

Everything Blockchain, Inc.

Amendment to Quarterly Report for 07/31/2025 originally published through the OTC Disclosure & News Service on [09/14/2025](#)

Explanatory Note:
CHANGES MADE

***This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

Everything Blockchain, Inc.

12574 Flagler Center Blvd, Suite 101,

Jacksonville, FL 32258

+1 5713148603

<https://www.ebzt.info/>

arthur.rozenberg@everythingblockchain.io

Quarterly Report

For the period ending July 31, 2025 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

33,396,655 as of Sep 14, 2025 *(Current Reporting Period Date or More Recent*

Date)

30,896,653 as of January 31, 2025 *(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: ☒

⁴ "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.

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.

Everything Blockchain, Inc.

The company was originally incorporated under the name GigeTech, Inc. On October 31, 2017, the Company changed its name to OBITX, Inc. On May 23, 2021, the Company changed its name to Everything Blockchain, Inc.

Current State and Date of Incorporation or Registration: Florida, June 29, 2023

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

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

Delaware on March 30, 2017

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

N/A

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

N/A

Address of the issuer's principal executive office:

12574 Flagler Center Blvd Suite 101 Jacksonville FL 32258

Address of the issuer's principal place of business:

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

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

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

2) Security Information

Transfer Agent

Name: Colonial Stock Transfer Company, Inc.

Phone: 801-355-5740

Email: info@colonialstock.com

Address: 66 Exchange Place, Suite 100

Salt Lake City, Utah 84111

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:	EBZT
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>300432101</u>
Par or stated value:	<u>0.0001</u>
Total shares authorized:	<u>200,000,000</u> as of date: <u>Sep 14, 2025</u>
Total shares outstanding:	<u>33,396,653</u> as of date: <u>Sep 14, 2025</u>
Total number of shareholders of record:	<u>112</u> as of date: <u>Sep 14, 2025</u>

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

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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>Series A Preferred Stock</u>
Par or stated value:	<u>0.0001</u>
Total shares authorized:	<u>1,000,000</u> as of date: <u>Sep 14, 2025</u>
Total shares outstanding:	<u>150,000</u> as of date: <u>Sep 14, 2025</u>
Total number of shareholders of record:	<u>1</u> as of date: _____

Exact title and class of the security:	<u>Series B Preferred Stock</u>
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: _____

Exact title and class of the security:	<u>Series C Preferred Stock</u>
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.

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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.

Holders of shares of common stock are entitled to one vote for each share on all matters to be voted on by the shareholders. Holders of common stock do not have a cumulative voting rights.

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

The 150,000 shares of Series A Preferred Stock are eligible to be converted into common stock at the option of the holder of the Series A Preferred Stock where 1 share of Series A Preferred stock converts into 50 shares of common shares.

Holders of shares of Series A Preferred Stock are entitled to one thousand (1,000) votes for each shares on all matters to be votes on by shareholders.

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 Opening Balance:

Date 01/31/2024

Common: 16,902,546

Preferred: 150,000

*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.
<u>03/28/2024</u>	<u>New Issuance</u>	<u>10,800</u>	<u>Common</u>	_____	_____	SUSAN QUIDLEY	_____	<u>R</u>	_____
<u>03/28/2024</u>	<u>New Issuance</u>	<u>7,426</u>	<u>Common</u>	_____	_____	MOLLY MILLER	_____	<u>R</u>	_____
<u>03/28/2024</u>	<u>New Issuance</u>	<u>6,750</u>	<u>Common</u>	_____	_____	TYLER MILLER	_____	<u>R</u>	_____
<u>03/28/2024</u>	<u>New Issuance</u>	<u>13,500</u>	<u>Common</u>	_____	_____	ABEL FULLER	_____	<u>R</u>	_____
<u>03/28/2024</u>	<u>New Issuance</u>	<u>27,000</u>	<u>Common</u>	_____	_____	PARNASSUS CONSULTING INC/ Bob Huffman	_____	<u>R</u>	_____
<u>03/28/2024</u>	<u>New Issuance</u>	<u>20,034</u>	<u>Common</u>	_____	_____	TANGIBLE SECURITY, INC./ Cody Castaldo	_____	<u>R</u>	_____
<u>03/28/2024</u>	<u>New Issuance</u>	<u>13,500</u>	<u>Common</u>	_____	_____	LARS ARE IMMANUEL NYMAN	_____	<u>R</u>	_____
<u>03/28/2024</u>	<u>New Issuance</u>	<u>6,750</u>	<u>Common</u>	_____	_____	ANTIDOTE 71, INC./ Rich Mackey	_____	<u>R</u>	_____
<u>04/02/2024</u>	<u>New Issuance</u>	<u>118,585</u>	<u>Common</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____
<u>04/11/2024</u>	<u>New Issuance</u>	<u>50,000</u>	<u>Common</u>	_____	_____	JOHN R PIOTTI	_____	<u>R</u>	_____
<u>04/29/2024</u>	<u>New Issuance</u>	<u>5,400</u>	<u>Common</u>	_____	_____	SUSAN QUIDLEY	_____	<u>R</u>	_____
<u>04/29/2024</u>	<u>New Issuance</u>	<u>6,750</u>	<u>Common</u>	_____	_____	ABEL FULLER	_____	<u>R</u>	_____
<u>04/29/2024</u>	<u>New Issuance</u>	<u>13,500</u>	<u>Common</u>	_____	_____	PARNASSUS CONSULTING INC/ Bob Huffman	_____	<u>R</u>	_____
<u>04/29/2024</u>	<u>New Issuance</u>	<u>3,375</u>	<u>Common</u>	_____	_____	ANTIDOTE 71, INC./ Rich Mackey	_____	<u>R</u>	_____
<u>04/29/2024</u>	<u>New Issuance</u>	<u>20,000</u>	<u>Common</u>	_____	_____	CYBER CONSULTING GROUP LLC / Joel Edwards	_____	<u>R</u>	_____
<u>04/29/2024</u>	<u>New Issuance</u>	<u>184,802</u>	<u>Common</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____

<u>06/26/2024</u>	<u>Cancellation</u>	<u>4,571</u>	<u>Common</u>	_____	_____	KINGFISHER INDUSTRIES LLC/ John Scheib	_____	<u>R</u>	_____
<u>06/26/2024</u>	<u>New Issuance</u>	<u>4,571</u>	<u>Common</u>	_____	_____	JOHN F SCHEIB	_____	<u>R</u>	_____
<u>07/30/2024</u>	<u>New Issuance</u>	<u>10,800</u>	<u>Common</u>	_____	_____	SUSAN QUIDLEY	_____	<u>R</u>	_____
<u>07/30/2024</u>	<u>New Issuance</u>	<u>13,500</u>	<u>Common</u>	_____	_____	ABEL FULLER	_____	<u>R</u>	_____
<u>07/30/2024</u>	<u>New Issuance</u>	<u>27,000</u>	<u>Common</u>	_____	_____	PARNASSUS CONSULTING INC/ Bob Huffman	_____	<u>R</u>	_____
<u>07/30/2024</u>	<u>New Issuance</u>	<u>10,000</u>	<u>Common</u>	_____	_____	CYBER CONSULTING GROUP LLC/ Joel Edwards	_____	<u>R</u>	_____
<u>07/30/2024</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____
<u>07/30/2024</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____
<u>07/31/2024</u>	<u>New Issuance</u>	<u>5,400</u>	<u>Common</u>	_____	_____	SUSAN QUIDLEY	_____	<u>R</u>	_____
<u>07/31/2024</u>	<u>New Issuance</u>	<u>6,750</u>	<u>Common</u>	_____	_____	ABEL FULLER	_____	<u>R</u>	_____
<u>07/31/2024</u>	<u>New Issuance</u>	<u>13,500</u>	<u>Common</u>	_____	_____	PARNASSUS CONSULTING INC/ Bob Huffman	_____	<u>R</u>	_____
<u>07/31/2024</u>	<u>New Issuance</u>	<u>24,620</u>	<u>Common</u>	_____	_____	STEVEN RYDER	_____	<u>R</u>	_____
<u>07/31/2024</u>	<u>New Issuance</u>	<u>212,880</u>	<u>Common</u>	_____	_____	EPIC INDUSTRY COR/ Michael Hawkins	_____	<u>R</u>	_____
<u>08/05/2024</u>	<u>Cancellation</u>	<u>100,000</u>	<u>Common</u>	_____	_____	STRATEGIC WEALTH CAPITAL LLC/ Kevin Maxwell	_____	<u>R</u>	_____
<u>08/05/2024</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common</u>	_____	_____	EPIC INDUSTRY COR/ Michael Hawkins	_____	<u>R</u>	_____

<u>08/09/2024</u>	<u>New Issuance</u>	<u>4,095,948</u>	<u>Common</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____
<u>08/09/2024</u>	<u>Cancellation</u>	<u>1,000.00</u> <u>0</u>	<u>Ser C</u> <u>Preferred</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____
<u>08/09/2024</u>	<u>Cancellation</u>	<u>52,632</u>	<u>Ser C</u> <u>Preferred</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____
<u>08/09/2024</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	_____	_____	ALAMO CITY ENGINEERING SERVICES INC/ Craig Stevens	_____	<u>R</u>	_____
<u>08/29/2024</u>	<u>New Issuance</u>	<u>5,400</u>	<u>Common</u>	_____	_____	SUSAN QUIDLEY	_____	<u>R</u>	_____
<u>08/29/2024</u>	<u>New Issuance</u>	<u>6,750</u>	<u>Common</u>	_____	_____	ABEL FULLER	_____	<u>R</u>	_____
<u>08/29/2024</u>	<u>New Issuance</u>	<u>13,500</u>	<u>Common</u>	_____	_____	PARNASSUS CONSULTING INC/ Bob Huffman	_____	<u>R</u>	_____
<u>11/05/2024</u>	<u>New Issuance</u>	<u>10,800</u>	<u>Common</u>	_____	_____	SUSAN QUIDLEY	_____	<u>R</u>	_____
<u>11/05/2024</u>	<u>New Issuance</u>	<u>13,500</u>	<u>Common</u>	_____	_____	ABEL FULLER	_____	<u>R</u>	_____
<u>11/05/2024</u>	<u>New Issuance</u>	<u>27,000</u>	<u>Common</u>	_____	_____	PARNASSUS CONSULTING INC/ Bob Huffman	_____	<u>R</u>	_____
<u>01/06/2025</u>	<u>Cancellation</u>	<u>150,000</u>	<u>Ser A</u> <u>Preferred</u>	_____	_____	EPIC INDUSTRY COR/ Michael Hawkins	_____	<u>R</u>	_____
<u>01/06/2025</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Ser A</u> <u>Preferred</u>	_____	_____	Arthur Rozenberg	_____	<u>R</u>	_____
<u>01/06/2025</u>	<u>Cancellation</u>	<u>2,059,078</u>	<u>Common</u>	_____	_____	EPIC INDUSTRY COR/ Michael Hawkins	_____	<u>R</u>	_____
<u>01/06/2025</u>	<u>New Issuance</u>	<u>2,059,078</u>	<u>Common</u>	_____	_____	NATALIYA ENGELS	_____	<u>R</u>	_____

<u>02/01/2025</u>	<u>Cancellation</u>	<u>300,000</u>	<u>Ser C Preferred</u>	<u> </u>	<u> </u>	CHRIS CARTER	<u> </u>	<u>R</u>	<u> </u>
<u>02/01/2025</u>	<u>Cancellation</u>	<u>635,000</u>	<u>Common</u>	<u> </u>	<u> </u>	CHRIS CARTER	<u> </u>	<u>R</u>	<u> </u>
<u>02/01/2025</u>	<u>New Issuance</u>	<u>2,500,000</u>	<u>Common</u>	<u> </u>	<u> </u>	NATALIYA ENGELS	<u> </u>	<u>R</u>	<u> </u>
<u>01/16/2025</u>	<u>New Issuance</u>	<u>635,000</u>	<u>Common</u>	<u> </u>	<u> </u>	EPIC INDUSTRY COR/ Michael Hawkins	<u> </u>	<u>R</u>	<u> </u>
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>07/31/2025</u>	Common: <u>33,396,653</u>								

Example: A company with a fiscal year end of December 31st 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 ⁵	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)

Total Outstanding Balance:

Total Shares:

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

On January 3, 2025, the Company entered into an agreement with Epic Industry Corp, who acquired the note the Company entered into with 1800 Diagonal on July 25, 2024, that was in default, removing the default and extending any payment requirements to April 1, 2025, reducing the amount owed from \$204,119.01 to \$132,000. (\$120,000 principal and \$12,000 prepaid interest).

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.

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

Everything Blockchain Inc. pioneering a new corporate treasury model by combining Bitcoin(BTC) and XRP to create a blockchain native reserve strategy. As one of the only public companies offering institutional exposure to both DeFi and XRP based reserve, EBZT provides investors with access to blockchain-based yield strategies through a traditional equity vehicle. The company also delivers digital asset consulting services, helping institutions design, implement, and manage compliant on-chain financial strategies.

⁵ 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.

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

EBI Assets, LLC., MemeStrategy, Inc.

C. Describe the issuers' principal products or services.

Everything Blockchain (the "Company") has undergone a significant strategic transformation. Historically, the Company operated as a provider of database management and cybersecurity solutions. Its flagship products included EB Build and EB Control, which facilitated the management of complex database systems for businesses, and EB Control, a cybersecurity platform focused on data security and access management.

Building on this foundation, the Company has pivoted to become a specialized investment and technology development firm at the intersection of cryptocurrency, and artificial intelligence (AI) sectors. This strategic shift reflects the Company's commitment to embracing emerging technologies and aligning its operations with high-growth, future-focused industries.

Everything Blockchain will operate as an actively managed investment vehicle and technology innovator, focusing on two primary operational segments:

Strategic Investments: The Company identifies and invests in early-stage enterprises within the AI and blockchain domains, targeting ventures that exhibit strong potential for technological innovation, competitive differentiation, and market leadership. Through a disciplined investment strategy, the Company will curate a portfolio of businesses poised for long-term value creation and sustainable growth.

Proprietary Technology Development: Complementing its investment activities, Everything Blockchain will develop and acquire proprietary AI and blockchain technologies. These efforts span various industries and applications, enabling the Company to create unique value propositions and diversify its revenue streams.

This dual approach positions Everything Blockchain as both an investor in transformative technologies and a creator of innovative solutions. By leveraging its expertise in blockchain and AI, the Company aims to shape the future of these industries while delivering sustained value to its shareholders.

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 rents office at: 12574 Flagler Center Blvd, Suite 101,
Jacksonville, FL 32258

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)
Arthur Rozenberg	CEO	Jacksonville, FL	150,000	Series A Preferred	15
ALAMO CITY ENGINEERING SERVICES INC / Craig Stevens	Investor	San Antonio, TX	4,999,335	Common	13
Paul Rosenberg	Control Person	Dunn Loring, VA	5,044,128	Common	16
Nataliya Engels	Investor	Dunn Loring, VA	4,599,078	Common	13.5

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

7) Legal/Disciplinary History

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

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

No

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

No

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

No

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a “yes” answer to part 3 above; or

No

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person’s involvement in any type of business or securities activities.

No

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.

No

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

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: Law Offices of Carl G. Hawkins, P.A.
Address 1: 10752 Deerwood Park Blvd
Address 2: Suite 100, Jacksonville, FL 32256
Phone: _____
Email: chawkins@jacksonvillelegalteam.com

Accountant or Auditor

Name: _____
Firm: _____
Address 1: _____

Address 2: _____
Phone: _____
Email: _____

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: **Arthur Rozenberg**
Title: **CEO**
Relationship to Issuer: _____

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: Arthur Rozenberg
Title: CEO
Relationship to Issuer: _____

Describe the qualifications of the person or persons who prepared the financial statements:⁶ BA in Business.
Previous financial industry experience

Provide the following qualifying financial statements:

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

Financial Statement Requirements:

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

10) Issuer Certification

Principal Executive Officer:

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, Arthur Rozenberg certify that:

1. I have reviewed this Disclosure Statement for Everything Blockchain, 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.

09.14.2025

"/s/Arthur Rozenberg"

CEO's Signature

⁶ 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.

Principal Financial Officer:

I, Arthur Rozenberg certify that:

1. I have reviewed this Disclosure Statement for Everything Blockchain, 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.

09.14.2025 [Date]

"/s/ Arthur Rozenberg"

[CFO's Signature]

Everything Blockchain, Inc.
Consolidated Balance Sheets
(Amounts in thousands, except share and per share data)

		As of	
		July 31, 2025	January 31, 2025
		(unaudited)	
Current assets			
Cash		\$ 41	\$ -
Accounts receivable, net		-	106
Prepaid expenses		-	-
Other assets		-	-
Total current assets		\$ 41	\$ 106
Property, plant and equipment, net		-	-
Goodwill		-	-
Intangible assets, net		1,075	1,096
Other assets		190	190
Total assets		\$ 1,306	\$ 1,393
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities			
Notes payable, current portion		\$ 120	\$ 120
Accounts payable and accrued expenses		317	317
Reserve for legal settlements		-	-
Deferred revenue		-	-
Total current liabilities		\$ 437	\$ 437
Notes Payable, Noncurrent Portion		-	-
Total noncurrent liabilities		-	-
Total liabilities		\$ 437	\$ 437
Stockholders' equity			
Series A Preferred stock, \$0.0001 par value: 1,000,000 shares authorized; 150,000 shares issued and outstanding as of July 31, 2025 and January 31, 2025		-	-
Series C Preferred stock, \$0.0001 par value: 10,000,000 shares authorized; 0 and 1,352,632 shares issued and outstanding as of July 31, 2025 and January 31, 2025		-	-
Common stock, \$0.0001 par value, 200,000,000 shares authorized; 33,396,653 shares issued and outstanding as of July 31, 2025 and January 31, 2025		4	2
Additional paid-in capital		89,048	89,048
Accumulated deficit		(88,181)	(88,094)
Total stockholders' equity		\$ 869	\$ 956
Total liabilities and stockholders' equity		\$ 1,306	\$ 1,393

See accompanying notes to consolidated financial statements.

Everything Blockchain, Inc.
and SUBSIDIARIES
Statements of Operations
(In thousands except shares and per share data)

	For the Three Months ended July 31,		For the Six Months ended July 31,	
	2025	2024	2025	2024
Revenue	\$-	\$63	\$-	\$126
Cost of sales	-	-	-	-
Gross profit	\$-	\$63	\$-	\$126
Selling, general, and administrative	9	512	87	1,294
Stock based compensation	-	373	-	803
Depreciation and amortization		203	165	406
Total operating expenses	9	1,088	252	2,503
Income (loss) from operations	(9)	(1,025)	(252)	(2,377)
Other income (expense), net		(40)		(72)
Income (loss) from continuing operations before income taxes	\$(9)	\$(1,065)	\$(252)	\$(2,449)
Income tax (benefit) expense	-	-	-	-
Income (loss) from continuing operations	(9)	(1,065)	(252)	(2,449)
Loss(Gain) from discontinued operations, net of tax	-	-	-	-
Net income (loss)	\$(9)	\$(1,065)	\$(252)	\$(2,449)
Basic and diluted (loss) per share:				
Continuing operations		\$(0.05)		\$(0.13)
Discontinued operations		\$-		\$-
Basic and diluted loss per share		\$(0.05)		\$(0.13)
Weighted average shares outstanding - basic		27,953,297		16,991,371

See accompanying notes to unaudited consolidated financial statements.

Everything Blockchain, Inc.
Consolidated Statements of Stockholders' Equity
(Amounts in thousands)

	Preferred Stock		Common Stock		Treasury Stock	Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Equity
	Shares	Amount	Shares	Amount				
Balance – January 31, 2025	450	\$ -	33,397	\$ 4	-	\$ 2,057	\$ (88,094)	\$ 956
Conversion of Series C Preferred into common stock	-	-	-	-	-	-	-	-
Issuance of common stock	-	-	-	-	-	-	-	-
Stock issued in exchange for debt	-	-	-	-	-	-	-	-
Stock issued in exchange for accounts payable	-	-	-	-	-	-	-	-
Stock based compensation	-	-	-	-	-	-	-	-
Net loss	-	-	-	-	-	-	(87)	(87)
Balance – July 31, 2025	450	\$ -	33,397	\$ 4	\$ -	\$ 2,057	\$ (88,181)	\$ 869

See accompanying notes to consolidated financial statements.

Everything Blockchain, Inc.
Consolidated Statements of Cash Flows
(Amounts in thousands)

	For the Six Months Ended July 31,	
	2025	2024
	(unaudited)	
Cash flows from operating activities:		
Net Loss	\$ (87)	\$ (1,384)
<i>Adjustments to reconcile net loss to net cash used in operating activities:</i>		
Loss from discontinued operations		-
Stock based compensation		431
Amortization and depreciation		203
<i>Changes in operating assets and liabilities:</i>		
Prepaid expenses		6
Other assets	128	(45)
Accounts payable to related party		-
Accounts payable and accrued expenses		374
Cash used in operating activities of continuing operations	(87)	(415)
Cash used in operating activities of discontinued operations	-	-
Net cash used in operating activities	41	(415)
Cash flows from investing activities:		
Capital expenditures	-	-
Cash used in investing activities of continuing operations	-	-
Cash used in investing activities of discontinued operations	-	-
Net cash used in investing activities	-	-
Cash flows from financing activities:		
Proceeds from debt – related party		113
Proceeds from debt		95
Payment of debt		(55)
Proceeds from issuance of common stock		229
Proceeds from exercise of warrants		-
Net cash provided by financing activities		382
Net Change in Cash		(33)
Cash, beginning of period – continuing operations	106	60
Cash, beginning of period – discontinued operations		-
Cash, end of period	41	27
Cash from discontinued operations, end of period		-
Cash from continuing operations, end of period	\$ 41	\$ 27
	<u>41</u>	<u>27</u>
Supplemental Disclosure of Cash Flows Information:		
Cash paid for interest	\$ -	\$ 19
Non-cash Investing and Financing Activities:		
Issuance of common stock for services	\$ -	\$ 120

See accompanying notes to consolidated financial statements.

Everything Blockchain, Inc.
Notes to Consolidated Financial Statements
(Unaudited)

Note 1. Organization and Basis of Presentation

The accompanying consolidated financial statements of Everything Blockchain, Inc. ("EBI") and its consolidated subsidiaries (collectively, the "Company," "we," "us" or "our"), have been prepared following generally accepted accounting principles in the United States of America ("GAAP") and the rules of the Securities and Exchange Commission ("SEC").

Basis of Presentation

The accompanying consolidated financial statements include EBI's accounts and its wholly owned subsidiaries. Consolidation eliminated all intercompany accounts and transactions.

Description of Business

Everything Blockchain (the "Company") has undergone a significant strategic transformation. Historically, the Company operated as a provider of database management and cybersecurity solutions. Its flagship products included EB Build and EB Control, which facilitated the management of complex database systems for businesses, and EB Control, a cybersecurity platform focused on data security and access management.

Building on this foundation, the Company has pivoted to become a specialized investment and technology development firm at the intersection of cryptocurrency, and artificial intelligence (AI) sectors. This strategic shift reflects the Company's commitment to embracing emerging technologies and aligning its operations with high-growth, future-focused industries.

Everything Blockchain will operate as an actively managed investment vehicle and technology innovator, focusing on two primary operational segments:

Strategic Investments:

The Company identifies and invests in early-stage enterprises within the AI and blockchain domains, targeting ventures that exhibit strong potential for technological innovation, competitive differentiation, and market leadership. Through a disciplined investment strategy, the Company will curate a portfolio of businesses poised for long-term value creation and sustainable growth.

Proprietary Technology Development:

Complementing its investment activities, Everything Blockchain will develop and acquire proprietary AI and blockchain technologies. These efforts span various industries and applications, enabling the Company to create unique value propositions and diversify its revenue streams.

This dual approach positions Everything Blockchain as both an investor in transformative technologies and a creator of innovative solutions. By leveraging its expertise in blockchain and AI, the Company aims to shape the future of these industries while delivering sustained value to its shareholders.

Subsidiaries of the Company

All company subsidiaries were closed effective November 27, 2024. All assets remaining were transferred to Everything Blockchain, Inc

Note 2. Summary of Significant Accounting Policies

Principles of Consolidation

The consolidated financial statements include the accounts of EBI and its wholly owned subsidiaries.

Unaudited Interim Financial Information

The Company's unaudited consolidated financial statements have been prepared in accordance with GAAP and pursuant to the rules and regulations of the SEC. Certain information and footnote disclosures normally included in financial statements prepared in accordance with GAAP have been condensed or omitted from this report, as is permitted by such rules and regulations. Accordingly, these consolidated financial statements should be read in conjunction with the unaudited financial statements as of and for the year ended January 31, 2025, and the notes thereto included in the Company's Annual Report for the year ended January 31, 2025. The results for any interim period are not necessarily indicative of results for any future period.

The unaudited consolidated financial statements have been prepared on the same basis as the audited financial statements. In the opinion of the Company's management, the accompanying unaudited consolidated financial statements contain all adjustments that are necessary to present fairly the Company's financial position and results of operations for the interim periods presented. The results for the three months ended July 31, 2025, are not necessarily indicative of the results for the year ending January 31, 2026, or for any future period.

As of July 31, 2025, there have been no material changes in the Company's significant accounting policies from those that were disclosed in the 2025 Annual Report.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and disclosures of contingent assets and liabilities as of the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Management bases its estimates on historical experience and on various assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. The most significant estimates and judgments relate to revenue recognition; allowance for doubtful accounts; valuation of long-lived assets and finite-lived intangible assets; recoverability of goodwill; acquisition method of accounting; contingencies; and income taxes.

On a regular basis, management reviews its estimates utilizing currently available information, changes in facts and circumstances, historical experience, and reasonable assumptions. After such reviews, and if deemed appropriate, those estimates are adjusted accordingly. Actual results could differ from those estimates.

Revenue Recognition Policies

Services revenue. We generate services revenue via consulting services and software development. The Company is engaged in developing, engineering, and designing blockchain projects, to include platforms and cryptocurrencies for customers.

We recognize revenue when control of the promised services is transferred to our customers, in an amount that reflects the consideration we expect to be entitled to in exchange for those services.

We determine revenue recognition through the following steps:

- identification of the contract, or contracts, with a customer;
- identification of the performance obligations in the contract;
- determination of the transaction price;
- allocation of the transaction price to the performance obligations in the contract; and
- recognition of revenue when, or as, we satisfy a performance obligation.

Research and Development

Research and development expenditures on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, are recognized in profit or loss as an expense as incurred.

Concentration of Credit Risk and Significant Customers

Financial instruments which potentially subject the Company to a concentration of credit risk consist principally of temporary cash investments and accounts receivable.

Concentrations of credit risk with respect to trade receivables and commodities are limited due to the Company's diverse group of

customers. The Company establishes an allowance for doubtful accounts when events and circumstances regarding the collectability of its receivables or the selling of its commodities warrant based upon factors such as the credit risk of specific customers, historical trends, other information, and past bad debt history. The outstanding balances are stated net of an allowance for doubtful accounts.

Our cash balances are maintained in accounts held by major banks and financial institutions located in the United States. The Company may occasionally maintain amounts on deposit with a financial institution that are in excess of the federally insured limit of \$250,000. The risk is managed by maintaining all deposits in high-quality financial institutions. The Company had \$0 in excess of federally insured limits on July 31, 2025 and January 31, 2025.

Our cryptocurrency balances are maintained in accounts held by institutions located in and outside the United States. The Company maintains amounts on deposit that often exceed coverage from third third-party insured limit of up to \$1,000,000. The risk is managed by maintaining multiple accounts, with various accounts held in a cold storage wallet. The Company had no cryptocurrency as of July 31, 2025.

Cash and Cash Equivalents

The Company includes in cash and cash equivalents all short-term, highly liquid investments that mature within three months of the date of purchase. Cash equivalents consist principally of investments in interest-bearing demand deposit accounts and liquidity funds with financial institutions and are stated at cost, which approximates fair value. The Company had no cash equivalents as of July 31, 2025 and January 31, 2025.

Property, Plant, and Equipment

Property, plant, and equipment are stated at cost less accumulated depreciation. Expenditures for maintenance and repairs are charged to expense as incurred. Additions, improvements, and major replacements that extend the life of the asset are capitalized.

Depreciation is calculated using the straight-line method over the estimated useful lives of the assets as follows:

Type of Asset	Estimated Useful Life
Building and building improvements	15 years
Machinery and equipment	7 years
Furniture, fixtures, and office equipment	7 years
Computer equipment and computer software	1 - 3 years
Vehicles	5 years

Goodwill

Goodwill represents the excess of the purchase price over the fair value of identifiable net assets acquired in a business combination. The Company's goodwill was the result of the acquisitions of DataStone, Mercury, and Vengar. The Company tests goodwill for impairment annually or more often if an event or circumstance indicates that an impairment may have occurred. On November 22, 2024 the Company impaired \$16,504 of goodwill associated with the acquisitions of Vengar Technologies and DataStone.

Acquisition Method of Accounting

The Company accounts for business combinations using the acquisition method of accounting, which requires, among other things, that assets acquired and liabilities assumed be recognized at their fair values as of the acquisition date.

Foreign Currency Translation

The Company's functional currency and its reporting currency are the United States Dollar.

Basic and Diluted Net Earnings (Loss) Per Share

The Company follows *ASC Topic 260 – Earnings Per Share*, and *FASB 2015-06, Earnings Per Share* to account for earnings per share. Basic earnings per share ("EPS") calculations are determined by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted EPS calculations are determined by dividing net income (loss) by the weighted average number of common shares outstanding plus the dilutive effect, calculated using (i) the "treasury stock" method for warrants and (ii) the "if converted" method for the preferred stock if their inclusion would not have been anti-dilutive.

Fair Value Measurements

The Company measures assets and liabilities at fair value based on an expected exit price as defined by the authoritative guidance on fair value measurements, which represents the amount that would be received on the sale of an asset or paid to transfer a liability, as the case may be, in an orderly transaction between market participants. As such, fair value may be based on assumptions that market participants would use in pricing an asset or liability. The authoritative guidance on fair value measurements establishes a consistent framework for measuring fair value on either a recurring or nonrecurring basis whereby inputs, used in valuation techniques, are assigned a hierarchical level.

The following are the hierarchical levels of inputs to measure fair value:

- Level 1: Quoted prices in active markets for identical instruments;
- Level 2: Other significant observable inputs (including quoted prices in active markets for similar instruments);
- Level 3: Significant unobservable inputs (including assumptions in determining the fair value of certain investments).

The carrying values for cash and cash equivalents, accounts receivable, other current assets, accounts payable and accrued liabilities, and deferred revenue approximate their fair value due to their short maturities.

Note 3. Going Concern

The Company's consolidated financial statements are prepared in accordance with GAAP, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. Because the business is new and has a limited history, no certainty of continuation can be stated. The accompanying financial statements for the three months ended April 30, 2025 and 2024 have been prepared to assume that we will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business.

Management is taking steps to raise additional funds to address its operating and financial cash requirements to continue operations in the next twelve months. Management has devoted a significant amount of time to the raising of capital from additional debt and equity financing. However, the Company's ability to continue as a going concern is dependent upon raising additional funds through debt and equity financing and generating revenue. There are no assurances the Company will receive the funding or generate the revenue necessary to fund operations. The financial statements contain no adjustments for the outcome of this uncertainty.

Note 4. Discontinued Operations

On November 22, 2024, the Company entered into an Asset Purchase Agreement ("APA") with DataRock Technologies, Inc., ("DataRock"), a Texas company. The Company owed DataRock \$1,302,956 against a senior secured note that the Company was in Default. The Company entered into the APA in reaching a settlement with DataRock. Under terms of the agreement the Company sold its assets of BuildDB and EBControl, along with all intellectual property associated with these products, in exchange for \$3,300,000. As payment for the \$3,300,000, DataRock canceled the note payable (\$898,802), assumption of our prepaid income liability (\$250,000), assumption of payroll liabilities (\$654,935), assumption of vendor debt (\$1,148,802), and the future payment of royalties of 2.5% (capped at \$193,307). Management believed this was in the best interest of the Company and its shareholders.

On October 31, 2023, the Board of Directors approved, and the Company completed, the sale of Mercury to Chris Carter, founder and CEO of Mercury. The sales price consisted of 115,000 shares of Company common stock and 60,000 shares of Company Series C Preferred Stock, owned by Chris Carter, for a total sales price of \$216,583. The sales price was primarily based on estimated net assets of Mercury.

In the consolidated statements of cash flows, the cash flows of discontinued operations were separately classified or aggregated under operating and investing activities.

The remaining notes to the consolidated financial statements were updated to reflect the impact of these discontinued operations. All discussions and amounts in the consolidated financial statements and related notes for all periods presented relate to continuing operations, unless otherwise noted.

The following table summarizes the results of discontinued operations (in thousands).

	For the Six Months July 31, 2025
Revenue	\$ -
Cost of sales	-
Gross profit	-
Selling, general, and administrative	87
Depreciation and amortization	-
Total operating expenses	87
Loss from operations	(87)
Other expense, net	-
Loss before income taxes	(87)
Income tax benefit	-
Net loss	<u>\$ (87)</u>

Note 5. Intangible Assets

Intangible assets consist of the following:

	As of July 31, 2025		
	Gross Amount	Accumulated Amortization (in thousands)	Net Carrying Amount
IP/Technology	<u>\$ 1,075</u>	<u>\$ -</u>	<u>\$ 1,075</u>
	As of July 31, 2024		
	Gross Amount	Accumulated Amortization (in thousands)	Net Carrying Amount
IP/Technology	<u>\$ 5,163</u>	<u>\$ 551</u>	<u>\$ 4,612</u>

The Company's IP/Technology is amortized over five years.

The IP/Technology is amortized over five years. On November 21, 2024, the Company sold some of its intangible assets. The non-compete agreements were amortized over two years.

Note 6. Property, Plant and Equipment

Property, plant and equipment consisted of the following (in thousands):

	As of	
	July 31, 2025	July 31, 2024
Computer equipment and computer software	\$ -	\$ 19
Less: Accumulated depreciation	-	(18)
Total property, plant and equipment, net	<u>\$ -</u>	<u>\$ 1</u>

Note 7. Debt

On July 14, 2023, a board director of the Company loaned it \$55,000, representing half of the Company's employee retention credit refund, which the Company expects to receive this year. The note calls for the payment of the principal sum of \$55,000 plus interest of \$12,500 for a total of \$67,500. During the quarter ended April 30, 2024, the director lent the Company additional funds, which increased the outstanding balance to \$85,364. The maturity date of the note is upon receipt of the employee retention credit refund.

On September 7, 2023, Epic Industry Corp ("Epic"), a wholly owned company of Michael Hawkins the Company's Chairman, formalized its loans to the Company in a \$1.0 million note. The note includes a mechanism to increase the amount of the note with

the mutual consent of Epic and the Company. As of April 30, 2024, the note balance is \$1.2 million. Monthly interest only payments at an annual rate of 4% will be made through the maturity date of February 1, 2025. If interest payments are made late after the cure period, the interest due shall be recalculated at the highest rate authorized by Florida law, which is 18% per annum. Epic in its sole discretion, at any time prior to the maturity date, may convert the principal, partial principal, and/or interest due into shares of the Company's common stock at a static price of \$1.00 per share.

On November 27, 2023, the Company entered into a note for \$149,500 with a net payment to the Company of \$125,000 after an original issue discount of \$19,500 and expenses of \$5,000. There is a one-time interest charge of 11% which is paid back along with principal over nine monthly payments beginning with the first payment due on December 30, 2023. The maturity date of the note is August 30, 2024.

On March 21, 2024, the Company entered into a note for \$83,300 with a net payment to the Company of \$65,000 after an original issue discount of \$13,300 and expenses of \$5,000. There is a one-time interest charge of 14% which is paid back along with principal over the term of the note beginning with the first payment due on September 30, 2024. The maturity date of the note is December 30, 2024.

On July 26, 2024, the Company entered into a note for \$120,000 with a net payment to the Company of \$95,000 after an original issue discount of \$20,000 and expenses of \$5,000. There is a one-time interest charge of 10%, which is paid back along with principal over the term of the note, beginning with the first payment due on August 30, 2024. The maturity date of the note is April 30, 2025.

On January 3, 2025, the Company entered into an agreement with Epic Industry Corp, who acquired the note the Company entered into with 1800 Diagonal on July 25, 2024, that was in default, removing the default and extending any payment requirements to April 1, 2025, reducing the amount owed from \$204,119.01 to \$132,000. (\$120,000 principal and \$12,000 prepaid interest).

Note 8. Commitments and Contingencies

The Company reports and accounts for its commitments and contingencies in accordance with ASC 440 – *Commitments* and ASC 450 – *Contingencies*. We recognize a loss on a contingency when it is probable a loss will be incurred and that the amount of the loss can be reasonably estimated. No loss contingencies have been recorded for the three months ended July 31, 2025 and 2024.

Note 9. Legal Proceedings

The Company may be subject to legal proceedings and claims arising from contracts or other matters from time to time in the ordinary course of business. Management is not aware of any pending or threatened litigation where the ultimate disposition or resolution could have a material adverse effect on the Company's financial position, results of operations or liquidity.

Note 10. Related Parties and Related Party Transactions

Related party balance sheet items (in thousands)		
	As of July 31, 2025	As of January 31, 2025
Accounts payable and accrued expenses	\$ -	\$ -
Loans payable	-	-
Related party income statement items (in thousands)		
	For the Three Months Ended July 31,	
	2025	2024
Consulting expenses	\$ -	\$ 66
Payroll expenses	-	354
Stock based compensation	-	146

Loans

On July 14, 2023, a board director of the Company loaned it \$55,000, representing half of the Company's employee retention credit refund, which the Company expects to receive this year. The note calls for the payment of the principal sum of \$55,000 plus interest of \$12,500 for a total of \$67,500. During the quarter ended April 30, 2024, the director lent the Company additional funds, which increased the outstanding balance to \$85,364. The maturity date of the note is upon receipt of the employee retention credit refund.

On September 7, 2023, Epic formalized its loans to the Company in a \$1.0 million note. The note includes a mechanism to increase the amount of the note with the mutual consent of Epic and the Company. As of April 30, 2024, the note balance is \$1.2 million. Monthly interest only payments at an annual rate of 4% will be made through the maturity date of February 1, 2025. If interest payments are made late after the cure period, the interest due shall be recalculated at the highest rate authorized by Florida law, which is 18% per annum. Epic in its sole discretion, at any time prior to the maturity date, may convert the principal, partial principal, and/or interest due into shares of the Company's common stock at a static price of \$1.00 per share.

Digital Assets

Digital assets are considered intangible assets under Accounting Standards Codification Subtopic 350-60, Intangibles—Goodwill and Other—Crypto Assets ("ASC 350-60"). Under ASC 350-60, digital assets that meet the definition of intangible assets, among other criteria, are initially recorded at cost and are then subsequently remeasured at fair value as of the balance sheet date with changes from remeasurement recognized in net income. We account for changes from remeasurement within (Gain) loss from changes in fair value of digital assets, as stated on our Condensed Consolidated Statement of Operations.

Digital assets that we hold that do not meet the criteria under ASC 350-60 are accounted for as intangible assets with indefinite useful lives and are initially recorded at cost and are not amortized but instead are tested for impairment at least annually, or more frequently, if events or changes in circumstances indicate that it is more likely than not that the asset is impaired. As such, these digital assets are reflected in our Condensed Consolidated Balance Sheets, at cost net of any impairments within Digital assets, at carrying value. We evaluate impairments on these digital assets on at least an annual basis, or more frequently if events or changes in circumstances occur and use Level 1 inputs, unadjusted quoted prices in active markets, for the fair value to determine if an impairment has occurred. If unadjusted quoted prices in active markets for our digital assets are lower than the carrying value recorded, then we will record an impairment charge equal to the difference between the carrying value and the fair value. Impairment charges are recognized within (Gain) loss on changes in fair value of digital assets, as stated on our Condensed Consolidated Statements of Operations.

When we receive digital assets earned on third party staking platforms or from operating our validator nodes, we will initially record them at fair value on the date the digital assets are received. Upon the disposal of digital assets, any gains or losses are recognized in (Gain) loss on changes in fair value of digital assets, as stated on our Condensed Consolidated Statement of Operations, and are calculated as the difference between the selling price and our carrying value, using the specific identification method. See Note 5—Digital Assets for further discussion.

Cryptocurrency

During the quarter ended July 31, 2021, the Company issued shares of Series A Preferred Stock to Epic. The issuance was done as a prepayment for services to generate sales for the Company. The shares are earned as sales generated by Epic achieve certain sales targets.

In May 2023, Overwatch distributed to us Pulse and PulseX tokens of 12.3 billion each. As a result of this transaction, the Company distributed to Epic 2.5 billion Pulse tokens. The receipt of Pulse and PulseX also earned Epic 50,000 shares of Series A Preferred Stock, which were issued to Epic during the quarter ended July 31, 2021, and recorded as a prepaid expense of \$2.0 million. Our board decided that the value received from Pulse and PulseX, in lieu of sales, satisfied the requirements for the Series A Preferred Stock to be earned by Epic.

On September 28, 2023, Robert Adams, a board director, purchased 300,000 shares of Series C preferred stock for 11.0 billion PulseX tokens, which equaled \$104,000 at the date of transfer of the tokens.

Equity

On August 2, 2023, Epic elected to convert 125,000 shares of Series B Preferred Stock into 1,250,000 shares of common stock.

On September 20, 2023, Epic gave back to the Company 48,802 shares of common stock in settlement of a disputed

receivable the Company had with a consultant.

On September 28, 2023, Robert Adams, a board director, purchased 300,000 shares of Series C preferred stock for 11.0 billion PulseX tokens, which equaled \$104,000 at the date of transfer of the tokens.

During the nine months ended October 31, 2024, in a series of transactions, the Company sold a total of 903,387 shares of common stock for \$0.5 million to OEM partner, Alamo City Engineering Services, Inc. (“ACES”), which is owned by a former board member Craig Stephens.

Warrants

On September 5, 2023, the board of directors approved the repricing of the exercise price of 2,125,000 warrants to \$1.00 per share and extending the expiration date of the warrants until January 31, 2028.

On September 5, 2023, the Company issued one warrant to a board member for the purchase of up to a total of 100,000 shares of common stock at \$1.00 per share. The warrant expires on September 5, 2028.

Sale of Mercury

On August 15, 2023, Epic, with the approval of the board, purchased Mercury’s building for \$480,000. Mercury used \$461,000 of the proceeds from the sale to pay off both Mercury’s line of credit and term loan. After paying off the notes and closing costs, Mercury was left with \$11,000 for general corporate purposes.

Note 11. Stockholders’ Equity

Common Stock

As of April 30, 2025, and January 31, 2025, the Company had 200 million common shares authorized, with 33,396,653 and 30,896,653 common shares at a par value of \$0.0001 issued and outstanding, respectively.

On August 2, 2023, Paul Rosenberg elected to convert 275,000 shares of Series B Preferred Stock into 2,750,000 shares of common stock.

On August 2, 2023, Epic elected to convert 125,000 shares of Series B Preferred Stock into 1,250,000 shares of common stock.

On September 20, 2023, Epic gave back to the Company 48,802 shares of common stock in settlement of a disputed receivable the Company had with a consultant.

On September 28, 2023, Robert Adams, a board director, purchased 300,000 shares of Series C preferred stock for 11.0 billion PulseX tokens, which equaled \$104,000 at the date of transfer of the tokens.

As of April 30, 2024 and January 31, 2024, the Company had 200 million common shares authorized. As of April 30, 2024, the Company had 17,410,718 shares issued and outstanding. As of January 31, 2024, the Company had 16,902,546 common shares issued and outstanding.

On March 7, 2024, the Company sold 118,585 shares of common stock for \$0.1 million to ACES. On April 19, 2024, the Company sold 184,802 shares of common stock for \$0.1 million to ACES.

On April 9, 2024, we sold 50,000 shares of common stock to a third party for \$28,500.

During the three months ended April 30, 2024, the Company issued 154,785 shares of common stock for services that totaled \$120,000.

During the three months ended April 30, 2024, stock-based compensation expense related to stock grants was \$37,000 from a grant to an employee. During the three months ended April 30, 2023, stock-based compensation expense related to stock grants was \$75,000 from a grant to an employee.

During the nine months ended October 31, 2024, in a series of transactions, the Company sold a total of 903,387 shares

of common stock for \$0.5 million to OEM partner, Alamo City Engineering Services, Inc. (“ACES”), which is owned by a former board member Craig Stephens.

Preferred Stock

Series A Preferred Stock

As of April 30, 2025 and January 31, 2025, the Company had one million Series A Preferred shares, par value \$0.0001, authorized, with 150,000 Series A Preferred shares issued and outstanding. The Series A Preferred stock converts into common stock at the option of the holder of the Series A Preferred. The conversion rate for every one share of Series A Preferred stock is 50 shares of common stock. Each share of Series A Preferred stock entitles the holder to 1,000 votes. Holders of Series A Preferred are entitled to share ratably in dividends if any are declared. There are no redemption rights. In the event of dissolution, the holders of Series A Preferred are entitled to share pro rata all assets remaining after payment in full of all liabilities.

In May 2023, Overwatch distributed to us Pulse and PulseX tokens of 12.3 billion each. As a result of this transaction, the Company distributed to Epic 2.5 billion Pulse tokens. The receipt of Pulse and PulseX also earned Epic 50,000 shares of Series A Preferred Stock, which were issued to Epic during the year ended January 31, 2022 and recorded as a prepaid expense of \$2.0 million. Our board decided that the value received from Pulse and PulseX, in lieu of sales, satisfied the requirements for the Series A Preferred Stock to be earned by Epic.

During the year ended January 31, 2024, a holder of 50,000 Series A Preferred shares elected to convert his shares into 2.5 million shares of common stock.

The 150,000 shares of Series A Preferred Stock are eligible to be converted into common stock at the option of the holder of the Series A Preferred Stock.

Series B Preferred Stock

As of January 31, 2024, the Company had no Series B Preferred shares, par value \$0.0001, authorized, issued and outstanding. As of January 31, 2023, the Company had 1.5 million Series B Preferred shares, par value \$0.0001, authorized, with 650,000 Series B Preferred shares issued and 400,000 Series B Preferred shares outstanding. The Series B Preferred stock converts into common stock at the option of the holder of the Series B Preferred, after twenty-four months of ownership. The conversion rate for every one share of Series B Preferred stock is ten shares of common stock.

On August 2, 2023, Paul Rosenberg elected to convert 275,000 shares of Series B Preferred Stock into 2,750,000 shares of common stock. On August 2, 2023, Epic elected to convert 125,000 shares of Series B Preferred Stock into 1,250,000 shares of common stock. On August 2, 2023, the Company officially retired the following class of stock: Series B Preferred.

Series C Preferred Stock

As of January 31, 2025, and January 31, 2024, the Company had 10 million Series C Preferred shares, par value \$0.0001, authorized. As of January 31, 2025, the Company had 0 shares issued and outstanding. As of January 31, 2024, the Company had 1,352,632 shares issued and outstanding. The Series C Preferred Stock shall rank senior to the Company's common stock and Series A Preferred Stock. Each holder of Series C Preferred Stock is entitled to one (1) vote for each share of Series C Preferred Stock held on all matters submitted to a vote of stockholders. Each share of Series C Preferred Stock shall be convertible, at the discretion of the holders, into shares of common stock. The number of common shares issued shall be at the rate of 30% less than the volume-weighted average price or \$5.00 per share, whichever is less.

On May 15, 2024, ACES elected to convert 1,052,632 shares of Series C Preferred Stock into 4,095,948 shares of common stock.

On December 31, 2024, Robert Adams sold his 300,000 shares of Series C Preferred stock to Nataliya Engels in a private transaction, who subsequently converted the 300,000 shares of Series C Preferred stock into 2,500,000 common shares of stock.

Note 12. Warrants

On September 5, 2023, the board of directors approved the repricing of the exercise price of 2,125,000 warrants to \$1.00 per share and extending the expiration date of the warrants until January 31, 2028.

On September 5, 2023, the Company issued seven warrants to four consultants, two employees, and one board member for the purchase of up to a total of 580,000 shares of common stock at \$1.00 per share. The warrants expire on September 5, 2028.

A summary of warrant activity for three months ended July 31, 2025 is as follows:

	<u>Shares</u>	<u>Weighted Average Conversion Price</u>
Warrants outstanding at January 31, 2025	2,511,000	\$ 1.09
Warrants outstanding at July 31, 2025	2,511,000	\$ 1.09

Note 13. Income Taxes

Our consolidated effective income tax rate for the three months ended July 31, 2025 and 2024 was 0%.

Note 14. Net Loss Per Common Share

	For the Three Months Ended July 31,	
	2025	2024
	(in thousands, except per share data)	
Numerator:		
Loss from continuing operations	\$ -	\$ (1,065)
Numerator:		
Loss from discontinued operations	-	-
Numerator:		
Net loss	<u>\$ -</u>	<u>\$ (1,065)</u>
Weighted average common shares outstanding	-	21,174
Effect of dilutive securities:		
Warrants	-	-
Preferred stock	-	-
Diluted shares outstanding	<u>27,953,297</u>	<u>21,174</u>
Basic and diluted:		
Continuing operations	\$ (0.05)	\$ (0.05)
Discontinued operations	\$ -	\$ -
Basic and diluted loss per share	\$ (0.05)	\$ (0.05)

Note 15. Subsequent Events

On May 15, 2024, ACES elected to convert 1,052,632 shares of Series C Preferred Stock into 4,095,948 shares of common stock.

On May 16, 2024, the Company sold 200,000 shares of common stock for \$0.1 million to ACES. On June 11, 2024, the Company sold 200,000 shares of common stock for \$0.1 million to ACES.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

You should read the following discussion and analysis of our financial condition, results of operations and cash flows in conjunction with our consolidated financial statements and the related notes presented in this report and in our Annual Report.

FORWARD-LOOKING STATEMENTS

Certain statements in this section contain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. All statements contained in this report and not clearly historical in nature are forward-looking, and the words “may,” “will,” “should,” “could,” “would,” “expects,” “plans,” “anticipates,” “believes,” “estimates,” “projects,” “predicts,” “intends,” “potential,” and similar expressions (as well as other words or expressions referencing future events, conditions or circumstances) generally are intended to identify forward-looking statements. Any statements in this report that are not historical facts are forward-looking statements. Actual results may differ materially from those discussed from time to time in the Company’s SEC filings. The Company undertakes no obligation to update or revise any forward-looking statement for events or circumstances after the date on which such statement is made except as required by law.

OVERVIEW

The overview of the MD&A highlights selected information and does not contain all of the information that is important to readers of this Quarterly Report on Form 10-Q.

The Company focused on building and managing a diversified digital asset treasury. Capital raised through equity offerings is deployed into a reserve of high conviction digital assets, with a portion allocated to market neutral decentralized finance strategies that generate yield. Cash flows are reinvested to compound the treasury and strengthen the balance sheet for shareholders. In tandem with the treasury program, EBZT offers institutional blockchain consulting and structured digital asset solutions. Services include tokenization design, liquidity planning, compliance guidance, and infrastructure advisory for enterprises.

Our website can be found at www.everythingblockchain.io, which is not incorporated as part of this Form 10-Q.

EMPLOYEES

As of July 31, 2025, the Company has 3 employees.

Critical Accounting Policies and Estimates

Our discussion and analysis of our financial condition and results of operations are based upon our financial statements, which have been prepared in accordance with GAAP. The preparation of these financial statements requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues, and expenses. On an ongoing basis, we evaluate our estimates, including those related to uncollectible receivables, inventory valuation, deferred compensation, and contingencies.

We base our estimates on historical performance and on various other assumptions that we believe to be reasonable under the circumstances. These estimates allow us to make judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. If actual results or events differ materially from those contemplated by us in making these estimates, our reported financial condition, and results of operations for future periods could be materially affected.

Results of Operations

Our operating results for the three and six months ended July 31, 2025 and 2024 are summarized as follows (in thousands):

	For the Three Months ended July 31,		For the Six Months ended July 31,	
	2025	2024	2025	2024
Revenue	\$-	\$63	\$-	\$126
Cost of sales	-	-	-	-
Gross profit	\$-	\$63	\$-	\$126
Selling, general, and administrative	9	512	87	1,294
Stock based compensation	-	373	-	803
Depreciation and amortization		203	165	406
Total operating expenses	9	1,088	252	2,503
Income (loss) from operations	(9)	(1,025)	(252)	(2,377)
Other income (expense), net		(40)		(72)
Income (loss) from continuing operations before income taxes	\$(9)	\$(1,065)	\$(252)	\$(2,449)
Income tax (benefit) expense	-	-	-	-
Income (loss) from continuing operations	(9)	(1,065)	(252)	(2,449)
Loss(Gain) from discontinued operations, net of tax	-	-	-	-
Net income (loss)	\$(9)	\$(1,065)	\$(252)	\$(2,449)

Revenue

Revenue for the three months ended July 31, 2025 was \$0.

We earn revenue from digital assets through our treasury strategy.

We generate staking and other revenue from delegating a portion of our digital asset holdings with third-party validators. In exchange for staking our digital assets, we receive a fixed percentage of the validators total earned rewards in the form of digital assets, net of commission fees. We have evaluated the terms of service with these third-party validators and have determined that we act as an agent and recognize revenue on a net basis. The amount of revenue recorded is equal to the fair value on the date the digital asset rewards are received.

We earn validator revenue from participating in the different network through creating and validating transactions using our owned validators. We receive this revenue in the form of digital assets and the amount earned is based on several factors, including an annual inflationary rate, validator performance and the amount of digital assets that is staked on our validators, which includes our own digital assets holdings. We record revenue at fair value on the date we receive the digital assets tokens.

Operating Expenses

Operating expenses primarily consist of selling, general and administrative expenses, stock-based compensation expense, and amortization and depreciation expense. Selling, general and administrative expenses primarily consist of personnel costs, consultant fees, professional fees, computer and internet expenses, marketing expenses, utilities expenses, meals and entertainment, office supplies, and reporting fees.

Operating expenses for the three months ended July 31, 2025 were \$9,000 compared to \$1.1 million for the three months ended July 31, 2024.

Operating expenses for the six months ended July 31, 2025 were \$87,000 compared to \$2.5 million for the six months ended July 31, 2024.

Loss from Operations

Loss from operations for the three months ended July 31, 2025 was \$9,000 compared to \$1.0 million for the three months ended July 31, 2024.

Loss from operations for the six months ended July 31, 2025 was \$252,000 compared to \$2.5 million for the three months ended July 31, 2024.

Other Expense

Other income (expense) consists primarily of interest income and expense.

Analysis of Cash Flows

Operating Activities

Net cash used in operating activities – continuing operations was \$87,000 for the six months ended July 31, 2025. We had net loss of \$87,000 from continuing operations.

Net cash used in operating activities – continuing operations was \$0.9 million for the six months ended July 31, 2024. We had net loss of \$2.4 million from continuing operations, which included stock-based compensation of \$0.8 million.

Investing Activities

Net cash used in investing activities – continuing operations was \$0 for the six months ended July 31, 2025, compared to \$0 for the six months ended July 31, 2024.

Financing Activities

Net cash provided by financing activities was \$0 for the six months ended April 30, 2025, compared to \$0.8 million for the six months ended April 30, 2024. During the three months ended April 30, 2025, we sold zero shares of common stock.

Liquidity and Capital Resources

We fund operations primarily through cash on hand, cash from sales of Common Stock and Series C Preferred Stock, debt, and exercises of warrants, and the support of Michael Hawkins.

On March 7, 2024, the Company sold 118,585 shares of common stock for \$0.1 million to ACES. On April 19, 2024, the Company sold 184,802 shares of common stock for \$0.1 million to ACES. On May 16, 2024, the Company sold 200,000 shares of common stock for \$0.1 million to ACES. On June 11, 2024, the Company sold 200,000 shares of common stock for \$0.1 million to ACES.

On March 21, 2024, the Company entered into a note for \$83,300 with a net payment to the Company of \$65,000 after an original issue discount of \$13,300 and expenses of \$5,000. There is a one-time interest charge of 14% which is paid back along with principal over the term of the note beginning with the first payment due on September 30, 2024. The maturity date of the note is December 30, 2024.

On April 9, 2024, we sold 50,000 shares of common stock to a third party for \$28,500.

During the three months ended April 30, 2024, the Company issued 154,785 shares of common stock for services that totaled \$120,000.

On May 15, 2024, ACES elected to convert 1,052,632 shares of Series C Preferred Stock into 4,095,948 shares of common stock.

Off-Balance Sheet Arrangements

We did not have any material off-balance sheet arrangements as of July 31, 2025.

Going Concern

Our financial statements are prepared in accordance with GAAP, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. Because the business is relatively new and has a short history and relatively few sales, no certainty of continuation can be stated. The accompanying consolidated financial statements for the six months ended July 31, 2025 and 2024 have been prepared assuming that we will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business.

Item 3. Quantitative and Qualitative Disclosures about Market Risk

We are exposed to market risks in the ordinary course of our business. These risks primarily include interest rate risks, inflation risks and digital asset risk. Periodically, we maintain deposits in accredited financial institutions in excess of federally insured limits. We deposit our cash in financial institutions that we believe have high credit quality and have not experienced any losses on such accounts and do not believe we are exposed to any unusual credit risk beyond the normal credit risk associated with commercial banking relationships.

INTEREST RATE RISK

Our cash and cash equivalents primarily consist of money market and demand deposit accounts held at various financial institutions. Such interest-earning instruments carry a degree of interest rate risk, however, historical fluctuations in interest income have not been significant.

INFLATION RISK

Inflation generally affects us by increasing our cost of labor and research and development contract costs. We do not believe inflation has had a material effect on our results of operations during the periods presented.

DIGITAL ASSET MARKET RISK

Historically, digital asset markets have been characterized by significant volatility in price, limited liquidity and trading volumes compared to sovereign currency markets, relative anonymity, a developing regulatory landscape, potential susceptibility to market abuse and manipulation, compliance and internal control failures at exchanges, and various other risks inherent in its entirely electronic, virtual form and decentralized network. During times of market instability, we may not be able to sell our digital assets at favorable prices or at all. Further, digital assets we hold with our custodians and transact with our trade execution partners does not enjoy the same protections as are available to cash or securities deposited with or transacted by institutions subject to regulation by the Federal Deposit Insurance Corporation or the Securities Investor Protection Corporation. Additionally, we may be unable to enter into term loans or other capital raising transactions collateralized by our unencumbered digital assets or otherwise generate funds using our digital assets holdings, including in particular during times of market instability or when the price of digital assets has declined significantly. If we are unable to sell our digital assets, enter into additional capital raising transactions using digital assets as collateral, or otherwise generate funds using our digital assets holdings, or if we are forced to sell our digital assets at a significant loss, in order to meet our working capital requirements, our business and financial condition could be negatively impacted.

We are exposed to market risk related to our digital asset holdings, which are impacted by the market value of the respective digital asset held.

Item 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act) are designed to ensure that information required to be disclosed in reports filed or submitted under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in SEC rules and forms. Disclosure controls and procedures are also designed to ensure that such information is accumulated and communicated to management,

including the principal executive officer and principal financial officer, to allow timely decisions regarding required disclosures.

We carried out an evaluation, under the supervision and with the participation of management, including our principal executive officer and principal financial officer, of the effectiveness of the design and operation of our disclosure controls and procedures as of January 31, 2025. In designing and evaluating the disclosure controls and procedures, management recognizes that there are inherent limitations to the effectiveness of any system of disclosure controls and procedures, including the possibility of human error and the circumvention or overriding of the controls and procedures.

Accordingly, even effective disclosure controls and procedures can only provide reasonable assurance of achieving their desired control objectives. Additionally, in evaluating and implementing possible controls and procedures, management is required to apply its reasonable judgment. Based on the evaluation described above, our principal executive officer and principal financial officer concluded that our disclosure controls and procedures were not effective as of the end of the period covered by this report because we did not document our Sarbanes-Oxley Act Section 404 internal controls and procedures.

As funds become available to us, we expect to implement additional measures to improve disclosure controls and procedures such as implementing and documenting our internal controls procedures.

Changes in internal controls over financial reporting

There have been no changes in our internal control over financial reporting during the quarter ended July 31, 2025 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Limitations on the Effectiveness of Controls

A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the control system's objectives will be met. The Company's management, including its principal executive officer and its principal financial officer, do not expect that the Company's disclosure controls will prevent or detect all errors and all fraud. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Controls can also be circumvented by the individual acts of some persons, by collusion of two or more people, or by management override of the controls. The design of any system of controls is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Over time, controls may become inadequate because of changes in conditions or deterioration in the degree of compliance with associated policies or procedures. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

PART II – OTHER INFORMATION

Item 1. Legal Proceedings

The Company is not involved in any legal proceedings which management believes will have a material effect upon the financial condition of the Company, nor are any such material legal proceedings anticipated.

Item 1A. Risk Factors

As a smaller reporting company, we are not required to provide the information required by this Item.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

During the six months ended July 31, 2025, the Company issued zero shares of common stock for services.

Item 3. Defaults Upon Senior Securities

There have been no events that are required to be reported under this Item.

Item 4. Mine Safety Disclosures

There have been no events that are required to be reported under this Item.

Item 5. Other Information

There have been no events that are required to be reported under this Item.