

Standard Dental Labs Inc.

424 E. Central Blvd, Suite 308, Orlando, Florida 32801

(407) 789-1923

<https://www.sdl.care>

info@sdl.care

Quarterly Report

For the period ending June 30, 2025 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

32,337,430 as of June 30, 2025 (*Current Reporting Period Date or More Recent Date*)

30,447,830 post-split (608,956,363 pre-split) as of December 31, 2024 (*Most Recent Completed Fiscal Year End*)

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: No:

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

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

The Company was originally organized as Costas, Inc. under the corporate laws of the State of Nevada on December 10, 1998 and renamed to Standard Dental Labs Inc. on March 3, 2024.

On August 15, 2022, Standard Dental completed an asset acquisition transaction with Prime Dental Lab, LLC. The Company accounted for the August 15, 2022 transaction with Prime Dental as a reverse recapitalization whereby Prime Dental was determined as the accounting acquirer and Standard Dental as the accounting acquiree. As a result, the financial statements included in the accompanying consolidated financial statements reflect (i) the historical operating results of Prime Dental prior to the transaction; (ii) the combined results of Standard Dental and Prime Dental following the closing of the transaction; (iii) the assets and liabilities of Standard Dental at their historical cost with no goodwill or step-up in asset values; and (iv) Standard Dental's equity structure for all periods presented (restated to reflect the legal capital structure of Standard Dental).

Current State and Date of Incorporation or Registration: Nevada and December 10, 1998
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

The state of incorporation of the issuer is the State of Nevada which has been the state of incorporation since inception.

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:

The Company effected a 20-for-1 reverse stock split in its common stock on March 13, 2025.

Address of the issuer's principal executive office:

424 E Central Blvd, Suite 308, Orlando, Florida 32801

Address of the issuer's principal place of business:

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

1008 N Pine Hills Rd., Orlando, FL 32808

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:

On October 21, 2020, Mr. Brooks, a creditor of the issuer filed a motion requesting the appointment of a Receiver over the Issuer. By order filed on November 7, 2020, the Eighth Judicial District Court for Clark County, Nevada appointed Fredrick P. Waid as Receiver for the Issuer in Case No. A-17-749977-B. On

February 9, 2022, an Order was entered by the Eighth Judicial District Court, Clark County Nevada, terminating the Receivership of the Issuer.

2) Security Information

Transfer Agent

Name: Transfer Online, Inc.
Phone: 503-227-2950
Email: info@transferonline.com
Address: 512 SE Salmon Street,
Portland Oregon 97214

Publicly Quoted or Traded Securities:

| | |
|--|--|
| Trading symbol: | TUTH |
| Exact title and class of securities outstanding: | Common stock |
| CUSIP: | 22160A305 |
| Par or stated value: | \$0.001 |
| Total shares authorized: | 2,000,000,000 as of date: June 30, 2025 |
| Total shares outstanding: | 32,337,430(post-split) as of date: June 30, 2025 |
| Total number of shareholders of record: | 79 as of date: June 30, 2025 |

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

N/A

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

| | |
|---|-------------------------|
| Exact title and class of the security: | _____ |
| Par or stated value: | _____ |
| Total shares authorized: | _____ as of date: _____ |
| Total shares outstanding: | _____ as of date: _____ |
| Total number of shareholders of record: | _____ as of date: _____ |

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

Security Description:

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

Holders of our common stock have no preemptive rights to purchase additional shares of common stock or other subscription rights. Our common stock carries no conversion rights and is not subject to redemption or to any sinking fund provisions. All shares of our common stock are entitled to share equally in dividends from sources legally available, when, as and if declared by our Board of Directors, and upon our liquidation or dissolution, whether voluntary or involuntary, to share equally in our assets available for distribution to our stockholders.

Voting Rights

Each holder of our common stock is entitled to one vote per share on all matters on which such stockholders are entitled to vote. Since the shares of our common stock do not have cumulative voting rights, the holders of more than 50% of the shares voting for the election of directors can elect all the directors if they choose to do so and, in such event, the holders of the remaining shares will not be able to elect any person to our Board of Directors.

Dividend Policy

Holders of our common stock are entitled to dividends if declared by the Board of Directors out of funds legally available for payment of dividends.

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

N/A

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

Anti-takeover Effects of Our Articles of Incorporation and By-laws

Our amended and restated articles of incorporation and bylaws contain certain provisions that may have anti-takeover effects, making it more difficult for or preventing a third party from acquiring control of our company or changing its board of directors and management. According to our bylaws and articles of incorporation, neither the holders of our company's common stock have cumulative voting rights in the election of our directors. The combination of an ownership by a few stockholders of a significant portion of our company's issued and outstanding common stock and lack of cumulative voting makes it more difficult for other stockholders to replace our company's board of directors or for a third party to obtain control of our company by replacing its board of directors.

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

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 Opening Balance: | | | | | | | | | | |
|--|--|--|--|---|--|---|----------------------------------|---|---|---------------------------------|
| Date <u>December 31, 2023</u> Common: <u>24,123,918 (pre-split 482,478,363)</u> Preferred: <u>N/A</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 issuance? (Yes/No) | Individual/ Entity Shares were issued to. | Control Person(s) if applicable. | 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. |
| <u>May 22, 2024</u> | <u>New Issuance</u> | <u>1,000,000</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>Grant O'Connor</u> | | <u>Debt conversion</u> | <u>Restricted</u> | |
| <u>October 18, 2024</u> | <u>New Issuance</u> | <u>708,000</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>Aaron Abraham</u> | | <u>Debt conversion</u> | | |
| <u>November 26, 2024</u> | <u>New Issuance</u> | <u>1,115,900</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>Nirmal Sekhri</u> | | <u>Debt conversion</u> | | |
| <u>November 27, 2024</u> | <u>New Issuance</u> | <u>1,000,000</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>George Alvarez</u> | | <u>Debt conversion</u> | <u>Restricted</u> | |
| <u>November 27, 2024</u> | <u>New Issuance</u> | <u>1,250,000</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>Maddalena Popowich</u> | | <u>Debt conversion</u> | <u>Restricted</u> | |
| <u>November 27, 2024</u> | <u>New Issuance</u> | <u>1,250,000</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>Karmali Family Trust</u> | <u>Faisal Karmali</u> | <u>Debt conversion</u> | <u>Restricted</u> | |
| <u>June 6, 2025</u> | <u>New Issuance</u> | <u>1,259,712</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>Rosa Shimonov</u> | | <u>Debt conversion</u> | | |
| <u>June 20, 2025</u> | <u>New Issuance</u> | <u>629,900</u> | <u>Common stock</u> | <u>\$0.02</u> | <u>Yes</u> | <u>Rosa Shimonov</u> | | <u>Debt conversion</u> | | |
| Shares Outstanding on Date of This Report: | | | | | | | | | | |
| <u>Ending Balance:</u> | | | | | | | | | | |
| Date <u>June 30, 2025</u> Common: <u>32,337,430</u> Preferred: <u>N/A</u> | | | | | | | | | | |

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 ⁽⁵⁾ | Name of Noteholder (entities must have individual with voting / investment control disclosed). | Reason for Issuance (e.g., Loan, Services, etc.) |
|-----------------------|-----------------------------------|--|---------------|--|----------------------------|---|---|--|
| 2021-12-23 | \$1,171,727 | \$966,641 | 2022-12-31 | Convertible into common stock at 0.02 per share | - | 48,332,050 | James Brookss ^{(1),(2)} | Judgement converted to Convertible Note |
| 2022-05-13 | | | 2023-05-13 | Convertible into common stock at 0.02 per share | 1,000,000 | - | Rosa Shimonov | Loan |
| 2022-05-13 | | | 2023-05-13 | Convertible into common stock at 0.02 per share | 629,900 | | Ilya Aharon | Loan |
| 2022-06-30 | | | 2024-06-30 | Convertible into common stock at 0.02 per share | 708,000 | - | Aaron Abraham | Loan |
| 2022-07-29 | | | 2024-07-29 | Convertible into common stock at 0.02 per share | 1,115,900 | - | Nirmal Sekhri | Loan |
| 2022-07-29 | \$20,900 | \$25,788 | 2024-07-29 | Convertible into common stock at 0.02 per share | - | 1,289,387 | Shannon Sekhri | Loan |
| 2022-08-22 | \$100,000 | \$122,860 | 2024-08-31 | Convertible into common stock at 0.02 per share | - | 6,143,014 | Nirmal Sekhri | Loan |
| 2022-11-11 | \$10,000 | \$12,108 | 2024-06-30 | Convertible into common stock at 0.02 per share | - | 605,425 | Kenneth Brown | Loan |
| 2022-12-29 | | | 2024-06-30 | Convertible into common stock at 0.02 per share | 1,000,000 | - | Maddalena Popowich | Loan |
| 2023-01-29 | | | 2024-06-30 | Convertible into common stock at 0.02 per share | 1,250,000 | - | Karmali Family Trust | Loan |
| 2023-01-29 | | | 2024-06-30 | Convertible into common stock at 0.02 per share | 250,000 | - | Maddalena Popowich | Loan |
| 2023-01-31 | | | 2024-06-30 | Convertible into common stock at 0.02 per share | 1,000,000 | - | George Alvarez | Loan |
| 2023-02-28 | \$15,000 | \$15,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 187,500 | Alek Dvoskin | Loan |
| 2023-02-28 | \$36,000 | \$36,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 450,000 | Arcanamus Capital | Loan |
| 2023-02-28 | \$2,000 | \$2,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 25,000 | Brian Koprowski | Loan |
| 2023-02-28 | \$10,000 | \$10,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 125,000 | Daniel Burrows | Loan |
| 2023-02-28 | \$50,000 | \$50,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 625,000 | Luke J Pascale | Loan |
| 2023-02-28 | \$20,000 | \$23,739 | 2024-06-30 | Convertible into common stock at 0.02 per share | - | 1,186,959 | Nirmal Sekhri | Loan |
| 2023-02-28 | \$10,000 | \$10,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 125,000 | Scott Sucharzewski | Loan |
| 2023-02-28 | \$13,000 | \$13,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 162,500 | Vanessa Iorio | Loan |
| 2023-02-28 | \$15,000 | \$15,000 | 2024-06-30 | Convertible into common stock at 0.08 per share | - | 187,500 | William Diaz | Loan |
| 2023-05-31 | \$100,000 | \$100,000 | 2024-06-30 | Convertible into common stock at 0.02 per share | - | 5,000,000 | Ryan Atkins ⁽³⁾ | |
| 2023-06-01 | \$25,000 | \$25,000 | 2024-12-31 | Convertible into common stock at 0.02 per share | - | 1,250,000 | Michael Yosher | Loan |
| 2023-06-01 | \$25,000 | \$25,000 | 2024-06-30 | Convertible into common stock at 0.02 per share | - | 1,250,000 | Ninth Square Capital Cor | Loan |
| 2023-06-01 | \$40,000 | \$40,000 | 2024-06-01 | Convertible into common stock at 0.02 per share | - | 2,000,000 | Nirmal Sekhri | Loan |
| 2023-06-01 | \$5,000 | \$5,000 | 2024-05-31 | Convertible into common stock at 0.02 per share | - | 250,000 | Vanessa Iorio | Loan |
| 2023-06-01 | \$5,000 | \$5,000 | 2024-05-31 | Convertible into common stock at 0.02 per share | - | 250,000 | William Diaz | Loan |

| | | | | | | | | |
|-----------------------------------|-------------|-------------|------------|---|----------------------|------------|-------------------------------|------|
| 2023-09-30 | \$100,000 | \$114,005 | 2024-09-30 | Convertible into common stock at 0.1 per share | - | 1,140,055 | Tartaruga Design Inc. | Loan |
| 2023-10-17 | \$27,000 | \$27,000 | 2024-10-31 | Convertible into common stock at 0.1 per share | - | 270,000 | Grant O'Connor | Loan |
| 2023-11-10 | \$10,000 | \$11,311 | 2024-11-30 | Convertible into common stock at 0.1 per share | - | 113,107 | Thomas Fenn | Loan |
| 2024-02-15 | \$25,000 | \$25,000 | 2025-08-15 | Convertible into common stock at 0.08 per share | - | 312,500 | Claire Ambrosio | Loan |
| 2024-02-21 | \$50,000 | \$50,000 | 2024-12-31 | Convertible into common stock at 0.1 per share | - | 500,000 | Luke J Pascale | Loan |
| 2024-03-04 | \$10,000 | \$10,000 | 2025-03-04 | Convertible into common stock at 0.1 per share | - | 100,000 | Ninth Square Capital Cor | Loan |
| 2024-03-04 | \$10,000 | \$10,000 | 2025-03-04 | Convertible into common stock at 0.1 per share | - | 100,000 | Tanner Dobson | Loan |
| 2024-04-30 | \$10,000 | \$10,000 | 2025-04-30 | Convertible into common stock at 0.1 per share | - | 100,000 | Michael Yosher | Loan |
| 2024-04-30 | \$10,000 | \$10,000 | 2024-12-31 | Convertible into common stock at 0.1 per share | - | 100,000 | Ninth Square Capital Cor | Loan |
| 2024-05-01 | \$5,000 | \$5,000 | 2024-12-31 | Convertible into common stock at 0.1 per share | - | 50,000 | Brian Koprowski | Loan |
| 2024-05-01 | \$15,000 | \$15,000 | 2024-12-31 | Convertible into common stock at 0.1 per share | - | 150,000 | Luke J Pascale | Loan |
| 2024-05-02 | \$15,000 | \$15,000 | 2025-05-31 | Convertible into common stock at 0.1 per share | - | 150,000 | Nirmal Sekhri | Loan |
| 2024-05-06 | \$5,000 | \$5,000 | 2024-12-31 | Convertible into common stock at 0.1 per share | - | 50,000 | Greg Koprowski | Loan |
| 2024-05-16 | \$5,000 | \$5,000 | 2024-12-31 | Convertible into common stock at 0.1 per share | - | 50,000 | Robert Broussard | Loan |
| 2024-07-02 | \$15,000 | \$15,000 | 2024-12-31 | Convertible into common stock at 0.04 per share | - | 375,000 | Luke J Pascale | Loan |
| 2024-07-10 | \$15,000 | \$15,000 | 2025-05-31 | Convertible into common stock at 0.04 per share | - | 375,000 | Nirmal Sekhri | Loan |
| 2024-08-28 | \$15,000 | \$15,000 | 2025-08-28 | Convertible into common stock at 0.06 per share | - | 250,000 | Daniel Burrows | Loan |
| 2024-08-28 | \$10,000 | \$10,000 | 2025-02-28 | Convertible into common stock at 0.06 per share | - | 166,667 | Vanessa Iorio | Loan |
| 2024-08-29 | \$50,000 | \$50,000 | 2024-12-31 | Convertible into common stock at 0.06 per share | - | 833,333 | Ninth Square Capital Cor | Loan |
| 2024-09-09 | \$30,000 | \$30,000 | 2024-12-31 | Convertible into common stock at 0.06 per share | - | 500,000 | Luke J Pascale | Loan |
| 2024-12-03 | \$25,000 | \$25,000 | 2025-06-01 | Convertible into common stock at 0.04 per share | - | 625,000 | Luke J Pascale | Loan |
| 2024-12-18 | \$25,000 | \$25,000 | 2025-12-31 | Convertible into common stock at 0.08 per share | - | 312,500 | Garrett Durkin | Loan |
| 2021-12-06 | | | 2022-12-31 | Convertible into common stock at 0.02 per share | 3,485,561 | | Grant O'Connor Ilya Aharon | |
| 2021-12-10 | | | 2022-12-31 | Convertible into common stock at 0.02 per share | 1,259,712 | | Rosa Shimonov | |
| 2023-03-03 | \$10,000 | \$11,863 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 593,151 | Brittany Marsh | |
| 2023-07-27 | \$50,000 | \$57,715 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 2,885,753 | Nirmal Sekhri | |
| 2023-08-27 | \$25,000 | \$28,688 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 1,434,384 | Nirmal Sekhri | |
| 2023-10-30 | \$25,000 | \$28,337 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 1,416,849 | Nirmal Sekhri | |
| 2024-01-29 | \$25,000 | \$27,838 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 1,391,918 | Nirmal Sekhri | |
| 2024-01-29 | \$25,000 | \$27,838 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 1,391,918 | Luke J Pascale | |
| 2025-01-09 | \$10,000 | \$10,000 | 2025-12-31 | Convertible into common stock at 0.08 per share | - | 125,000 | Joel Leppard | Loan |
| 2025-02-03 | \$25,000 | \$25,000 | 2025-05-31 | Convertible into common stock at 0.04 per share | - | 625,000 | Nirmal Sekhri | Loan |
| 2025-03-12 | \$2,500 | \$2,500 | 2025-12-31 | Convertible into common stock at 0.06 per share | - | 41,667 | Daniel Burrows | Loan |
| 2025-03-12 | \$2,500 | \$2,500 | 2025-12-31 | Convertible into common stock at 0.06 per share | - | 41,667 | Vanessa Iorio | Loan |
| 2025-03-04 | \$18,750 | \$19,235 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 961,747 | Nirmal Sekhri | |
| 2025-03-07 | \$12,500 | \$12,815 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 640,753 | Luke J Pascale | |
| 2025-03-07 | \$2,500 | \$2,563 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 128,151 | Brian Koprowski | |
| 2025-03-07 | \$1,250 | \$1,282 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 64,075 | Daniel Burrows | |
| 2025-03-12 | \$1,250 | \$1,280 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 64,007 | Nirmal Sekhri | |
| 2025-03-12 | \$1,250 | \$1,280 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 64,007 | Vanessa Iorio | |
| 2025-04-23 | \$20,000 | \$20,000 | 2025-05-31 | Convertible into common stock at 0.02 per share | - | 1,000,000 | Nirmal Sekhri | Loan |
| 2025-05-06 | \$10,000 | \$10,000 | 2025-05-31 | Convertible into common stock at 0.02 per share | - | 500,000 | Nirmal Sekhri | Loan |
| 2025-05-12 | \$20,000 | \$20,000 | 2025-05-31 | Convertible into common stock at 0.02 per share | - | 1,000,000 | Nirmal Sekhri | Loan |
| 2025-05-15 | \$35,000 | \$35,000 | 2025-05-31 | Convertible into common stock at 0.02 per share | - | 1,750,000 | Nirmal Sekhri | Loan |
| 2025-06-12 | \$20,000 | \$20,000 | 2026-06-30 | Convertible into common stock at 0.1 per share | - | 200,000 | Luke J Pascale | Loan |
| 2025-06-13 | \$5,000 | \$5,000 | 2026-02-28 | Convertible into common stock at 0.1 per share | - | 50,000 | Brian Koprowski | Loan |
| 2025-06-16 | \$5,000 | \$5,000 | 2025-12-31 | Convertible into common stock at 0.1 per share | - | 50,000 | Greg Koprowski | Loan |
| 2025-06-06 | \$5,000 | \$5,026 | 2022-12-31 | Convertible into common stock at 0.02 per share | | 251,315 | Serge Beausoleil | |
| Total Outstanding Balance: | \$2,230,627 | \$2,052,629 | | | Total Shares: | 13,899,265 | 81,450,829 | |

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

- (1) On September 18, 2017, the Nevada courts entered a judgment in favor of James Brooks in the amount of \$1,114,500 plus post judgment interest pursuant to NRS 17-130. The court has approved \$175,000 of this debt to be converted into 900,000,000 shares of the Company's common stock and/or such number of common shares as shall be agreed between the Receiver and Mr. Brooks. In December 2021, the Company issued the 300,000,000 shares to Mr. Brooks for consideration of \$175,000 and concurrently the remaining balance of the judgement and accrued interest thereon was renegotiated, and a convertible promissory note was entered into between the Company and Mr. Brooks in the principal amount of \$1,171,727.
- (2) During the period ended June 30, 2025, Mr. Brooks had an outstanding balance of \$966,641
- (3) The Company is currently investigating this note.

4) Issuer's Business, Products and Services

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

On May 6, 2022, the Company entered into a formal acquisition agreement with Standard Dental Labs Inc. ("SDL"), a Wyoming corporation controlled by the Company's CEO, James Brooks, in order to acquire certain assets including: (i) a ready to implement business model and platform for the identification and acquisition of small to medium sized dental labs in the United States, and (ii) a fully developed branding package created under SDL, including logo, website, presentation materials and corporate name. Under the terms of the acquisition agreement, assets valued at \$75,900 was acquired through the issuance of a total of 31,663,760 (pre-split) shares of the Company's unregistered, restricted common stock to SDL. With the conclusion of this acquisition, the Company intends to operate in the dental lab industry, paving the way for future acquisitions and consolidations in the industry. The assets acquired from SDL will allow the Company to immediately facilitate the acquisition of small to medium sized dental labs, of which there are thousands in the United States.

On August 15, 2022, as amended March 24, 2023, the Company completed a definitive agreement to acquire the assets of Smile Dental Management LLC (Formerly Prime Dental Lab, LLC.) ("Smile Dental"), an Orlando-based dental lab in operation since 2012. Total consideration was paid to the managing member of Smile Dental in a combination of cash and registered shares for the assets, which includes all equipment, customer relationships, and associated revenue. The Company commenced operations in the dental lab business effective September 1, 2022.

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

The issuer has no subsidiaries, parents or affiliated companies.

- C. Describe the issuers' principal products or services.

The Issuer operates in the dental lab industry, is currently manufacturing dental prosthetics for dentists and dental clinics via its first operational lab facility. The company plans to acquire small to mid-sized dental labs, which will be consolidated regionally to achieve scale and efficiency. Our existing dental lab supplies dentists and dental clinics with dental prosthetics such as crowns, bridges, and implants, including other prosthetics.

5) Issuer's Facilities

The issuer currently is located at 1008 N Pine Hills Rd, Orlando, FL, 32808. The lab is approximately 1,500 square feet and is leased at a cost of \$2,000 per month for a term of not more than 12 months.

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

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth, as of the date of this Offering Circular, information regarding beneficial ownership of our common stock by the following: (a) each person, or group of affiliated persons, known by our company to be the beneficial owner of more than five percent of any class of our voting securities; (b) each of our directors; (c) each of the named executive officers; and (d) all directors and executive officers as a group. Beneficial ownership is determined in accordance with the rules of the SEC, based on voting or investment power with respect to the securities. In computing the number of shares beneficially owned by a person and the percentage ownership of that person, shares of common stock underlying convertible instruments, if any, held by that person are deemed to be outstanding if the convertible instrument is exercisable within 60 days of the date hereof. Unless otherwise indicated, the address of each listed person is in care of our company, 424 E. Central Boulevard, Suite 308, Orlando, Florida 32801.

| 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) |
|---|---|--|--|--------------------------|--|
| James Brooks | CEO, President, Secretary, Treasurer, and Director | Orlando, FL | 90,167,633 | Common | 86.67% |
| Nirmal Sekhri | Director | Scottsdale, AZ | 10,819,668 | Common | 35.5% |
| Claire Ambrosio | Director | Huntington Beach, CA | 312,500 | Common | 0.1% |

- 1) Based on 30,447,830 shares outstanding, before this offering.
 - a. Based on 430,447,830 shares outstanding, assuming the sale of all of the Company Offered Shares, after this offering.
- 2) Of the shares owned beneficially by Mr. Brooks, 1,583,188 shares are held in the name of Fastbend Holdings Inc., formerly Standard Dental Labs Inc., over which Mr. Brooks has voting and investment authority, and is the 63% stockholder of such entity. Beneficial ownership includes 73,584,475 shares of common stock issuable upon conversion of a convertible note of \$1,471,689.
- 3) Beneficial ownership includes 50,000 shares of common stock issuable upon exercise of stock options, 1,115,900 shares, 9,653,768 potential convertible shares.

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. If any updates are needed to your public company profile, update your company profile.
Securities Counsel

Name: Jason Brenkert
Firm: Dorsey & Whitney LLP - Denver, Colorado (USA)
Address 1: 1400 Wewatta Street, Suite 400
Address 2: Denver, CO 80202-5549

Accountant or Auditor

Name: Lateef Awojobi
Firm: LAO Professionals
Address 1: SF 07 – 09, Ita-Elewa Shopping Complex
Address 2: Ita-Elewa, Ikorodu, Lagos, Nigeria
Phone: 0803 806 2859
Email: info@laoprofessionals.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: Kashif Malik
Firm: Stratera Ventures Inc.
Nature of Services: Contract Accountant
Address 1: 397 Front Street West
Address 2: Toronto, Canada M5V 3S1
Phone: _____
Email: info@strateraventures.com

9) Disclosure & Financial Information

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

Name: James Brooks
Title: CEO
Relationship to Issuer: CEO and Director

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

IFRS
 U.S. GAAP

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

Name: Kashif Malik
Title: Contractor
Relationship to Issuer: Contractor

STANDARD DENTAL LABS INC.
(formerly Costas, Inc.)

Condensed Interim Financial Statements

For the three and six months ended June 30, 2025 and 2024
(Unaudited – Expressed in United States dollars)

STANDARD DENTAL LABS INC.
(formerly Costas, Inc.)
Condensed Interim Balance Sheets
(Unaudited – Expressed in United States dollars)

| | June 30 | December 31, |
|---|--------------------|---------------------|
| | 2025 | 2024 |
| ASSETS | | |
| Current assets: | | |
| Cash | \$ 67,626 | \$ 1,766 |
| Accounts receivable | 10,951 | - |
| Prepaid expenses | 1,520 | - |
| | <u>80,097</u> | <u>1,766</u> |
| Non-current assets: | | |
| Property and equipment, net | 23,562 | 30,640 |
| Intangible assets | 12,136 | 15,304 |
| | <u>35,698</u> | <u>45,944</u> |
| | <u>\$ 115,795</u> | <u>\$ 47,710</u> |
| LIABILITIES AND STOCKHOLDERS' DEFICIT | | |
| Current liabilities: | | |
| Accounts payable and accrued liabilities | \$ 293,690 | \$ 68,723 |
| Convertible notes | 1,288,026 | 984,900 |
| Interest on convertible notes | 104,572 | 79,388 |
| Convertible note-shareholder, net | 966,641 | 924,037 |
| Other current liability | 70,000 | 70,000 |
| Total liabilities | <u>2,722,929</u> | <u>2,127,048</u> |
| Stockholders' equity (deficit): | | |
| Common stock, 2,000,000,000 shares authorized, \$0.02 par value, 32,337,430 shares issued and outstanding at June 30, 2025 and 30,447,818 shares issued and outstanding at December 31, 2024 | 646,749 | 608,957 |
| Additional paid-in capital | (546,112) | (405,292) |
| Accumulated deficit | (2,707,771) | (2,283,003) |
| Total stockholders' equity (deficit) | <u>(2,607,134)</u> | <u>(2,079,338)</u> |
| Total liabilities and stockholders' equity (deficit) | <u>\$ 115,795</u> | <u>\$ 47,710</u> |

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

STANDARD DENTAL LABS INC.
(formerly Costas, Inc.)
Condensed Interim Statements of Operations
(Unaudited – Expressed in United States dollars)

| | Three Months Ended | | Six Months Ended | |
|--|---------------------|---------------------|---------------------|---------------------|
| | June 30, | | June 30, | |
| | <u>2025</u> | <u>2024</u> | <u>2025</u> | <u>2024</u> |
| Revenue | \$ 57,824 | \$ 73,176 | \$ 163,261 | \$ 140,540 |
| Cost of goods sold | <u>65,011</u> | <u>43,217</u> | <u>84,847</u> | <u>82,632</u> |
| Gross profit | (7,187) | 29,959 | 78,414 | 57,908 |
| Operating expenses: | | | | |
| Selling and marketing expense | 3,172 | 30,016 | 5,376 | 60,576 |
| General and administrative expenses | 11,496 | 14,318 | 42,588 | 30,764 |
| Professional fees | 217,900 | 23,407 | 400,240 | 96,830 |
| Depreciation | <u>5,123</u> | <u>4,580</u> | <u>10,246</u> | <u>10,036</u> |
| Total operating expenses | 237,691 | 72,322 | 458,450 | 198,207 |
| Operating loss | (244,878) | (42,363) | (380,036) | (140,299) |
| Other income (expense): | | | | |
| Interest expense | <u>(8,112)</u> | <u>(112,417)</u> | <u>(44,311)</u> | <u>(143,242)</u> |
| Total other income (expense) | (8,112) | (112,417) | (44,311) | (143,242) |
| Net loss | <u>\$ (252,990)</u> | <u>\$ (154,780)</u> | <u>\$ (424,347)</u> | <u>\$ (283,541)</u> |
| Net loss per common share - basic and diluted | <u>\$ (0.01)</u> | <u>\$ (0.01)</u> | <u>\$ (0.01)</u> | <u>\$ (0.01)</u> |
| Weighted average common shares outstanding - basic and diluted | <u>30,849,270</u> | <u>22,572,132</u> | <u>30,649,653</u> | <u>22,429,275</u> |

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

STANDARD DENTAL LABS INC.

(formerly Costas, Inc.)

Condensed Interim Statements of Changes in Shareholders' Equity

(Unaudited – Expressed in United States dollars)

| | Common Stock | | Additional Paid-in Capital | Accumulated Deficit | Total Stockholders' Equity |
|---|-------------------|-------------------|-------------------------------|------------------------|----------------------------------|
| | Shares | Amount | | | |
| Balance at December 31, 2023 | 24,123,918 | \$ 482,478 | \$ (406,341) | \$ (1,746,954) | \$ (1,670,817) |
| Beneficial conversion feature associated with convertible notes | - | - | 15,000 | - | 15,000 |
| Net loss | - | - | - | (128,760) | (128,760) |
| Balance at March 31, 2024 | <u>24,123,918</u> | <u>\$ 482,478</u> | <u>\$ (391,341)</u> | <u>\$ (1,876,136)</u> | <u>\$ (1,784,998)</u> |
| Beneficial conversion feature associated with convertible notes | - | - | 145,000 | - | 145,000 |
| Net loss | - | - | - | (154,780) | (154,780) |
| Balance at June 30, 2024 | <u>24,123,918</u> | <u>\$ 482,478</u> | <u>\$ (246,341)</u> | <u>\$ (2,030,916)</u> | <u>\$ (1,794,778)</u> |
| Balance at December 31, 2024 | 30,447,818 | \$ 608,957 | \$ (405,292) | \$ (2,272,976) | \$ (2,069,311) |
| Beneficial conversion feature associated with convertible notes | - | - | (49,438) | - | (49,438) |
| Net loss | - | - | - | (171,357) | (171,357) |
| Balance at March 31, 2025 | <u>30,447,818</u> | <u>\$ 608,957</u> | <u>\$ (454,730)</u> | <u>\$ (2,454,781)</u> | <u>\$ (2,300,555)</u> |
| Beneficial conversion feature associated with convertible notes | - | - | (66,188) | - | (66,188) |
| Issuance of shares for conversion of notes | 1,889,612 | \$ 37,792 | (25,194) | - | 12,598 |
| Net loss | - | - | - | (252,990) | (252,990) |
| Balance at June 30, 2025 | <u>32,337,430</u> | <u>\$ 646,749</u> | <u>\$ (546,112)</u> | <u>\$ (2,707,771)</u> | <u>\$ (2,607,134)</u> |

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

STANDARD DENTAL LABS INC.
(formerly Costas, Inc.)
Condensed Interim Statements of Cash Flows
(Unaudited – Expressed in United States dollars)

| | Six Months Ended | |
|---|-------------------------|------------------|
| | June 30, | |
| | 2025 | 2024 |
| Cash flows from operating activities: | | |
| Net loss | \$ (424,347) | \$ (283,541) |
| Adjustments to reconcile net loss to net cash used in operating activities: | | |
| Depreciation | 10,246 | 10,036 |
| Amortization of debt discount | | 90,949 |
| Changes in certain assets and liabilities: | | |
| Accounts receivable | (10,951) | |
| Prepaid expenses | (1,520) | |
| Accounts payable and other liabilities | 224,967 | - |
| Convertible notes | 84,677 | |
| Interest on Convertible notes | 25,184 | 30,825 |
| Convertible note-shareholder, net | 42,604 | |
| Other current liabilities | - | - |
| Net cash used in operating activities | <u>(49,140)</u> | <u>(151,731)</u> |
| Cash flows from financing activities: | | |
| Proceeds from convertible notes | 115,000 | 125,000 |
| Advance payable - related party | - | 25,383 |
| Issue of Shares | | - |
| Net cash provided by operating activities | <u>115,000</u> | <u>150,383</u> |
| Net change in cash and cash equivalents | 65,860 | (1,348) |
| Cash and cash equivalents at beginning of the period | <u>1,766</u> | <u>1,953</u> |
| Cash and cash equivalents at end of the period | <u>\$ 67,626</u> | <u>\$ 605</u> |

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

STANDARD DENTAL LABS INC.

(formerly Costas, Inc.)

Notes to the Condensed Interim Financial Statements

for the three and six months ended June 30, 2025 and 2024

(Unaudited – Expressed in United States dollars)

Note 1 – Nature of Operations and Basis of Presentation

Standard Dental Labs Inc. (“Standard Dental” or the “Company”) is a dental laboratory platform focused on serving dental clinics across the United States. The Company was originally incorporated in Nevada in 1998 as Costas, Inc. and formally changed its name to Standard Dental Labs Inc. in March 2024. The Company’s registered office is located at 424 E Central Blvd, Suite 308, Orlando, Florida 32801. The Company’s shares are traded in the United States of America on the OTC Markets under the trading symbol “TUTH”. In August 2022, the Company completed the acquisition of the operating assets of Prime Dental Lab, LLC (“Prime Dental” or the “Operating Company”), an Orlando-based dental laboratory, marking the commencement of its operating activities in the dental lab industry.

Since that time, the Company has focused on developing its business model, refining operational processes, and building a foundation for long-term growth. Key strategic initiatives include expanding client relationships, investing in platform infrastructure, and establishing a dedicated sales and outreach function to drive organic growth.

Note 2 – Going Concern

These unaudited condensed interim financial statements for the three months ended June 30, 2025 and 2024 have been prepared on a going concern basis, which assumes the Company will continue to operate and meet its obligations for at least the next twelve months.

As of June 30, 2025, the Company had cash of \$67,626 (December 31, 2024 – \$1,766) and an accumulated deficit of \$2,707,771 (December 31, 2024 – \$2,283,003). The Company has not yet achieved sustained profitability and continues to rely on external financing. During the six months ended June 30, the Company raised \$115,000 through convertible notes (2024 – \$125,000) but does not generate sufficient revenue to cover operating costs.

Management is evaluating strategic financing options, including a potential Regulation A offering, private placements, or support from the Company’s sole officer and director. However, there can be no assurance that additional capital will be secured on acceptable terms, or at all.

These conditions raise substantial doubt about the Company’s ability to continue as a going concern. The financial statements do not include any adjustments that may result from this uncertainty.

STANDARD DENTAL LABS INC.

(formerly Costas, Inc.)

Notes to the Condensed Interim Financial Statements

for the three and six months ended June 30, 2025 and 2024

(Unaudited – Expressed in United States dollars)

Note 3 – 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, liabilities, revenues, expenses, and related disclosures at the date of the financial statements and during the reporting period. Actual results could differ from those estimates.

Significant estimates used in these financial statements include:

- The determination of useful lives and recoverability of long-lived assets, including property and equipment
- Valuation of convertible notes and associated beneficial conversion features
- Classification of expenses associated with the Company's services agreement (e.g., determining amounts to be included in cost of goods sold versus selling and marketing expense)
- The application of recapitalization accounting in connection with the Prime Dental transaction and the corresponding equity structure restatement
- Assessment of contingencies and going concern uncertainties

Estimates are reviewed on an ongoing basis and adjusted as necessary in the period they become known.

Note 4 – Material Accounting Policy Information

The accounting policies applied in the preparation of these financial statements are consistent with those applied and disclosed in the notes to the Annual Financial Statements.

Note 5 – Related Party Transactions

On December 23, 2021, the Company issued an 8% Convertible Promissory Note to Mr. James Brooks in the principal amount of \$1,171,727. The note bears interest at 8% per annum and initially matured on December 31, 2022. Mr. Brooks has extended the maturity date annually, and the note now matures on December 31, 2025.

The note is convertible into common shares of the Company at a price of \$0.02 per share (post-split). A full beneficial conversion feature equal to the face value of the note was recognized and amortized over the original 12-month term.

The balance of the note is reconciled periodically, considering (i) interest accrued on the outstanding principal, (ii) reimbursable business expenses paid personally by Mr. Brooks, (iii) withdrawals made by Mr. Brooks, (iv) any transfers from Mr. Brooks' balance to third parties, and (v) monthly management

STANDARD DENTAL LABS INC.

(formerly Costas, Inc.)

Notes to the Condensed Interim Financial Statements

for the three and six months ended June 30, 2025 and 2024

(Unaudited – Expressed in United States dollars)

consulting services that started in 2025. Withdrawals and transfers reduce the amount owed under the note. Any excess or shortfall arising from timing differences among accrued interest, expenses, withdrawals, and transfers is reflected as a related party payable or receivable.

In 2025, the Company engaged Fastbend Holdings Inc., a company controlled by CEO James Brooks, to provide monthly management consulting services. The agreement includes strategic planning, operational support, and executive advisory functions for a fixed fee of \$20,000 per month. During the three and six months ended June 30, 2025, the Company incurred \$60,000 (2024: \$0) and \$120,000 (2024: \$0) in consulting fees which remain outstanding. Management believes the terms are consistent with those in an arm's length transaction.

During the six months ended June 30, 2025, Mr. Brooks assigned \$42,500 (2024: \$50,000) of the note to third parties who are not related parties. The assigned amounts reduced his outstanding principal balance and increased the balance of 8% Convertible Notes to third parties.

After accounting for accrued interest, reimbursable expenses, withdrawals, transfers, principal repayments, and monthly advisory fees, the outstanding principal balance of the convertible note held by Mr. Brooks was \$966,641 as of June 30, 2025 (2024: \$924,037).

The remaining balance of the note represents a potentially dilutive equity instrument; however, it was excluded from diluted earnings per share due to the Company's net loss position.

Note 6 – Convertible Promissory Notes – Third Party

The Company issued unsecured convertible promissory notes to third-party investors under two primary tranches: (i) 8% interest-bearing notes and (ii) zero-interest notes with a beneficial conversion feature ("BCF"). All instruments are convertible into the Company's common stock at fixed conversion prices. Share and per-share values presented are post-split unless otherwise noted.

8% Convertible Notes: The Company issued a total of \$430,900 in 8% convertible promissory notes primarily during 2022 and 2023. These notes carry an annual interest rate of 8%, mature 12 months from issuance, and are convertible into common shares at fixed prices ranging from \$0.02 to \$0.10 per share. A portion of the accrued interest totaling \$104,572 remains payable to third-party holders as of June 30, 2025. The remainder of accrued interest, attributable to related party James Brooks, is disclosed separately in Note 5. The increase in the of these notes during this period are related to transfers from Mr. Brooks to third parties.

At issuance, a beneficial conversion feature (BCF) was recognized on these notes and amortized over their respective terms. As all notes in this tranche exceeded their 12-month maturity as of year-end 2024, the associated BCF has been fully amortized.

0% Convertible Notes: During the period ended June 30, 2025, the Company issued \$115,000 (2024 - \$125,000) in zero-interest convertible notes. These notes are convertible into common shares at fixed prices ranging from \$0.02 to \$0.10 per share and contain embedded BCFs. During the period the

STANDARD DENTAL LABS INC.*(formerly Costas, Inc.)***Notes to the Condensed Interim Financial Statements***for the three and six months ended June 30, 2025 and 2024**(Unaudited – Expressed in United States dollars)*

Company recognized a total BCF of \$52,374 related to all issuances, which was recorded as a debt discount and amortized over the 12-month term. No interest expense was recorded on these notes due to the 0% coupon.

During the period ended June 30, 2025, holders converted \$37,792 under these instruments, resulting in the issuances of 1,889,612 common shares. Certain holders of \$80,000 in these instruments have contested the validity of these conversions and are seeking cancelation of the 5,074,150 shares issued to them on conversion and payment of the \$80,000 in principal plus interest.

The Company has applied consistent accounting treatment to all convertible promissory notes, recognizing any intrinsic BCF at issuance and amortizing the related discount over the respective contractual terms.

Summary of Outstanding Balances:

As of June 30, 2025, the Company had the following convertible note balances outstanding with third parties:

| Instrument | Principal | Unamortized Discount (BCF) | Net Carrying Value |
|----------------------|------------------|-----------------------------------|---------------------------|
| 8% Convertible Notes | \$463,400 | — | \$463,400 |
| 0% Convertible Notes | \$878,000 | (\$53,374) | \$824,626 |
| Total | \$1,341,400 | (\$53,374) | \$1,288,026 |

As of December 31, 2024, the Company had the following convertible note balances outstanding with third parties:

| Instrument | Principal | Unamortized Discount (BCF) | Net Carrying Value |
|----------------------|------------------|-----------------------------------|---------------------------|
| 8% Convertible Notes | \$430,900 | — | \$430,900 |
| 0% Convertible Notes | \$723,000 | (\$169,000) | \$554,000 |
| Total | \$1,153,900 | (\$169,000) | \$984,900 |

All third-party convertible promissory notes are classified as current liabilities as of June 30, 2025. The Company excluded all potentially dilutive shares associated with these notes from the calculation of diluted earnings per share due to the net loss position for the periods presented (see Note 8).

STANDARD DENTAL LABS INC.

(formerly Costas, Inc.)

Notes to the Condensed Interim Financial Statements

for the three and six months ended June 30, 2025 and 2024

(Unaudited – Expressed in United States dollars)

Note 7 – Stockholders' Equity

As of June 30, 2025, the Company was authorized to issue up to 2,000,000,000 shares of common stock with a par value of \$0.02 per share. On March 20, 2025, the Company effected a 1-for-20 reverse stock split. All common share amounts and per-share data presented in these financial statements have been adjusted to reflect the reverse stock split.

During the six months ended June 30, 2025, the Company issued 1,889,612 (2024 - 0) shares as a result of convertible note conversions.

As of June 30, 2025, the Company had 32,337,430 (December 31, 2024 - 30,447,818) common shares issued and outstanding.

Note 8 – Earnings (Loss) per Share

Basic earnings (loss) per share is computed by dividing net income (loss) attributable to common shareholders by the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share is computed by including potentially dilutive securities, such as convertible instruments and stock options, using the treasury stock or if-converted method, as applicable. For the three and six months ended June 30, 2025 and 2024, all such instruments were anti-dilutive and have been excluded from the computation of diluted loss per share and the earnings (loss) per share was (\$0.01) (2024 – (\$0.01))

Note 9 – Commitments and Contingencies

As of June 30, 2025, the Company did not have any material commitments for capital expenditures. However, the Company maintains several contractual and operational arrangements that could give rise to future obligations, including:

- A services agreement with the contracted operator of the Company's Orlando-based dental laboratory, as discussed in Note 8 of the annual Financial Statements, which is subject to six months' termination notice.
- Convertible notes issued to related and third-party investors, which contain embedded features that may trigger conversion or settlement depending on future financing events or maturity. If exercised, these features could result in the issuance of additional common shares, potentially diluting existing shareholders, or, in certain cases, require cash settlement.
- Ongoing legal and regulatory compliance expenses associated with preparing for a potential Regulation A Tier 2 offering.

STANDARD DENTAL LABS INC.

(formerly Costas, Inc.)

Notes to the Condensed Interim Financial Statements

for the three and six months ended June 30, 2025 and 2024

(Unaudited – Expressed in United States dollars)

Management has assessed all known contractual obligations, contingencies, and potential legal matters through the date these financial statements were available to be issued. There were no material loss contingencies that met the recognition criteria under ASC 450, Contingencies.

Note 10 – Subsequent Events

On May 15, 2025, the Company submitted a Form 1-A offering statement under Regulation A of the Securities Act of 1933 with the United States Securities and Exchange Commission. The filing is part of the Company's capital raising strategy to support its growth objectives and ongoing operational funding requirements. The offering is subject to SEC review and qualification, and there can be no assurance as to the timing or outcome of the review process.

On July 1, 2025, the Company terminated the services agreement with the contracted operator of the Company's Orlando-based dental laboratory and started bringing those services in-house.

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, James Brooks certify that:

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

May 20, 2025

/s/ James Brooks

Principal Financial Officer:

I, James Brooks certify that:

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

May 20, 2025

/s/ James Brooks