

## AZURE HOLDING GROUP CORP

### SUPPLEMENTAL REPORT DETAILING NON-SHELL STATUS

July 20, 2025

#### Entry into Material Definitive Agreements

Azure Holding Group Corp. is an acquisition corporation focused on Oil Field Services and Oil Field Construction, Oil & Gas Exploration & Production, and Oil & Gas Distribution.

Azure Holding Group Corp. (the “Company”) has pursued several transactions since November of 2024 that together demonstrate that the Company no longer meets the definition of a “shell company. Two of those transactions are detailed below, under which the Company acquired significant assets and ongoing operations bringing in millions in revenue: the reverse merger with Freedom Well Testing, and the joint venture with Coil Tubing Technologies

#### Reverse Merger - Freedom Well Testing

As detailed in the Company’s Supplemental Report filed on OTCMarkets.com on January 28, 2025, the Company executed and closed on a Merger Agreement with Freedom Well Testing on November 27, 2024, as evidenced by the Certificate of Merger subsequently filed on that date in the State of Texas. Through Freedom Well Testing, the Company currently provides a variety of services to Super Major Oil & Gas Companies, primarily servicing customers across West Texas, South Texas and New Mexico. The Services the Company provides include Flowback, Toe Prep, Frac Assist, Drill Out, Well Testing, Sand Management and other services that are required to optimize the oil and gas production associated with our clients newly drilled wells during the completions stage.

As the Company’s Quarterly Report filed on March 12, 2025 for the period ended February 28, 2025, shows, following the Closing of the Freedom Well Testing merger, the Company has reported assets and revenue far above that which would be necessary to prove that it is no longer a shell. For example, the Company reported the following assets of as of February 28, 2025, all of which relate to Freedom Well Testing including:

Cash and cash equivalents \$23,008  
Accounts Receivable (trade) \$632,874  
Property, plant and equipment \$2,456,218  
Goodwill \$1,900,146

The Company also reported sales revenue of \$2,908,402 for the six months ended February 28, 2025, and \$1,419,389 for the three months ended February 28, 2025, all of which was generated by the operations of Freedom Well Testing's services required to optimize the oil and gas production for our clients from their newly drilled wells during the completions stage.

Joint Venture - Coil Tubing Technology, Inc.

On November 11, 2024, the Company entered into a Joint Venture Agreement with Coil Tubing Technology, Inc., as detailed in the Joint Venture Agreement the Company filed on OTCMarkets.com as a Supplemental Report on January 28, 2025.

(CTT) is a leader in providing new technology to the thru tubing industry specializing in the design of proprietary downhole tools used in conjunction with coiled tubing or jointed pipe. CTT designs, manufactures, sells, rents, and services our proprietary thru tubing tools and tools of select companies that complement CTT's technology. The Company's emphasis is on innovation, quality, service, and performance. Our mission is to provide the worldwide thru tubing industry with the highest level of technology available to the marketplace. CTT supplies a full line of proprietary tools, manufactured in accordance with and to oil industry specifications. The tools are provided to oil companies, coiled tubing operators and well service companies for use in thru tubing fishing, thru tubing well stimulation workover, and coiled tubing lateral drillout operations.

As of February 28, 2025, the Company reported Coil tubing tool inventory of \$14,323,250.

#### Change in Shell Status.

Azure Holding Group Corp was previously marked as a shell company. In its OTC Markets Quarterly Report for the period ending February 28, 2025, the Company mistakenly checked the shell status box, despite having emerged from shell status in November of 2024, as detailed above. Based on the foregoing, the Company is no longer a shell company as defined in Rule 144, which states that a shell company has only

1. Nominal operations;
2. Assets consisting solely of cash and cash equivalents; or
3. Assets consisting of any amount of cash and cash equivalents and nominal other assets.

Black's Law Dictionary defines "nominal" as

...titular, existing in name only, not real or substantial; connected with the transaction or proceeding in name only, not in interest, not real or actual; merely named, stated or given, without reference to actual conditions; often with the implication that the thing named is small, slight, or the like; in comparison to what might properly be expected, as scarcely to entitled to a name...

### Assets

As detailed above, upon the Closing of the Merger Agreement with Freedom Well Testing the Company emerged from shell status, as it now has significant assets, and significant revenue in the millions, that is the result of ongoing operations, as detailed above. In addition, the Joint Venture with Coil Tubing Technology, Inc. brought to the Company additional assets valued in the millions, both of which are well beyond what would be necessary to demonstrate non-shell status when compared to its peers.

### Operations

Freedom Well Testing's operations have generated \$2,908,402 in the six months prior to February 28, 2025, which is well beyond what would be necessary to demonstrate non-shell status when compared to its peers.

For the foregoing reasons, the Company has emerged from shell status, and hereby requests that the shell badge on its profile page be removed accordingly.

Azure Holding Group Corp

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7/20/2025

By: /s/ Joshua Cohen

Joshua Cohen  
CEO