023-07”), which improves reportable segment disclosure requirements, primarily through enhanced disclosures about significant expenses. ASU 2023-07 is required to be adopted for annual periods beginning after December 15, 2023, and interim period within fiscal years beginning after December 15, 2024, with early adoption permitted. The Company will adopt the standard in its interim reporting beginning with Q1-2025, and the Company will adopt the standard in its annual reporting for the year ending December 31, 2024. The Company expects that the adoption of the standard will not have a material impact on our financial statements but will enhance our current disclosures.

In December 2023, the FASB issued ASU 2023-09, “Income Taxes (Topic 740)—Improvements to Income Tax Disclosure” (“ASU 2023-09”), which establishes new income tax disclosure requirements in addition to modifying and eliminating certain existing requirements. ASU 2023-09 is required to be adopted for annual periods beginning after December 15, 2024, with early adoption permitted. The Company will adopt this accounting standard update effective January 1, 2025. The Company expects that the adoption of the standard will not have a material impact on our financial statements.

Any new accounting standards that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the financial statements upon adoption.

## **NOTE 3 – FAIR VALUE OF FINANCIAL INSTRUMENTS**

ASC 825-10 defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be recorded at fair value, the Company considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability, such as inherent risk, transfer restrictions, and risk of nonperformance. ASC 825-10 establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 825-10 establishes three levels of inputs that may be used to measure fair value:

Level 1 - Quoted prices in active markets for identical assets or liabilities.

Level 2 - Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which all significant inputs are observable or can be derived principally from or corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 - Unobservable inputs to the valuation methodology that are significant to the measurement of fair value of assets or liabilities.

To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement is disclosed is determined based on the lowest level input that is significant to the fair value measurement.

#### NOTE 4 - LEASES

On July 22, 2024, we entered into an operating lease agreement for the principal offices are located at 22 Kenosia Avenue, Danbury, Connecticut, 06810. We pay \$1,750 per month in rent for the office space and the rental lease expires July 31, 2029.

The right-of-use asset and lease liability for the operating lease consisted of the following:

	<u>December 31, 2024</u>	<u>December 31, 2023</u>
Operating right-of-use asset	\$ 78,937	\$ —
Lease liability (current and long-term)	\$ (79,228)	\$ —

As of December 31, 2024, the weighted average remaining lease term was 4.83 years. The weighted average discount rate for the operating lease is 13.85% for the period ended December 31, 2024.

The components of lease expense included on the Company's statements of operation were as follows:

<u>Operating Lease Expense:</u>	<u>Expense Classification:</u>	<u>For the twelve months ended December 31, 2024</u>
Amortization of ROU asset	General and Administrative	\$ 1,934
Accretion of operating lease liability	General and Administrative	1,857
Total operating lease expense		\$ 3,791

The future minimum lease payments required under leases for the twelve months ended December 31, 2024 were as follows:

<u>Year ended December 31,</u>	<u>Operating Lease Obligations</u>
2024 (remainder of year)	\$ 5,250
2025	21,350
2026	22,204
2027	23,092
2028	24,016
Thereafter	14,331
Total undiscounted operating lease payments	110,243
Less: Imputed interest	(31,015)
Present value of operating lease liability	\$ 79,228

#### NOTE 5 – NOTES PAYABLE

##### AJB 2022, 2023 and 2024 Notes

On February 18, 2022, the Company entered into a Securities Agreement (the "2022 SA") with AJB Capital Investments, LLC providing for the issuance and sale by the Company of (i) Promissory Note in the aggregate principal amount of \$300,000 ("AJB 2022 Note"), which includes an aggregate \$30,000 original issue discount in respect of the Note; (ii) Warrants to purchase an aggregate of 1,000,000 shares of Common Stock ("AJB 2022 Warrants"); and (iii) 3,076,923 shares of common stock as commitment fee shares

(“AJB Commitment Shares”). The aggregate gross proceeds for the sale of the Notes, Warrants and commitment fee shares was \$270,000.

The AJB 2022 Note bears interest on the unpaid principal balance at a rate equal to twelve percent (12%) per annum accruing from the closing date until the AJB 2022 Note becomes due and payable at maturity. All principal and interest owing hereunder, along with any and all other amounts, shall be due and owing on August 18, 2022. The note maturity term was further extended to February 18, 2023. Interest shall accrue on a monthly basis and is payable on the first of each month following the issue date or upon acceleration or by prepayment or otherwise. In the event that the Maturity Date is extended, the interest rate shall equal fifteen percent (15%) per annum for any period following the original Maturity Date, payable monthly. Any amount of principal or Interest on this AJB 2022 Note which is not paid when due shall bear interest at the rate of the lesser of (i) eighteen percent (18%) per annum and (ii) the maximum amount permitted under law from the due date thereof until the same is paid. The holder shall have the right from time to time only following an event of default (as defined per note agreement) to convert all or any part of the outstanding and unpaid principal, interest, penalties, and all other amounts under this AJB 2022 Note into fully paid and non-assessable shares of common stock at the variable price as defined per note agreement. As of date, there were no events default and therefore the note classified as debt. The note is secured by substantially all of the Company’s property and assets, including all machinery, equipment, and inventory as a guarantee of performance under the AJB 2022 Note.

During the year ended December 31, 2023, the Company recorded interest expense on the AJB 2022 Note of approximately \$238,482 consisting of interest paid of \$34,500, accretion of original issued debt discount of \$173,982 and originally issued discount of \$30,000.

The AJB 2022 warrants issued with the note (i) have an exercise price of \$0.20 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The AJB 2022 Warrants were valued as of February 18, 2022, using the Black Scholes Model with assumptions disclosed within Note 9.

The Company accounted for the 2022 AJB Note, the 2022 AJB Warrants, and the AJB Commitment Shares in accordance with ASC 470-20-25-2 “Debt” which states that the allocation of the proceeds from the financing shall be based on the relative fair values of the securities issued at the time of the issuance. The AJB Commitment Shares and the AJB 2022 Warrants, which are indexed to the Company’s stock, are classified within stockholders’ deficit in the accompanying financial statements.

The allocated value of the AJB Commitment Shares and the AJB 2022 Warrants were \$134,384 and \$42,675, respectively, and are being accounted for as debt issuance costs and are classified within stockholders’ deficit in the accompanying financial statements. The allocated value of the AJB 2022 Note of \$96,018 was allocated as notes payable in the accompanying financial statements. The related debt issuance costs \$177,059 in aggregate were amortized over the initial term of the 2022 AJB Note and included within the interest expense in the accompanying statement of operation. As of December 31, 2022, the net carrying amount of the 2022 AJB Note was \$300,000 and accrued interest of \$3,750.

On March 1, 2023, the Company entered into an agreement with AJB to amend the AJB Note extending the maturity date to March 13, 2023. As a consideration, the Company additional 1,500,000 common stock warrants that (i) have an exercise price of \$0.01 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The Amended AJB 2023 Warrants were valued as of March 1, 2023, using the Black Scholes Model with assumptions disclosed within Note 9. The related debt issuance costs of \$225,000 in aggregate were amortized over the remaining term of the 2022 AJB Note and included within the interest expense of the accompanying statement of operations for the year ended December 31, 2023. The AJB 2022 Note and related accrued interest totaling \$314,500 was repaid in full on March 9, 2023.

On May 5, 2023, the Company entered into a Securities Agreement (the “2023 SA”) with AJB Capital Investments, LLC providing for the issuance and sale by the Company of (i) Promissory Note in the aggregate principal amount of \$300,000 (“AJB 2023 Note”), which includes an aggregate \$30,000 original issue discount in respect of the Note; (ii) Warrants to purchase an aggregate of 9,000,000 shares of Common Stock (“AJB 2023 Warrants”). The aggregate gross proceeds for the sale of the AJB 2023 Note and AJB 2023 Warrants was \$270,000.

The AJB 2023 Note bears interest on the unpaid principal balance at a rate equal to twelve percent (12%) per annum accruing from the closing date until the AJB 2022 Note becomes due and payable at maturity. All principal and interest owing hereunder, along with any and all other amounts, shall be due and owing on November 5, 2023. The note maturity term was further extended numerous times and the AJB 2023 Note will now mature on November 8, 2024, with an increased interest rate up to 15% upon the extension date. Interest shall accrue on a monthly basis and is payable on the first of each month following the issue date or upon acceleration or by prepayment

or otherwise. Any amount of principal or Interest on this AJB 2023 Note which is not paid when due shall bear interest at the rate of the lesser of (i) eighteen percent (18%) per annum and (ii) the maximum amount permitted under law from the due date thereof until the same is paid. The holder shall have the right from time to time only following an event of default (as defined per note agreement) to convert all or any part of the outstanding and unpaid principal, interest, penalties, and all other amounts under this AJB 2023 Note into fully paid and non-assessable shares of common stock at the conversion price as defined per note agreement. The note was secured by substantially all of the Company's property and assets, including all machinery, equipment, and inventory as a guarantee of performance under the AJB 2023 Note.

The AJB 2023 warrants issued with the note (i) have an exercise price of \$0.001 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The AJB 2023 Warrants were valued as of May 5, 2023, using the Black Scholes Model with assumptions disclosed within Note 9.

The Company accounted for the 2023 AJB Note and the 2023 AJB Warrants in accordance with ASC 470-20-25-2 "Debt" which states that the allocation of the proceeds from the financing shall be based on the relative fair values of the securities issued at the time of the issuance. The AJB 2023 Warrants, which are indexed to the Company's stock, are classified within stockholders' deficit in the accompanying financial statements.

The allocated value of the AJB 2023 Warrants was \$219,375 and is accounted for as debt issuance costs and classified within stockholders' deficit in the accompanying financial statements. The related debt issuance costs of \$166,381 in aggregate were amortized over the initial term of the 2023 AJB Note and included within the interest expense in the accompanying statement of operation for the twelve months ended December 31, 2024. The debt discount was fully amortized as of November 5, 2023.

On June 7, 2024, the Company and AJB Capital Investments entered into the First Amendment to the Promissory Note, effectively extending the maturity of the 2023 AJB Note to November 8, 2024 and agreeing to issue the noteholder 1,500,000 shares of common stock in connection with the extension. These shares were issued on June 7, 2024 at a fair value of \$0.13 per share and aggregated fair value of \$191,250. Such common stock shares issued are being accounted for as debt extinguishment and recognized as interest expense in the accompanying statement of operation for the twelve months ended December 31, 2024. As of December 31, 2024, the net carrying amount of the 2023 AJB Note was \$300,000.

On August 6, 2024, the Company entered into a Securities Agreement (the "2024 SA") with AJB Capital Investments, LLC providing for the issuance and sale by the Company of (i) Promissory Note in the aggregate principal amount of \$90,000 ("AJB 2024 Note"), which includes an aggregate \$9,000 original issue discount in respect of the Note; (ii) a total of 500,000 Commitment Fee Shares. These shares were issued on August 6, 2024 at a fair value of \$0.09 per share and aggregated fair value of \$44,500. The aggregate gross proceeds for the sale of the AJB 2024 Note and AJB 2024 Commitment Fee Shares was \$81,000.

The AJB 2024 Note bears interest on the unpaid principal balance at a rate equal to twelve percent (12%) per annum accruing on a monthly basis and payable at maturity. All principal and interest owing hereunder shall be due and owing on February 6, 2025. Any amount of principal or Interest on this AJB 2024 Note which is not paid when due shall bear interest at the rate of the lesser of (i) eighteen percent (18%) per annum and (ii) the maximum amount permitted under law from the due date thereof until the same is paid. The holder shall have the right from time to time only following an event of default (as defined per note agreement) to convert all or any part of the outstanding and unpaid principal, interest, penalties, and all other amounts under this AJB 2024 Note into fully paid and non-assessable shares of common stock at the conversion price as defined per note agreement.

The Company accounted for the 2024 AJB Note and the 2024 AJB Commitment Fee Shares in accordance with ASC 470-20-25-2 "Debt" which states that the allocation of the proceeds from the financing shall be based on the relative fair values of the securities issued at the time of the issuance. The AJB 2024 Commitment Fee Shares are classified within stockholders' deficit in the accompanying financial statements.

The allocated value of the AJB 2024 Commitment Fee Shares was \$25,981 and is accounted for as debt issuance costs and classified within stockholders' deficit in the accompanying financial statements. The related debt issuance costs of \$34,981 in aggregate will be amortized over the term of the 2024 AJB Note and included within the interest expense in the accompanying statement of operations for the twelve months ended December 31, 2024. As of December 31, 2024, the net carrying amount of the 2024 AJB Note was \$65,475, net of unamortized debt discount and debt issuance costs of \$24,525.

On November 1, 2024, the Company entered into a securities purchase agreement with AJB Capital Investments LLC for a principal amount of \$45,000, carrying 12% interest, and an amount of 3.6M shares reserved in the event of conversion, maturing on December 31, 2024. The Company received \$35,500, net of an original issue discount of \$4,500 and \$5,000 in legal fees.

#### **November 19, 2024 Note**

On November 19, 2024, the Company entered into a six-month promissory note with a lender for \$30,000. The note bears interest at ten percent (10%) per annum and has a maturity date of May 19, 2025.

#### **July 16, 2024 Note**

On July 16, 2024, the Company entered into a 30-day promissory note with a lender for \$27,000 (the "July 2024 Note"). The note bears interest at ten percent (10%) per annum and has a maturity date of August 15, 2024.

On August 15, 2024, the Company and the July 2024 lender entered into a Debt Release agreement to release and convert the total principal of \$27,000 for the immediate issuance of 270,000 shares of common stock at a \$0.08 per share price on the date of the transaction. As a result of this transaction, the Company recognized a loss of \$4,050 included in other income (expenses) as a loss on extinguishment of debt within the accompanying statement of operations for the twelve months ended December 31, 2024.

The current balance of the July 2024 note as of December 31, 2024 was \$0.

#### **April 22, 2024 Note**

On April 22, 2024, the Company entered into a 90-day promissory note with a lender for \$30,000 that carries a fixed interest payment of \$900 payable upon maturity. During the twelve months ended December 31, 2024, the Company has entered into multiple extension agreements with the lender, ultimately amending the maturity date from July 21, 2024 to October 21, 2024. In exchange, the Company agreed to pay an additional \$900 in interest (for a total of \$1,800) and agreed to issue the lender 50,000 shares of common stock valued at \$4,755. Such common stock shares issued are being accounted for as debt discount and recognized as interest expense for the period ended December 31, 2024.

As of December 31, 2024, the net carrying amount of the April 22, 2024 Note was \$30,000.

#### **April 2, 2024 Note**

On April 2, 2024, the Company entered into a promissory unsecured loan agreement for \$45,000 (the "April 2024 Note"). The April 2024 Note bears interest at ten percent (10%) per annum and had an initial maturity of 30 days. In addition, the Company issued the lender 200,000 shares of Company's common stock. The allocated value of such shares was \$16,000 and is being accounted for as debt issuance costs and is classified within stockholders' deficit in the accompanying financial statements. The related debt issuance costs were amortized over the initial term and included within the interest expense in the accompanying statement of operation for the period ended December 31, 2024.

During the twelve months ended December 31, 2024, the Company entered into two amendments to the April 2024 Note, ultimately extending the maturity date to November 30, 2024, agreeing to issue a total of 200,000 shares of common stock for every thirty days the note is outstanding past December 31, 2024, and increasing the principal balance of the note in a noncash transaction by \$14,483. The increase in principal is being accounted for as a debt discount and is included within the interest expense in the accompanying statement of operations for the twelve months ended December 31, 2024. The debt discount was amortized over the initial term and included within the interest expense in the accompanying statement of operation for the period ended December 31, 2024. Additionally, in accordance with these amendments, the Company agreed to issue the lender a certain number of shares for every thirty days the note is outstanding. As of December 31, 2024, the Company has issued the lender a total of 300,000 common stock shares valued at \$37,770. A remaining 600,000 shares of common stock are recognized as common stock to be issued and recognized as an expense for stock issued for financing for the period ended December 31, 2024. As of December 31, 2024, the net carrying amount of the April 2024 Note was \$59,483.

## **February 1, 2024 Consolidated Notes**

On February 1, 2024, the Company entered into a Cancellation and Consolidation Agreement with the November 2022, January 2023, and November 2023 Noteholder to cancel their outstanding promissory notes, consolidating the total principal of \$217,525 into one note (the February 1, 2024 Consolidated Note). The Note bears interest at ten percent (10%) per annum, has no set maturity date. As consideration for the consolidation of outstanding principal, the Company issued the Noteholder an aggregate of 470,000 common stock shares valued at \$32,900. In addition, the Company also issued the holder of the February 1, 2024 Consolidated Note common stock warrants to purchase a total of 2,000,000 shares of Company's common stock, priced at \$0.10, with a cashless exercise price, and a 3-year expiration term as of the date of the agreement. Pursuant to the terms of the Cancellation and Consolidation Agreement, the Company subsequently issued common stock warrants to purchase a total of 670,000 shares of the Company's common stock, with identical terms compared to the initial February 1, 2024 warrant issuance. Such warrants were valued using the Black Scholes Model with assumptions disclosed within Note 9. The value of the common stock shares and warrants issued are being accounted for as debt discount and recognized as interest expense during the twelve months ended December 31, 2024.

The Cancellation and Consolidation Agreement was amended on May 9, 2024 to extend payment due dates for a number of specific notes covered by the agreement and to include provisions for penalty shares to be issued if payments are not made as such.

On February 1, 2024, the Company entered into a Conversion, Cancellation and Consolidation Agreement with the January, March, and December 2023 Noteholder to cancel their outstanding promissory notes, convert a portion of their outstanding principal into common shares, and consolidate the remaining principal into a single note. At the time of the Agreement, the lender had \$230,000 in outstanding principal. The Noteholder agreed to convert \$150,000 of outstanding principal for a total of 1,500,000 shares of common stock. The fair value of the common stock issued was determined using the stock price as of the date of the mutual release agreement at \$0.07 per share or \$105,000 in total. As a result of this transaction the Company recorded a gain on extinguishment of debt for the total amount of \$45,000 included in other income (expenses) within accompanying statement of operations for the twelve months ended December 31, 2024.

The remaining \$80,000 of principal was placed into a 10-month note, maturing on November 1, 2024. The principal bears interest at 10%. As consideration for this agreement, the Lender was issued 350,000 shares of common stock at the FV price of \$0.07 and issued a warrant to purchase 1,000,000 shares of common stock, priced at \$0.10 with a cashless exercise and three-year expiration term. The Lender was subsequently issued a warrant to purchase 200,000 shares of common stock on November 1, 2024, priced at \$0.10 with a cashless exercise and three-year expiration term pursuant to the Note.

## **January 2023 Note**

On January 31, 2023, the Company entered into a promissory unsecured loan agreement for \$50,000 (the "January 2023 Note"). The January 2023 Note bears interest at ten percent (10%) per annum and had an initial maturity of 60 days. In addition, the Company issued the lender 150,000 shares of Company's common stock. The allocated value of such shares was \$18,000 and is being accounted for as debt issuance costs and is classified within stockholders' deficit in the accompanying financial statements. The related debt issuance costs were amortized over the initial term and included within the interest expense in the accompanying statement of operation for the year ended December 31, 2023. During the year ended December 31, 2023, the Company entered into a number of amendments to the January 2023 Note, extending the maturity date to December 31, 2023, and borrowing an additional \$17,525 that was added to the outstanding principal of January 2023 Note. In accordance with these amendments, the Company issued the lender in aggregate of 1,850,000 common stock shares valued at \$196,600. Such common stock shares issued are being accounted for as debt discount and recognized as interest expense for the period ended December 31, 2023. As of December 31, 2023, the net carrying amount of the January 2023 Note was \$67,525.

On February 1, 2024, the Company entered into a Cancellation and Consolidation Agreement with the November 2022, January 2023, and November 2023 Noteholder to cancel their outstanding promissory notes, consolidating the total principal of \$217,525 into one six-month note, maturing on August 1, 2024 (see February 1, 2024 Consolidated Note).

## **January, March, and December 2023 Notes**

On January 12, 2023, the Company entered into a promissory unsecured loan agreement for \$50,000 with the lender with additional \$150,000 and \$30,000 promissory unsecured loan issued with the same lender on March 6, 2023, and December 20, 2023, respectively (together the "January, March, and December 2023 Notes"). Each note bears interest at ten percent, (10%), and the January, March, and

December 2023 Notes had an initial maturity of 45 days, 30 days, and 90 days, respectively. In addition, the Company issued the lender 375,000 shares of Company's common stock. The allocated value of such shares was \$54,983 in aggregate and is being accounted for as debt issuance costs and is classified within stockholders' deficit in the accompanying financial statements. During the period ended December 31, 2023, the Company entered into a number of amendments to the January and March 2023 Notes, extending the maturity dates to January 10, 2024, and January 12, 2024, respectively. In accordance with these amendments, the Company issued the lender in aggregate of 3,375,000 common stock shares, valued at \$378,000. Such common stock shares issued are being accounted for as debt discount and recognized as interest expense for the year ended December 31, 2023. As of December 31, 2023, the net carrying amount of the January, March, and December 2023 Notes was \$230,000.

On February 1, 2024, the Company entered into a Cancellation and Consolidation Agreement with the November 2022, January 2023, and November 2023 Noteholder to cancel their outstanding promissory notes, convert \$150,000 of principal to common stock, and consolidate the total principal of \$80,000 into one six-month note, maturing on November 1, 2024 (see February 1, 2024 Consolidated Note).

#### **March 9, 2023 Note**

On March 9, 2023, the Company entered into a promissory unsecured loan agreement for \$150,000 with the lender (the "March 9, 2023 Note"). The March 9, 2023 Note bears no interest and had an initial maturity of 30 days. In addition, the Company issued the lender 250,000 shares of Company's common stock. The allocated value of such shares was \$33,117 and is being accounted for as debt issuance costs and is classified within stockholders' deficit in the accompanying financial statements. The related debt issuance costs were amortized over the initial term and included within the interest expense in the accompanying statement of operation for the year ended December 31, 2023. During the year ended December 31, 2023, the Company entered into a number of amendments to the March 9, 2023 Note, extending the maturity date to February 11, 2024. In accordance with these amendments, the Company issued the lender in aggregate of 1,750,000 common stock shares valued \$225,000. Such common stock shares issued are being accounted for as debt discount and recognized as interest expense for the year ended December 31, 2023. As of December 31, 2024, and December 31, 2023, the net carrying amount of the January 2023 Note was \$150,000.

The Company is currently negotiating with the lender to extend the maturity of the March 9, 2023 Note.

#### **August 2023 Note**

On August 11, 2023, the Company entered into a 120-day promissory note with a lender for \$14,000 that carries a fixed interest payment of \$1,000 payable on maturation (the "August 2023 Note"). On December 9, 2023, the Company extended the August 2023 Note for additional 60 days. As of December 31, 2023, the net carrying amount of the August 2023 Note was \$14,000.

The August 2023 Note was repaid in full on February 21, 2024.

#### **September 2023 Note**

On September 6, 2023, the Company entered into a promissory unsecured loan agreement for \$25,000 with a lender (the "September 2023 Note"). The September 2023 Note bears interest at \$1,000 and had an initial maturity of 21 days. In addition, the Company issued a lender 75,000 shares of Company's common stocks. The allocated value of such shares was \$6,203 and are being accounted for as debt issuance costs and are classified within stockholders' deficit in the accompanying financial statements. The related debt issuance costs were amortized over the initial term and included within the interest expense in the accompanying statement of operation for the year ended December 31, 2023. During the year ended December 31, 2023, the Company entered into an amendment to the September 2023 Note extending the maturity date to January 25, 2024. In accordance with the amendment, the Company issued a lender in aggregate of 200,000 common stock shares valued at \$28,000. Such common stock shares issued are being accounted for as debt discount and recognized as interest expense for the year ended December 31, 2023. As of December 31, 2024, and December 31, 2023, the net carrying amount of the January 2023 Note was \$25,000.

The Company is currently negotiating with the lender to extend the maturity of the September 2023 Note.

#### **October 2023 Note**

On October 4, 2023, the Company entered into a 90-day promissory note with a lender for \$45,000 that carries a loan origination fee of \$900 and a fixed interest payment of \$1,350 payable upon maturity (the “October 2023 Note”). As of December 31, 2023, the net carrying amount of the October 2023 Note was \$45,000.

The October 2023 Note was repaid in full on March 1, 2024.

### **November 2023 Notes**

On November 1, 2023, the Company issued an unsecured promissory note in the amount of \$50,000 to an individual lender. The note bears interest at 10% per annum and has a maturity date of May 1, 2024. In addition, the Company agreed to issue the lender 750,000 common shares, to be issued at a rate of 125,000 shares per month for the duration of the note. The allocated value of such shares was \$23,684 and is being accounted for as debt issuance costs, classified within stockholders’ deficit in the accompanying financial statements. The related debt issuance costs are amortized ratably over the initial term and are included within interest expense for the period ended December 31, 2023. During the period ended December 31, 2023, the Company has issued 250,000 common shares to this lender, valued at \$20,000. These common shares issued are being accounted for as debt discounts and recognized as interest expense for the period ended December 31, 2023. As of December 31, 2023, the net carrying amount of the November 1, 2023 Note was \$50,000.

On November 17, 2023, the Company entered into another unsecured promissory note for an additional \$50,000 with the same lender (together, “the November 2023 Notes”). The November 17, 2023 Note bears interest at 10% per annum and has a maturity date of January 1, 2024. In addition, the Company agreed to issue the lender 187,500 common shares with an allocated value of \$14,602.

On February 1, 2024, the Company entered into a Cancellation and Consolidation Agreement with the November 2022, January 2023, and November 2023 Noteholder to cancel their outstanding promissory notes, consolidating the total principal of \$217,525 into one six-month note, maturing on August 1, 2024. The principal bears interest at 10%. For consideration of this agreement, the Lender was issued 470,000 shares of common stock and issued a warrant to purchase 2,000,000 shares of common stock, priced at \$0.15 with a cashless exercise and three-year expiration term. The common stock was issued at the FV price of \$0.07.

### **November 2022 Note**

On September 17, 2022, the Company entered into a promissory unsecured loan agreement for \$30,000 (the “September 2022 Note”). The September 2022 Note bears interest at ten percent (10%) per annum and had an initial maturity date on October 17, 2022. On October 3, 2022, the Company entered into another promissory unsecured loan agreement for an additional \$20,000 with the same lender (the “October 2022 Note”). The October 2022 Note bears interest at ten percent (10%) per annum and had an initial maturity date of December 2, 2022. In addition, on December 31, 2022, and October 3, 2022, the Company issued a lender 50,000 shares of common stock on each note’s issuance day. The allocated value of the issued shares was \$13,768 and they are being accounted for as debt issuance costs classified within stockholders’ deficit in the accompanying financial statements. The related debt issuance costs were amortized over the initial term of the September 2022 and the October 2022 Notes and are included within the interest expense in the accompanying statement of operation.

On November 18, 2022, both notes were amended to consolidate the principles of the September 2022 Note and October 2022 into one November 2022 Note with a new aggregated principal of \$50,000 and extended the maturity date of the November 2022 Note to January 2, 2023. With this amendment, the Company is also obligated to issue 50,000 shares of common stock, that were valued at \$8,500 and recorded as common stock, to be issued as a liability within accompanying balance sheets as of December 31, 2022. Additionally, under the amended terms, the lender will receive an additional 100,000 common shares for each 45-day extension period until such time that the Company repays the principal amount. As of December 31, 2022, the net carrying amount of the November 2022 Note was \$50,000.

As of December 31, 2023 and 2022, the net carrying amount of the November 2022 Note was \$50,000.

The November 2022 Note was subsequently amended in December of 2023 to extend the maturity date to December 31, 2023.

On February 1, 2024, the Company entered into a Cancellation and Consolidation Agreement with the November 2022, January 2023, and November 2023 Noteholder to cancel their outstanding promissory notes, convert \$150,000 of principal to common stock, and consolidate the total remaining principal of \$80,000 into one six-month note, maturing on November 1, 2024 (February 1, 2024 Consolidated Note).

### November 10, 2022 Note

On November 10, 2022, the Company entered into a promissory unsecured loan agreement for \$100,000 (the “November 2022 Note”). The November 10, 2022 Note bears interest at ten percent (10%) per annum and had an initial maturity date on December 10, 2022. In addition, the Company issued a lender 150,000 shares of Company’s common stocks. The allocated value of such shares was \$14,163 and are being accounted for as debt issuance costs and are classified within stockholders’ equity (deficit) in the accompanying financial statements. The related debt issuance costs were amortized over the initial term of the November 10, 2022 Note and included within the interest expense in the accompanying statement of operation. On December 10, 2022, the Company entered into amendment to the November 10, 2022 Note extending the maturity date to January 10, 2023. With this amendment, the Company is also obligated to issue 150,000 shares of common stock that were valued at \$25,500 and recorded as common stock to be issued liability within accompanying balance sheets as of December 31, 2022. As of December 31, 2022, the net carrying amount of the November 10, Note was \$100,000.

On February 28, 2023, the Company entered into a mutual release agreement with the lender to issue to the lender 2,000,000 shares of the Company’s common stock in exchange for the settlement of the November 10, 2022 Note. All interest accrued under the November 10, 2022 Note as of the extinguishment date was repaid. The fair value of the common stock issued was determined using the stock price as of the date of the mutual release agreement at \$0.11 per share. As a result of this transaction the Company recorded a loss on extinguishment of debt for the total amount of \$120,000 being included in other income (expenses) within accompanying statement of operation for the year ended December 31, 2023.

### March 2015 Note

On March 1, 2015, the Company issued an unsecured promissory note (the “March 2015 Note”) in the amount of \$40,000 to an individual lender. The note was amended multiple times through the years increasing the principal amount of the March 2015 Note to \$65,000. The March 2015 Note was payable on demand and carried interest at 10% per annum.

On June 30, 2022, the Company entered into a release agreement with the lender to issue to the lender 3,200,000 of the Company’s common stock in exchange for the settlement of the March 2015 Note with the outstanding principal of \$65,000, together with aggregate outstanding accrued interest as of the date of the transaction in total of \$293,362. The fair value of the common stock issued was determined using the stock price as of the date of the release agreement at \$0.04 per share or \$128,000 in total. In addition to that, the Company also granted warrants to purchase an aggregate of 1,000,000 shares of Company’s common stock. Warrants (i) have an exercise price of \$0.20 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The warrants were valued as of July 30, 2022, using the Black Scholes Model with assumptions disclosed within Note 9. The total fair value of the warrant was determined to be \$39,988. As a result of this transaction the Company recorded a gain on extinguishment of debt for the total amount of \$190,374 included in other income (expenses) within accompanying statement of operations for the year ended December 31, 2022.

As of December 31, 2024, and December 31, 2023, notes payable consisted of the following:

	<u>December 31, 2024</u>	<u>December 31, 2023</u>
Notes payable	\$ 952,008	\$ 998,234
Unamortized debt discount	\$ (24,525)	\$ (15,608)
Less: current portion, net	(927,483)	(982,626)
Long-term notes payable, net	<u>\$ –</u>	<u>\$ –</u>

### NOTE 6 – ACCOUNTS PAYABLE

As of December 31, 2024, and December 31, 2023, the Company had \$888,663 and \$601,631 in outstanding accounts payable, respectively.

On June 14, 2024, the Company entered into a Debt Release agreement with a vendor to release \$35,000 related to an open accounts payable balance in exchange for the immediate issuance of 450,000 shares of common stock at the \$0.10 per share stock price on the date of the transaction. As a result of this transaction, the Company recognized a loss of \$11,125 included in other income (expenses) as a loss on extinguishment of debt within the accompanying statement of operations for the twelve months ended December 31, 2024.

## **NOTE 7 – COMMON STOCK TO BE ISSUED**

As of December 31, 2024, and December 31, 2023, the Company's outstanding liability in connection to common stock to be issued was \$121,240 and \$41,197.

The balance of \$125,160 in common stock to be issued as of December 31, 2024 represents the Company's obligation to issue 800,000 shares of common stock in connection with the First Amendment to the February 1, 2024 Cancellation and Consolidation Agreement, 600,000 shares of common stock in connection with the April 2, 2024 Note, and 60,000 shares of common stock to an employee for services rendered.

The balance of \$41,197 in common stock to be issued as of December 31, 2023, represents the Company's obligation to issue 500,000 shares of common stock in connection to the November 1, 2023 Note and 350,000 shares of common stock in connection with legal services provided during the year ended December 31, 2023.

## **NOTE 8 – STOCKHOLDERS' DEFICIT**

### **Authorized**

Authorized capital stock as of December 31, 2024, and December 31, 2023, consists of 500,000,000 and 125,000,000 common shares, respectively, with a par value of \$0.001 per share; and 25,000,000 Preferred shares with a par value of \$0.001 per share.

On April 26, 2024, the Company amended its article of incorporation increasing the number of common stock shares authorized from 125,000,000 to 500,000,000.

### **Preferred Stock**

The Company has designated the issuance of 9,000,000 of Series A Convertible Preferred Stock (the "Series A Convertible Preferred") and 5,000,000 of Series B Preferred Stock (the "Series B Preferred"). The Series A Convertible Preferred and Series B Preferred stockholders have the following rights and preferences:

**Dividends:** Series A Convertible Preferred and Series B Preferred stockholders shall be entitled to receive dividends when, as and if declared by the Board of Directors, in its sole discretion.

**Liquidation Preference:** Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, before any distribution or payment shall be made to the holders of any stock ranking junior to the Series B Preferred Stock, the holders of the Series B Preferred Stock shall be entitled to be paid out of the assets of the Corporation an amount equal to \$0.001 per share (the "Preference Value"), plus all declared but unpaid dividends, for each share of Series B Preferred Stock held by them. After the payment of the full applicable Preference Value of each share of the Series B Preferred Stock as set forth herein, the remaining assets of the Corporation legally available for distribution, if any, shall be distributed to the holders of the Series A Convertible stock and common stock. Then Series B Preferred Stock shall be entitled, before any distribution or payments made upon any common stocks, to be paid on a pro-rata basis the highest of (i) the bid price quoted on a day of liquidation (ii) the price paid for such shares, (iii) the price per share established in any merger agreements (as defined). After the holders of the Series B Preferred Stock is paid in full the remaining assets of the Company may be distributed ratably per share to the holder of common stock.

**Voting Rights:** Each holder of Series A Convertible Preferred Stock and Series B Preferred Stock shall vote with holders of the Common Stock upon any matter submitted to a vote of shareholders, in which event it shall have the number of votes equal to the number of shares of Common Stock into which such share of Series A Convertible Preferred Convertible Stock would be convertible on the record date for the vote or consent of shareholders. Each holder of Series A Convertible Preferred Stock shall also be entitled to one vote per share on each submitted to a class vote of the holders of Series A Preferred Stock. Each holder of Series B Preferred Stock shall also be entitled to twenty (20) votes per each share on all votes along with the common stock shareholders.

**Conversion Rights:** Each share of Series A Convertible Preferred Stock is convertible into 1 share of common stock at the option of the holder thereof. Series B Preferred Stock is not convertible into the Company's common stock.

On May 29, 2024, the Company filed the Certificate of Amendment to Designation of the Series B Preferred Stock, which clarified that holders of the Series B Preferred Stock have liquidation rights senior to holders of Series A Preferred Stock and holders of Common Stock, in such order.

On June 3, 2024, the Company filed the Certificate of Amendment to Designation, Preferences, and Rights of the Series A Preferred Stock, which, among other things, clarified that (i) the Series A Preferred Stock will convert upon a securities offering of the Company or any of its subsidiaries which raises proceeds of \$2,000,000 or more; and (ii) the holders of Series A Preferred Stock have liquidation rights senior to holders of Common Stock.

As of December 31, 2024, and December 31, 2023, there were 4,200,000 shares of Series A Convertible Preferred Stock remaining outstanding. As of December 31, 2024, and December 31, 2023, there were 3,000,000 shares of Series B Preferred Stock remaining outstanding.

### **Common stock issuances**

On December 17, 2024, the Company sold 125,000 shares of common stock for cash proceeds of \$10,000.

On November 19, 2024, the Company issued 500,000 shares of common stock valued at \$15,654 to David Zevetchin in connection to a financing (see Note 5).

On August 6, 2024, the Company issued 500,000 shares of common stock valued at \$25,481 to AJB Capital Investments LLC in connection to a financing (see Note 5).

On February 13, 2024, the Company sold 1,000,000 shares of its common stock for cash proceeds of \$150,000.

During the year ended December 31, 2024, the Company issued an aggregate of 2,845,000 shares of common stock valued at \$229,000 in connection with debt financing (see Note 5).

During the year ended December 31, 2024, the Company issued an aggregate of 1,180,000 shares of common stock valued at \$74,730 to its employees as compensation for the services rendered.

During the year ended December 31, 2024, the Company issued an aggregate of 1,068,575 shares of common stock valued at \$115,800 to vendors as payment consideration for the services performed.

During the year ended December 31, 2024, the Company issued an aggregate of 1,770,000 shares of common stock valued at \$126,180 as extinguishment of notes payable.

During the year ended December 31, 2024, the Company issued an aggregate of 1,500,000 shares of common stock valued at \$189,750 in connection to the amendment of the March 2023 Note with AJB Investments LLC (see Note 5).

During the year ended December 31, 2024, the Company issued an aggregate of 450,000 shares of common stock valued at \$45,675 as extinguishment of accounts payable.

On December 5, 2023, the Company amended the AJB Note to extend the set date pertaining to the Company's filing of a registration statement to February 1, 2024. For this period of extension, the Company issued to AJB 750,000 shares of common stock valued at \$52,500.

On March 31, 2023, the Company received back a share certificate for 5,000,000 shares of common stock previously issued to the shareholder with a request to outright cancel the shares. No funds were exchanged in connection with this cancellation, and it was cancelled on the books of the Company and on the register with the transfer agent.

On February 28, 2023, the Company issued 2,000,000 shares of Company's common stock issued to the lender for extinguishment of the November 10, 2022 Note. As a result of this transaction the Company recorded a loss on extinguishment of debt for the total amount of \$120,000 being included in other income (expenses) within accompanying statement of operation for the period ended December 31, 2023.

On February 16, 2023, in connection with 2023 APA the Company issued to the Seller 3,000,000 shares of its common stock valued at \$360,000 and paid cash consideration of \$125,000 upon the execution of the 2023 APA. On April 25, 2023, the Company issued an additional 2,000,000 shares of common stock to the valued at \$260,000 upon the issuance of a patent by the US Patent and Trademark Office (“USPTO”) for US Patent.

On January 31, 2023, the Company sold 2,000,000 shares of its common stock for cash proceeds of \$100,000.

During the year ended December 31, 2023, the Company issued an aggregate of 10,137,500 shares of common stock valued at \$1,158,440 in connection with the 2023 Promissory Notes issued during the year; see Note 5).

During the year ended December 31, 2023, the Company issued in aggregate 190,000 shares of common stock valued at \$16,512 to its employees as compensation for the services performed.

During the year ended December 31, 2023, the Company issued an aggregate of 403,808 shares of common stock valued at \$47,375 to its vendor as payment consideration for the services performed.

During the year ended December 31, 2023, the Company issued an aggregate of 976,000 shares of common stock valued at \$976 upon the conversion of Preferred A stock to shares of common stock.

As of December 31, 2024, and December 31, 2023, the Company had 100,040,043 and 89,101,468 shares of common stock issued and outstanding.

## **NOTE 9 – WARRANTS**

### **Warrant grants issued with debt financing**

#### AJB Warrants

On March 1, 2023, the Company entered into an agreement with AJB to amend the AJB 2022 Note extending the maturity date to March 13, 2023 (see Note 5). As a consideration, the Company issued additional 1,500,000 common stock warrants (the “Amended AJB 2023 Warrants”) that (i) have an exercise price of \$0.01 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The Amended AJB 2023 Warrants, which are indexed to the Company’s stock, are classified within stockholders’ deficit in the accompanying financial statements. The Amended AJB 2023 Warrants were valued as of March 1, 2023, using the Black Scholes Model with assumptions disclosed below. The related debt issuance costs \$225,000 in aggregate were amortized over the remaining term of the 2022 AJB Note and included within the interest expense in the accompanying statement of operations for the year ended December 31, 2023.

On May 5, 2023, the Company entered into a Securities Agreement (the “2023 SA”) with AJB Capital Investments, LLC providing for the issuance and sale by the Company of (i) Promissory Note in the aggregate principal amount of \$300,000 (“AJB 2023 Note”), which includes an aggregate \$30,000 original issue discount in respect of the Note; (ii) Warrants to purchase an aggregate of 9,000,000 shares of Common Stock (“AJB 2023 Warrants”) (see Note 5).

The AJB 2023 Warrants issued with the note (i) have an exercise price of \$0.001 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The AJB 2023 Warrants were valued as of May 5, 2023, using the Black Scholes Model with assumptions disclosed below.

The Company accounted for the 2023 AJB Note and the 2023 AJB Warrants in accordance with ASC 470-20-25-2 “Debt” which states that the allocation of the proceeds from the financing shall be based on the relative fair values of the securities issued at the time of the issuance. The AJB 2023 Warrants, which are indexed to the Company’s stock, are classified within stockholders’ deficit in the accompanying financial statements.

The allocated value of the AJB 2023 Warrants were \$219,375 and is accounted for as debt issuance costs and classified within stockholders’ deficit in the accompanying financial statements. The related debt issuance costs \$166,381 in aggregate were amortized

over the initial term of the 2023 AJB Note and included within the interest expense in the accompanying statement of operation for the twelve months ended December 31, 2023.

On November 21, 2024, the Company entered into an agreement with AJB to amend the 2023 SA Note, extending the maturity date to December 20, 2024 (see Note 5). As a consideration, the Company issued additional 1,500,000 common stock warrants (the “2024 AJB Warrants”) that (i) have an exercise price of \$0.001 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The 2024 AJB Warrants, which are indexed to the Company’s stock, are classified within stockholders’ deficit in the accompanying financial statements. The 2024 AJB Warrants were valued as of November 21, 2024, using the Black Scholes Model with assumptions disclosed below. The related debt issuance costs \$74,994 in aggregate were amortized over the remaining term of the 2023 SA Note and included within the interest expense in the accompanying statement of operations for the year ended December 31, 2024.

On December 31, 2024, the Company entered into an agreement with AJB to further amend the 2023 SA Note, extending the maturity date to January 21, 2025 (see Note 5). As a consideration, the Company issued additional 1,000,000 common stock warrants (the “2024 AJB Warrants”) that (i) have an exercise price of \$0.00001 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance. The 2024 AJB Warrants, which are indexed to the Company’s stock, are classified within stockholders’ deficit in the accompanying financial statements. The 2024 AJB Warrants were valued as of December 31, 2024, using the Black Scholes Model with assumptions disclosed below. The related debt issuance costs \$50,000 in aggregate were amortized over the remaining term of the 2023 SA Note and included within the interest expense in the accompanying statement of operations for the year ended December 31, 2024.

#### Zevetchin Warrants

On February 1, 2024, the Company entered into a Cancellation and Consolidation Agreement (see Note 5) with David Zevetchin (Cancellation Agreement) to consolidate all of the noteholder’s existing notes at the date of agreement. As consideration pursuant to that Cancellation Agreement, the Company issued the following warrants (the “Zevetchin Warrants”); 2,000,000 common stock warrants on February 1, 2024, 220,000 common stock warrants on February 29, 2024, and 450,000 common stock warrants on August 1, 2024. The Zevetchin Warrants, which are indexed to the Company’s stock, are classified within the stockholders’ deficit in the accompanying financial statements. The Zevetchin Warrants were valued as of February 1, 2024, February 29, 2024, and August 1, 2024, respectively, using the Black Scholes Model with assumptions disclosed below. The related debt issuance costs \$198,974 in aggregate were amortized over the remaining term of the Cancellation Agreement and included within the interest expense in the accompanying statement of operations for the year ended December 31, 2024.

#### Zizzadoro Warrants

On February 1, 2024, the Company entered into a Cancellation, Conversion, and Consolidation Agreement (see Note 5) with Joseph Zizzadoro (Conversion and Consolidation Agreement) to partially convert and consolidate all of the noteholder’s existing notes at the date of agreement. As consideration pursuant to that Conversion and Consolidation Agreement, the Company issued the following warrants (the “Zizzadoro Warrants”); 1,000,000 common stock warrants on February 1, 2024, and 20,000 common stock warrants on November 1, 2024. The Zizzadoro Warrants, which are indexed to the Company’s stock, are classified within the stockholders’ deficit in the accompanying financial statements. The Zevetchin Warrants were valued as of February 1, 2024, and November 1, 2024, respectively, using the Black Scholes Model with assumptions disclosed below. The related debt issuance costs \$79,211 in aggregate were amortized over the remaining term of the Conversion and Consolidation Agreement and included within the interest expense in the accompanying statement of operations for the year ended December 31, 2024.

#### **Warrant grants issued in exchange of services**

During the twelve months ended December 31, 2024, the Company issued warrants to purchase 20,000 shares of common stock to a vendor for professional services. The warrants were valued as of the date of issuance using the Black Scholes Model with the total fair value of the warrants determined to be \$223 and recognized as stock compensation expense during the twelve months ended December 31, 2024. The warrants issued with this service agreement (i) have the exercise prices of \$0.10 per share; (ii) have a term of exercise equal to 3 years after their issuance date; (iii) became exercisable immediately after their issuance.

During the year ended December 31, 2023, the Company issued warrants to purchase an aggregate of 916,456 shares of common stock to employees for services performed. The warrants were valued as of the dates of the issuance using the Black Scholes Model with the

total fair value of the warrant determined to be \$101,829 and recognized as stock compensation expense during the year ended December 31, 2023. The warrants issued with these service agreements have the exercise prices of \$0.055, \$0.001, and \$0.20 per share; (ii) have a term of exercise equal to 5 years after their issuance date; (iii) became exercisable immediately after their issuance.

	<b>Number of Warrants</b>	<b>Weighted Average Exercise Price</b>	<b>Weighted Average Contractual Term (Years)</b>
Balance outstanding at December 31, 2022	13,527,273	\$ 0.05	4.39
Granted	10,891,000	0.00	5.00
Exercised	–	–	–
Expired/Canceled	–	–	–
Balance outstanding at December 31, 2023	24,418,273	\$ 0.05	3.81
Granted	6,390,000	\$ 0.06	3.00
Exercised	–	–	–
Expired/Canceled	(300,000)	\$ 0.05	–
Balance outstanding at December 31, 2024	30,508,273	\$ 0.06	3.05
Exercisable at December 31, 2024	30,508,273	\$ 0.06	3.05

The fair values of warrants granted during the twelve months ended December 31, 2024 and 2023 were estimated using Black-Scholes option-pricing model with the following assumptions:

	<b>For the twelve months ended December 31,</b>	
	<b>2024</b>	<b>2023</b>
Exercise Price	\$0.00001 - \$0.10	\$0.01 - \$0.55
Risk-free interest rates	4.00% - 4.43%	3.41% - 4.45%
Expected life (in years)	3.05	5.00
Expected volatility	292% - 306%	278% - 324%
Dividend yield	0%	0%

## NOTE 10 – RELATED PARTY TRANSACTIONS

### Due to related parties

As of December 31, 2024, and December 31, 2023, the Company had an amount due to an office of the Company in the amount of \$10,309 as advance payable. This amount does not have specific repayment terms and does not bear interest.

## NOTE 11 – COMMITMENTS AND CONTINGENCIES

In the ordinary course of business, the Company enters into various agreements containing standard indemnification provisions. The Company's indemnification obligations under such provisions are typically in effect from the date of execution of the applicable agreement through the end of the applicable statute of limitations. The aggregate maximum potential future liability of the Company under such indemnification provisions is uncertain. As of December 31, 2024, and December 31, 2023, no amounts have been accrued related to such indemnification provisions.

From time to time, the Company may be exposed to litigation in connection with its operations. The Company's policy is to assess the likelihood of any adverse judgments or outcomes related to legal matters, as well as ranges of probable losses.

### Asset purchase agreement

The Company is a party to amended and restated Assets Purchase Agreement (“2023 APA”) dated February 16, 2023, with individual seller (“Seller”), where for agreed consideration, the company acquired certain patents and the “know-how” required to perform manufacturing process. The Company shall pay to Seller a total of \$500,000 in cash upon the (i) \$125,000 due upon signing of the agreement, (2) \$125,000 to be paid upon Seller’s delivery to the Company of certain testing devices and full and complete written descriptions of the manufacturing, as defined, and (iii) \$250,000 achieving at minimum \$500,000 in gross revenue from sales for the device. As additional consideration in accordance to 2023 APA, the Company shall issue to Seller shares of its restricted common stock upon the (i) 3,000,000 shares of its common stock upon the execution of the 2023 APA, (ii) 3,000,000 shares of its common stock upon Seller’s completion of Seller’s delivery to the Company a certain number of testing devices, as defined, (iii) 2,000,000 shares of its common stock upon the completion of production of one testing units within the United States, (iv) 1,000,000 shares of its common stock upon the Company attaining gross revenue of \$5,000,000 from sales of the units. (V) 2,000,000 shares of its common stock upon the issuance of a patent by the US Patent and Trademark Office (“USPTO”) for US Patent. The Company shall pay to Seller 7.5% of net revenues generated by the Company from the 2023 APA for a period of five years beginning on the first day such revenues are realized by the Company. On February 16, 2023, in connection with 2023 APA the Company issued to the Seller 3,000,000 shares of its common stock valued at \$360,000 and paid cash consideration of \$125,000 upon the execution of the 2023 APA. On April 25, 2023, the Company issued additional 2,000,000 shares of common stock valued at \$260,000 upon the issuance of a patent by the US Patent and Trademark Office (“USPTO”) for US Patent. Additional cash consideration of \$50,000 was paid to the Seller on November 2, 2023. As of December 31, 2023, and to the date that this report was filed, the Seller has not fulfilled obligations that would further oblige the Company to fulfill further consideration, either for cash, equity, or royalty payments stipulated in the 2023 APA. The value of the consideration paid was recorded within research and development expenses for the year ended December 31, 2023, with \$625,000 recorded during the period ended December 31, 2023.

#### **NOTE 12 – SUBSEQUENT EVENTS**

On January 1, 2025, the Company issued 85,000 shares of common stock to its director in connection with the director’s agreement. The shares were issued at a price of \$0.05.

On January 31, 2025, the Company issued 400,000 shares of common stock to a lender in connection with a short-term loan. The shares were issued at a price of \$0.09.

On February 1, 2025, the Company issued 125,000 shares of common stock to its employee in connection with the employee’s agreement. The shares were issued at a price of \$0.09.

On February 28, 2025, the Company entered into a six-month promissory note with a lender for \$50,000. This note bears interest at ten percent (10%) per annum.

On April 1, 2025, the Company issued 85,000 shares of common stock to its director in connection with the director’s agreement. The shares were issued at a price of \$0.05.

On May 1, 2025, the Company issued 125,000 shares of common stock to its employee in connection with the employee’s agreement. The shares were issued at a price of \$0.02.