

Discount Print USA, Inc.

5125 W. Oquendo Rd. #9 Las Vegas, Nevada 89118

702-527-3536

www.discountprintusa.com

orders@discountprintusa.com

Annual Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

998,662,505 as of June 30, 2025 *(Current Reporting Period Date or More Recent Date)*

319,112,507 as of June 30, 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 Control⁵ of the company has occurred during this reporting period:

Yes: ☐ No: ☒

⁵ "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.

Discount Print USA, Inc.

Current State and Date of Incorporation or Registration: Wyoming (June 17, 2019 – Present)

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

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

None

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

None

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

None

Address of the issuer's principal executive office:

5125 W. Oquendo Rd. #9, Las Vegas, Nevada 89118

Address of the issuer's principal place of business:

x 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 Co., Inc.

Phone: 801-355-5740

Email: shareholders@colonialstock.com

Address: 66 Exchange Place Suite 100 Salt Lake City, UT 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:	<u>DPI</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>25472D107</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>5,000,000,000</u> as of date: <u>June 30, 2025</u>
Total shares outstanding:	<u>998,662,505</u> as of date: <u>June 30, 2025</u>
Total number of shareholders of record:	<u>42</u> as of date: <u>June 30, 2025</u>

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

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</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>5,000,000</u> as of date: <u>June 30, 2025</u>
Total shares outstanding:	<u>5,000</u> as of date: <u>June 30, 2025</u>
Total number of shareholders of record:	<u>1</u> as of date: <u>June 30, 2025</u>

Exact title and class of the security:	<u>Series B Preferred</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>10,000</u> as of date: <u>June 30, 2025</u>
Total shares outstanding:	<u>-0-</u> as of date: <u>June 30, 2025</u>
Total number of shareholders of record:	<u>-0-</u> as of date: <u>June 30, 2025</u>

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

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.

Shareholders of our Common stock are entitled to one vote for each share held on all matters submitted to shareholders for a vote. Common stock shareholders are eligible to receive dividends in the event a dividend is declared, but do not have any other rights or preferences.

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

Series A Preferred – Our Series A Preferred stock ranks senior to all other classes of stock and has the following rights and preferences:

- **Dividends:** In the event the Company declares a dividend, each holder of Series A Preferred stock shall be entitled to receive a dividend equal in amount and kind to that payable to the holders of Common stock at a rate that assumes full conversion of the holder's Series A shares into Common stock.
- **Liquidation Preference:** In the event of any liquidation, dissolution or winding up of the Company, the holders of record of shares of Series A Preferred shall be entitled to receive, immediately prior and in preference to any distribution to the holders of the Company's Common stock, a liquidation preference equal to \$110 per share.
- **Conversion:** Each share of Series A Preferred stock is convertible into 1,000 shares of Common stock.
- **Voting:** Each share of Series A Preferred stock is entitled to 100,000 votes on any matter submitted to shareholders for a vote.
- **Adjustment for Stock Splits:** In the event of a reverse stock split, the Conversion Ratio will be adjusted proportionately such that, after such reverse stock split, each share of Series A Preferred will convert into the same number of shares of Common Stock into which it was convertible immediately preceding such reverse stock split.

Series B Preferred – Our Series B Preferred stock ranks senior to our Common stock, but junior to the Series A Preferred stock. Our Series B Preferred stock has the following rights and preferences:

- **Dividends:** None
- **Conversion:** Each share of Series B Preferred stock is convertible into 20,000 shares of Common stock.
- **Voting:** None
- **Adjustment for Stock Splits:** In the event of a reverse stock split, the Conversion Ratio will be adjusted proportionately such that, after such reverse stock split, each share of Series A Preferred will convert into the same number of shares of Common Stock into which it was convertible immediately preceding such reverse stock split.

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

None

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

None

3) Issuance History

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

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to 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: X (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance:</u> Date <u>06/30/2023</u> Common: <u>161,285,043</u> Preferred: <u>5,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	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.
07/03/2023	Issuance	11,423,394	Common	\$0.00046	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
07/06/2023	Issuance	11,040,000	Common	\$0.00044	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
07/11/2023	Issuance	15,000,000	Common	\$0.00038	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
07/17/2023	Issuance	18,703,448	Common	\$0.00036	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
07/24/2023	Issuance	20,552,396	Common	\$0.00025	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
07/31/2023	Issuance	22,606,924	Common	\$0.00025	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
08/03/2023	Issuance	18,827,556	Common	\$0.00023	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
08/09/2023	Issuance	22,163,807	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
07/18/2024	Issuance	31,866,666	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
07/29/2024	Issuance	28,560,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144

08/06/2024	Issuance	31,866,666	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
08/08/2024	Issuance	38,450,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
08/15/2024	Issuance	44,500,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
08/27/2024	Issuance	49,300,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
09/06/2024	Issuance	54,306,666	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
11/26/2024	Issuance	59,000,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
12/03/2024	Issuance	65,000,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
12/06/2024	Issuance	72,000,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
12/19/2024	Issuance	39,000,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
01/06/2025	Issuance	75,000,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
04/22/2025	Issuance	90,700,000	Common	\$0.0002	No	Quick Capital LLC *Eilon Natan	Conversion	Restricted	Rule 144
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date <u>06/30/2025</u>	Common: <u>998,662,505</u>								
	Preferred: <u>5,000</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:

N/A

B. Convertible Debt

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

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ⁶	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
07/29/22	\$8,888.89	\$766.67	07/29/23	The variable conversion price equal to the lesser of \$0.01 or a 50% discount to the Market Price	60,800,000	7,666,700	Quick Capital LLC, Control Person: Eilon Natan	Loan
01/11/23	\$14,000.00	\$884.00	01/11/24	The variable conversion price equal to the lesser of \$0.01 or a 50% discount to the Market Price	148,106,667	8,840,000	Quick Capital LLC, Control Person: Eilon Natan	Loan
03/14/23	\$20,000.00	\$6,460.00	03/10/24	The fixed conversion price shall be \$0.001 per share	265,400,000	6,460,000	Quick Capital LLC, Control Person: Eilon Natan	Loan
04/13/23	\$25,882.35	\$42,705.88	04/13/24	The fixed conversion price shall be \$0.001 per share	0	42,705,880	Quick Capital LLC, Control Person: Eilon Natan	Loan
05/26/23	\$25,000.00	\$41,250.00	05/26/24	The fixed conversion price shall be \$0.001 per share	0	41,250,000	Quick Capital LLC, Control Person: Eilon Natan	Loan
06/23/23	\$38,000.00	\$62,700.00	03/23/24	The fixed conversion price shall be \$0.001 per share	0	62,700,000	Quick Capital LLC, Control Person: Eilon Natan	Loan
07/01/24	\$9,058.82	\$14,947.06	04/01/25	The fixed conversion price shall be \$0.001, and the default conversion price shall be \$0.0001 per share	0	149,470,600	Quick Capital LLC, Control Person: Eilon Natan	Loan
08/06/24	\$4,705.88	\$7,764.71	05/06/25	The fixed conversion price	0	77,647,100	Quick Capital LLC, Control	Loan

⁶ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

				shall be \$0.001, and the default conversion price shall be \$0.0001 per share			Person: Eilon Natan	
08/13/24	\$5,294.12	\$8,735.29	05/13/25	The fixed conversion price shall be \$0.001, and the default conversion price shall be \$0.0001 per share	0	87,352,900	Quick Capital LLC, Control Person: Eilon Natan	Loan
01/31/25	\$6,470.59	\$7,117.65	10/31/25	The fixed conversion price shall be \$0.001, and the default conversion price shall be \$0.0001 per share	0	71,176,500	Quick Capital LLC, Control Person: Eilon Natan	Loan
04/30/25	\$22,000.00	\$24,200.00	01/30/26	The variable conversion price is 50% discount to the market price, the fixed conversion price shall be \$0.001	0	242,000,000	Quick Capital LLC, Control Person: Eilon Natan	Loan
Total Outstanding Balance:		\$217,531.26	Total Shares:		474,306,667	797,269,680		

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

N/A

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")

Discount Print USA, Inc. is a print brokerage firm that offers low-priced high-quality printing services to a wide variety of businesses as well as companies attending trade shows in major cities throughout the entire United States. We offer digital and offset printing services through a website geared towards major cities throughout America. We plan to eventually have virtual offices in every major city so we can capture business from conventions and businesses throughout the United States. These offices are low-cost suites in various metropolitan areas and cities that serve primarily as a physical local pick-up location for nationwide clients. Customer traffic is driven through an extensive online presence through major internet search engines with locally addressed listings throughout the country. This effectively streamlines the Company's overhead costs and increases margins and profit revenue without compromising customer service and product delivery.

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

None

C. Describe the issuers' principal products or services.

We provide printing services and then outsource the print jobs to various printing wholesalers who complete the job and then ship directly to our customers. Additionally, being based in Las Vegas, Nevada, we have developed a division which specializes in convention printing services throughout the United States. We market tradeshow booth displays, large format printing, and a large variety of printing products such as brochures/flyers, business cards, calendars, door hangers, envelopes, foam board printing, gator board printing, sintra (PVC) board signs, presentation folders, modular displays, outdoor displays and much more.

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.

On June 1, 2022, we entered into a lease agreement (the "Lease") for 1,425 square feet of office space located at 4460 W. Hacienda Ave., STE 103, STE 7-1, Las Vegas, NV 89118. The Lease has a 12-month term with an option to renew for an additional 12 months. We pay \$2,500 per month pursuant to the terms of the Lease.

On February 1, 2022, we entered into a lease agreement (the "Lease") for 800 square feet of office space located at 59 East Agate, Unite 204, Las Vegas, NV 89123. The Lease has a 12-month term with an option to renew for an additional 12 months. We pay \$1,410 per month pursuant to the terms of the Lease.

6) All Officers, Directors, and 5% Beneficial Owners 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% beneficial owner)	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)
Ronald Miller	Director, President, Secretary, and Treasurer	Las Vegas, NV	19,995,000	Common	2%

Ronald Miller	Director, President, Secretary, and Treasurer	Las Vegas, NV	5,000	Series A Preferred	100%
R. Nickolas Jones	CFO	Farmington, UT	1,000,000	Common	<1%

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);

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: Jeff Turner
Address 1: 897 Baxter Dr.
Address 2: South Jordan, UT 84095
Phone:
Email: jeff@jdt-legal.com

Accountant or Auditor

Firm: Pinnacle Accountancy Group of Utah
Address 1: 1438 N. Highway 89, STE 120
Address 2: Farmington, UT 84025
Phone: 801-447-9572
Email: jen@pincpas.com

Investor Relations

N/A

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: Jeff Turner
Title: Attorney
Relationship to Issuer: Securities Counsel

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: R. Nickolas Jones
Title: CFO
Relationship to Issuer: CFO

Describe the qualifications of the person or persons who prepared the financial statements:⁷ Mr. Jones has 20+ years' experience in preparing financial statements. Mr. Jones has a Bachelor's degree from BYU in Economics, and a Master's Degree in Accounting from Southern Utah University. Mr. Jones has served as CFO of several small public companies over the past 15 years.

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.

⁷ 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.

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, Ronald Miller certify that:

1. I have reviewed this Disclosure Statement for Discount Print USA, 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.

09/26/2025 [Date]

/s/ Ronald Miller [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, R. Nickolas Jones certify that:

1. I have reviewed this Disclosure Statement for Discount Print USA, 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.

09/26/2025 [Date]

/s/ R. Nickolas Jones [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Discount Print USA, Inc.
Condensed Balance Sheets

	June 30, 2025		June 30, 2024
	(Unaudited)		(Unaudited)
<u>ASSETS</u>			
CURRENT ASSETS			
Cash	\$ (128)	\$	4,132
Other current assets	11,138		7,396
Total Current Assets	11,010		11,528
NON-CURRENT ASSETS			
Property and equipment, net	10,713		18,853
Deposits	4,450		4,450
Total Assets	\$ 26,174	\$	34,831
<u>LIABILITIES AND STOCKHOLDERS' DEFICIT</u>			
CURRENT LIABILITIES			
Accounts payable and accrued expenses	\$ 142,727	\$	122,199
Accounts payable – related party	128,018		120,333
Notes payable – short term	11,310		113,653
Convertible notes payable, net of debt discount	172,405		23,328
Derivative liabilities	149,276		109,278
Current portion of note payable – vehicle	2,802		3,448
Total Current Liabilities	606,538		492,279
LONG-TERM LIABILITIES			
Long-term portion of note payable - vehicle	8,388		12,196
Total Liabilities	\$ 614,926	\$	504,475
STOCKHOLDERS' DEFICIT			
Preferred stock: 5,000,000 shares authorized at \$0.0010 par value, 5,000 issued and outstanding	\$ 5	\$	5
Common stock: 5,000,000,000 shares authorized At \$0.0010 par value, 998,662,505 and 319,115,507 issued and outstanding	998,662		319,112
Additional paid-in capital	(14,500)		578,174
Accumulated deficit	(1,572,921)		(1,366,935)
Total Stockholder's Deficit	(588,753)		(469,644)
Total Liabilities and Stockholders' Deficit	\$ 26,174	\$	34,831

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements

Discount Print USA, Inc.
Condensed Statement of Operations
(Unaudited)

	For the Year Ended June 30, 2025 (Unaudited)	For the Year Ended June 30, 2024 (Unaudited)
REVENUES		
Revenues	\$ 312,504	\$ 359,192
COST OF SALES	<u>123,518</u>	<u>143,137</u>
GROSS PROFIT	<u>188,986</u>	<u>216,054</u>
OPERATING EXPENSES		
Professional fees	136,779	179,344
General and administrative	137,757	135,667
Total Operating Expenses	<u>274,535</u>	<u>315,011</u>
OPERATING LOSS	<u>(85,549)</u>	<u>(98,957)</u>
OTHER INCOME (EXPENSE)		
Interest expense	(80,438)	(42,132)
Gain (loss) on issuance of debt	<u>(39,998)</u>	<u>-</u>
Total Other Income (Expense)	<u>(120,436)</u>	<u>(42,132)</u>
LOSS BEFORE INCOME TAXES	<u>(205,986)</u>	<u>(141,088)</u>
Provision for income taxes	-	-
NET LOSS BEFORE NON-CONTROLLING INTEREST	<u>(205,986)</u>	<u>(141,088)</u>
COMPREHENSIVE LOSS	<u>\$ (205,986)</u>	<u>\$ (141,088)</u>
BASIC AND DILUTED LOSS PER SHARE	<u>\$ -</u>	<u>\$ -</u>
WEIGHTED AVERAGE SHARES OUTSTANDING	<u>749,720,286</u>	<u>149,861,649</u>

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements

Discount Print USA, Inc.
Condensed Statement of Stockholders' Deficit
(Unaudited)

Year Ended June 30, 2025

	Common Stock		Preferred Stock		Additional Paid-in	Accumulated	Total
	Shares	Amount	Shares	Amount	Capital	Deficit	
Balance, July 1, 2024	319,112,507	\$ 319,112	5,000	\$ 5	\$ 578,174	\$ (1,360,928)	\$ (463,637)
Common Stock issued for conversion of debt	513,849,998	513,850	-	-	(443,544)	-	70,306
Net loss	-	-	-	-	-	(67,924)	(67,924)
Balance, September 30, 2024	832,862,505	\$ 832,962	5,000	\$ 5	\$ 134,630	\$ (1,429,852)	\$ (461,255)
Net loss	-	-	-	-	-	(70,400)	(70,400)
Balance December 31, 2024	832,962,505	\$ 832,962	5,000	\$ 5	\$ 134,630	\$ (1,499,252)	\$ (531,656)
Stock Issued for conversion of debt	165,700,000	165,700	-	-	(149,130)		16,570
Net loss	-	-	-	-	-	(73,669)	(73,669)
Balance, June 30, 2025	998,662,505	\$ 998,662	5,000	\$ 5	\$ (14,500)	\$ (1,572,921)	\$ (588,753)

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements

Discount Print USA, Inc.
Condensed Statement of Stockholders' Deficit
(Unaudited)

Year Ended June 30, 2024

	Common Stock		Preferred Stock		Additional Paid-in Capital	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount			
Balance, July 1, 2023	161,285,043	\$ 161,285	5,000	\$ 5	\$ 652,963	\$ (1,255,846)	\$ (411,593)
Common Stock issued for conversion of debt	128,894,131	128,894	-	-	(50,277)	-	78,617
Net loss	-	-	-	-	-	(68,925)	(68,925)
Balance, September 30, 2023	290,179,174	\$ 290,179	5,000	\$ 5	\$ 602,686	\$ (1,294,771)	\$ (401,901)
Net loss	-	-	-	-	-	(7,351)	(7,351)
Balance December 31, 2023	290,179,174	\$ 290,179	5,000	\$ 5	\$ 602,686	\$ (1,302,122)	\$ (409,253)
Stock Issued for conversion of debt	28,933,000	28,933	-	-	(24,512)		4,421
Net loss	-	-	-	-		(64,813)	(64,813)
Balance, June 30, 2024	319,112,174	\$ 319,112	5,000	\$ 5	\$ 578,174	\$ (1,366,935)	\$ (469,644)

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements

Discount Print USA, Inc.
Condensed Statement of Cash Flow
(Unaudited)

	For The Year Ended June 30, 2025	For The Year Ended June 30, 2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	\$ (205,986)	\$ (141,088)
Adjustments to reconcile net loss to net cash used in operating activities:		
Gain (loss) on issuance of debt	39,998	-
Depreciation and amortization	8,140	4,540
Changes in operating assets and liabilities:		
Prepaid expenses and other current assets	(3,742)	(2,854)
Accounts payable and accrued expenses	20,528	12,001
Accounts payable – related parties	7,685	48,767
Net Cash Used in Operating Activities	(133,377)	(78,634)
CASH FLOWS FROM INVESTING ACTIVITIES		
Deposits	-	(1,950)
Net Cash Used in Investing Activities	-	(1,950)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of notes payable	(102,343)	-
Repayment of notes payable – vehicle	(4,494)	-
Proceeds from convertible notes payable	235,953	(17,031)
Net Cash Provided by Financing Activities	129,116	(17,031)
NET INCREASE (DECREASE) IN CASH	(4,260)	(97,615)
CASH AT BEGINNING OF PERIOD	4,132	18,710
CASH AT END OF PERIOD	\$ (128)	\$ 4,132
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Conversion of convertible notes payable and accrued interest	\$ 165,700	\$ 83,038

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements

Discount Print USA, Inc.
Notes to Financial Statements

NOTE 1 – ORGANIZATION AND NATURE OF BUSINESS

Discount Print USA, Inc. (the “Company”) was incorporated in the State of Wyoming on June 17, 2019. The Company has minimal operations currently. Management is waiting to raise funds from investors to begin activities. The Company’s principal business consists of producing flyers, posters and printing images. The Company began generating revenues from operations during the fiscal year ended 2020.

NOTE 2 – GOING CONCERN

The Company’s financial statements are prepared using generally accepted accounting principles in the United States of America, applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs and allow it to continue as a going concern for a period of one year from the issuance of these financial statements. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations. These factors raise substantial doubt about the Company’s ability to continue as a going concern.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management’s plan is to obtain such resources for the Company by obtaining capital from management, significant shareholders, and seeking equity and/or debt financing. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

Our financial statements are prepared in accordance with accounting principles generally accepted in the United States (“GAAP”). In connection with the preparation of the financial statements, we are required to make assumptions and estimates about future events that affect the reported amounts of assets, liabilities, revenue, expenses and the related disclosures. We base our assumption and estimate on historical experience and other factors that management believes are relevant at the time our financial statements are prepared. On a periodic basis, management reviews the accounting policies, assumptions and estimates to ensure that our financial statements are presented fairly and in accordance with GAAP. However, because future events and their effects cannot be determined with certainty, actual results could differ from the estimates and assumptions, and such differences could be material.

Use of Estimates

In connection with the preparation of the financial statements, we are required to make assumptions and estimates about future events that affect the reported amounts of assets, liabilities, revenue, expenses and the related disclosures. We base our assumption and estimate on historical experience and other factors that management believes are relevant at the time our financial statements are prepared. On a periodic basis, management reviews the accounting policies, assumptions and estimates to ensure that our financial statements are presented fairly and in accordance with GAAP. However, because future events and their effects cannot be determined with certainty, actual results could differ from the estimates and assumptions, and such differences could be material.

Cash and Cash Equivalents

Placeholder

Loss per Common Share

The Company computes basic and diluted net loss per share amounts in accordance with ASC Topic 260, “Earnings per Share”. Basic loss per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of shares of common stock outstanding during the reporting period. Diluted loss per share reflects the potential dilution that could occur if convertible notes to issue common stock were converted, resulting in the issuance of common stock that could share in the loss of the Company.

For the year ended June 30, 2025, warrants were dilutive instruments and were included in the calculation of diluted earnings per share.

	June 30, 2025 (Shares)	June 30, 2024 (Shares)
Warrants	22,067,678	22,067,678
Convertible Notes Payable	797,269,680	12,833,400
Total	819,337,358	24,500,067

Stock-based compensation

The Company recognizes compensation expense for all stock-based compensation awards based on the grant-date fair value estimated in accordance with the provisions of ASC 718.

At the Company’s discretion, the Company may choose to compensate the present director, as well as compensate future directors, with stock-based compensation. For the present, only expenses are reimbursed for the present director’s participation on the board of directors.

Income Taxes

We record a provision for income taxes for the anticipated tax consequences of the reported results of operations using the asset and liability method. Under this method, we recognize deferred tax assets and liabilities for the expected future tax consequences of temporary differences between the financial reporting and tax basis of assets and liabilities, as well as for operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using the tax rates that are expected to apply to taxable income for the years in which those tax assets and liabilities are expected to be realized or settled. We record a valuation allowance to reduce our deferred tax assets to the net amount that we believe is more likely than not to be realized.

We recognize tax benefits from uncertain tax positions only if we believe that it is more likely than not that the tax position will be sustained on examination by the taxing authorities based on the technical merits of the position. Although we believe that we have adequately reserved for our uncertain tax positions, we can provide no assurance that the final tax outcome of these matters will not be materially different. We make adjustments to these reserves when facts and circumstances change, such as the closing of a tax audit or the refinement of an estimate. To the extent that the final tax outcome of these matters is different than the amounts recorded, such differences will affect the provision for income taxes in the period in which such determination is made and could have a material impact on our financial condition and operating results.

New Accounting Pronouncements, Recently Adopted Accounting Pronouncements

In February 2016, the FASB issued ASU 2016-02, Leases (Topic 842). ASU 2016-02 requires lessees to recognize lease assets and lease liabilities on the balance sheet and requires expanded disclosures about leasing arrangements. ASU 2016-02 is effective for fiscal years beginning after December 15, 2018 and interim periods in fiscal years beginning after December 15, 2018, with early adoption permitted. In July 2018, the FASB issued ASU 2018-11, Leases (Topic 842): Targeted Improvements. ASU 2018-11 provides entities another option for transition, allowing entities to not apply the new standard in the comparative periods they present in their financial statements in the year of adoption. The Company has evaluated all recently issued pronouncements and standards and has determined none will impact the financial statements. We also elected the short-term lease practical expedient, which allowed us to not recognize leases with a term of less than twelve months on our balance sheets. In addition, we elected the lease and non-lease components practical expedient, which allowed us to calculate the present value of the fixed payments without performing an allocation of lease and non-lease components. The standard did not have a material impact on the statements of operations or cash flows.

The FASB established the Accounting Standards Codification (“Codification” or “ASC”) as the source of authoritative accounting principles recognized by the FASB to be applied by nongovernmental entities in the preparation of financial statements in accordance with generally accepted accounting principles in the United States (“GAAP”). Rules and interpretative releases of the Securities and Exchange Commission (“SEC”) issued under authority of federal securities laws are also sources of GAAP for SEC registrants. The Company has evaluated recent accounting pronouncements and their adoption has not had or is not expected to have a material impact on the Company’s financial position, or statements.

Property and Equipment

Property and equipment are carried at the lower of cost or net realizable value. All property and equipment with a cost of \$1,000 or greater are capitalized. Major betterments that extend the useful lives of assets are also capitalized. Normal maintenance and repairs are charged to expense as incurred. When assets are sold or otherwise disposed of, the cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is recognized in operations.

Property and equipment consists of a vehicle, which is depreciated on a straight-line basis over its expected useful life of 5 years.

	June 30, 2025			June 30, 2024		
	Cost	Accumulated Depreciation	Net Book Value	Cost	Accumulated Depreciation	Net Book Value
Vehicle	\$33,180	(\$24,733)	\$8,447	\$33,180	(\$18,593)	\$14,578
Furniture & Fixtures	\$3,000	(\$733)	\$2,267	\$3,000	(\$3,000)	\$2,800

Depreciation expense for the year ended June 30, 2025 and the year ended June 30, 2024 was \$8,140 and \$17,327, respectively.

Revenue Recognition

The Company follows Financial Accounting Standards Board (“FASB”), Accounting Standards Codification (“ASC”) Topic 606, Revenue from Contracts with Customers. Under ASC Topic 606, revenue is recognized when a customer obtains control of promised goods or services and is recognized in an amount that reflects the consideration that an entity expects to receive in exchange for those goods or services. In addition, the standard requires disclosure of the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The amount of revenue that is recorded reflects the consideration that the Company expects to receive in exchange for those goods. We apply the following five-step model in order to determine this amount: (i) identification of the promised goods in the contract; (ii) determination of whether the promised goods are performance obligations, including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on

variable consideration; (iv) allocation of the transaction price to the performance obligations; and (v) recognition of revenue when (or as) we satisfy each performance obligation. We only apply the five-step model to contracts when it is probable that we will collect the consideration to which we are entitled in exchange for the goods or services we transfer to our customer which primarily consists from the production of flyers, posters and printing images. Once a contract is determined to be within the scope of ASC Topic 606, at contract inception we review the contract to determine which performance obligations we must deliver and which of these performance obligations are distinct. We recognize as revenues the amount of the transaction price that is allocated to the respective performance obligation when the performance obligation is satisfied or as it is satisfied. Generally, our performance obligations are transferred to customers at a point in time, typically upon delivery.

NOTE 4 – STOCKHOLDERS' EQUITY

Preferred Stock

As of the years ended June 30, 2025 and 2024, the Company had 5,000,000 Preferred Shares authorized at par value of \$0.001. There were 5,000 shares of Series A Preferred Stock issued and outstanding as of June 30, 2025 and 2024. The key rights and preferences associated with the Preferred Stock are summarized below:

Number in Class. The Preferred Stock shall consist of 5,000 shares, \$0.001 par value per share.

Dividend Rights. In each calendar year, the holders of the then outstanding Preferred Stock shall be entitled to receive, when, as and if declared by the Board, out of any funds and assets of the Company legally available therefore, noncumulative dividends in an amount equal to any dividends or other distribution on the Common Stock in such calendar year (other than a Common Stock dividend).

Participation Rights. Dividends shall be declared pro rata on the Common Stock and the Preferred Stock on a pari passu basis according to the number of votes per share entitled to be voted by such holders at the time of such dividend.

Non-Cash Dividends. Whenever a dividend or distribution shall be payable in property other than cash (other than a Common Stock dividend), the value of such dividend or distribution shall be deemed to be the fair market value of such property as determined in good faith by the Board.

Liquidation Rights. In the event of any liquidation, dissolution or winding up of the Company; whether voluntary or involuntary, the funds and assets of the Company that may be legally distributed to the Company's shareholders, first to the holders of each share of Preferred Stock then outstanding and prior and in preference to any payment or distribution (or any setting a part of any payment or distribution) of any available funds and assets on any shares of Common Stock or subsequent series of Preferred Stock.

Redemption. The Company shall not have any redemption rights relating to the Preferred Stock.

Voting Provisions. Each share of Preferred Stock shall be entitled to sixteen (16) votes on any matter properly brought before the Company's shareholders for a vote.

As of the years ended June 30, 2025 and 2024, the Company had 10,000 shares of Series B Convertible Preferred Stock, par value of \$0.001. There were 0 shares of Series B Convertible Preferred Stock issued and outstanding as of the years ended June 30, 2025 and 2024. The key rights and preferences associated with the Preferred Stock are summarized below:

Number in Class. The Series B Convertible Preferred stock consists of 10,000 shares, \$0.001 par value per share.

Dividend Rights. Dividends shall not be payable on the Series B Convertible Preferred stock.

Liquidation Rights. In the event of any liquidation, dissolution or winding up of the Company; whether voluntary or involuntary, the funds and assets of the Company that may be legally distributed to the Company's shareholders, first to the holders of each share of

Preferred Stock then outstanding and prior and in preference to any payment or distribution (or any setting a part of any payment or distribution) of any available funds and assets on any shares of Common Stock or subsequent series of preferred stock.

Redemption. The Company shall not have any redemption rights relating to the Series B Convertible Preferred Stock.

Voting Provisions. The holders of Series B Convertible Preferred stock are not entitled to shareholder votes.

Conversion. Each share of Series B Convertible Preferred stock can be converted into 20,000 shares of Company Common stock at the election of the Series B shareholder, subject to a 4.99% beneficial ownership limitation on post-conversion shares of Company Common stock held by the converting shareholder.

Common Stock

As of the years ended June 30, 2025 and 2024, the Company had 3,000,000,000 common shares authorized, par value \$0.001. As of June 30, 2025 and 2024, there were 998,662,505 and 319,112,507 shares of common stock issued and outstanding, respectively.

2023 Equity Issuances

The Company cancelled 1,128,887 common shares, in exchange for the issuance of the same number of new warrants, issued to Quick Capital, LLC.

The Company issued 113,883,700 common shares for conversion of convertible notes payable and accrued interest totaling \$113,884. The Company sold 1,500,000 common shares for \$12,600 in cash.

2024 Equity Issuances

The Company issued 617,783,331 common shares for conversion of convertible notes payable and accrued interest totaling \$588,850.

2025 Equity Issuances

The Company issued 679,549,998 common shares for conversion of convertible notes payable and accrued interest totaling \$86,846.

Warrants

The below table summarizes the activity of warrants exercisable for shares of common stock during the years ended June 30, 2025 and 2024:

	Number of Shares	Weighted Average Exercise Price
Balances as of June 30, 2023	11,666,667	\$0.01
Granted	-	-
Redeemed	-	-
Exercised	-	-
Forfeited	-	-
Balances as of June 30, 2024	11,666,667	
Granted	16,306,011	\$0.01
Redeemed	-	-
Exercised	(5,905,000)	\$0.01
Forfeited	-	-
Balances as of June 30, 2025	22,067,678	\$0.01

The fair value of each warrant on the date of grant is estimated using the Black-Scholes valuation model. The following weighted-average assumptions were used for the warrants granted during the years ended June 30, 2025 and 2024:

	Period Ended June 30, 2025	Year Ended June 30, 2024
Exercise price	\$0.01	\$0.01
Expected term	2.5 year	2.5 year
Expected average volatility	100-145%	100-145%
Expected dividend yield	-	-
Risk-free interest rate	3.48%	3.48%

The following table summarizes information relating to outstanding and exercisable warrants as of June 30, 2025:

Warrants Outstanding			Warrants Exercisable	
Number of Shares	Weighted Average Remaining Contractual Life (in years)	Weighted Average Exercise Price	Number of Shares	Weighted Average Exercise Price
22,067,678	4.43	\$0.01	22,067,678	\$0.01

Aggregate intrinsic value is the sum of the amounts by which the quoted market price of the Company's common stock exceeded the exercise price of the warrants at June 30, 2024 and 2025. As of June 30, 2025 and 2024, the aggregate intrinsic value of warrants outstanding was approximately \$0 and \$0, respectively.

As discussed below in Note 6, the Company issued 15,177,124 and 11,666,667 warrants with convertible debt during the years ended June 30, 2024 and 2023, respectively, and the Company cancelled 1,128,887 common shares, in exchange for the issuance of the same number of new warrants. The value of the warrants was allocated based on the relative fair values of the convertible notes and the warrants of \$85,266 and \$16,284, respectively for the year ended June 30, 2023. The value of the warrants was allocated based on the relative fair values of the convertible notes and the warrants of \$21,664 and \$78,833, respectively for the year ended June 30, 2023. The warrant values of \$16,284 and \$78,833 for the years ended June 30, 2024 and 2023, respectively, was recorded as a debt discount and which is being amortized over the life of the convertible notes. In addition, the convertible notes had an original issue discount (OID) in the amount of \$19,621 and \$16,167 for the years ended June 30, 2024 and 2023, respectively, which was recorded as a debt discount and which is being amortized over the life of the convertible notes. The Company also recorded \$30,600 of debt discount related to the conversion feature that qualified for derivative accounting and bifurcation under ASC 815 Derivatives and Hedging during the year ended June 30, 2023. The debt discount totaled \$66,505 and \$95,000 for the years ended June 30, 2024 and 2023, respectively.

NOTE 5 – RELATED PARTY TRANSACTIONS

During the year ended June 30, 2025 and 2024, the Company owed our officer and director, Ronald Miller, for consulting services rendered, totaling \$31,425 and \$31,301, respectively.

During the year ended June 30, 2025 and 2024, the company owed our officer, R. Nickolas Jones, for accounting services rendered, totaling \$96,593 and \$96,593, respectively.

See Note 4 for related party equity transactions.

NOTE 6 – NOTES PAYABLE

Short-term Notes Payable

On October 4, 2019, Be In Beauty Supplies loaned the Company \$3,160. The note accrues interest at a rate of 20% per annum and is due upon demand. The note was payable in full on December 31, 2019, and currently is in default. As such, the remaining unpaid principal balance and any accrued interest shall become due immediately at the option of the holder. On November 14, 2019, Be In Beauty loaned the Company an additional \$1,500. The note accrues interest at a rate of 10% and is due upon demand. The note was payable in full on November 14, 2021. On maturity, the remaining unpaid principal balance and any accrued interest shall become due immediately at the option of the holder.

During the years ended June 30, 2022 and 2021, the Company repaid \$1,000 and \$2,000, respectively, on the Be In Beauty notes payable. The remaining balance outstanding on this note payable is \$1,160 and \$1,160 as of June 30, 2025 and 2024, respectively.

On May 28, 2021 and again on June 3, 2021, Frank Koerber loaned the Company \$5,000, leaving a balance of \$10,000 owed and outstanding as of June 30, 2021. During the year ended June 30, 2022, Mr. Koerber loaned the Company \$10,000 and \$12,000 was repaid. As of June 30, 2025, the outstanding balance on this note was \$0.

On February 8, 2022 the Company entered into a future receivables agreement with Elevate Funding. The agreement consisted of a purchase price of \$9,800, for \$14,308 in future receivables. As part of the agreement the Company agreed to remit 14% of the Company's daily future receivables. The Company is required to make \$500 weekly payments per the agreement.

On March 7, 2022 the Company signed an addendum to the original February 8, 2022 future receivables agreement with Elevate Funding. The agreement consisted of a purchase price of \$2,940, for \$4,292 in future receivables. As part of the agreement the Company agreed to remit 14% of the Company's daily future receivables. The Company is required to make \$500 weekly payments per the agreement and addendum.

On June 27, 2022 the Company entered into a future receivables agreement with Elevate Funding. The agreement consisted of a purchase price of \$15,300, for \$22,185 in future receivables. As part of the agreement the Company agreed to remit 10% of the Company's daily future receivables. The agreement paid off the first two agreements with Elevate Funding, netting the Company a total of \$5,840. The Company is required to pay \$500 weekly payments per the agreement.

Convertible Notes Payable

On December 10, 2019, Redstone Communications loaned the Company \$10,000. The note accrues at a rate of 10% per annum and is convertible on demand.

On February 22, 2021, the Company amended its convertible notes payable agreement with Redstone Communications. The note was amended effective as of December 10, 2019, to remove the conversion feature in the original note also dated December 10, 2019.

During the year ended June 30, 2021, the Company issued 1,206,092 restricted common shares to Redstone Communications, in full satisfaction of this newly amended \$10,000 note. No interest was recorded as per the amended agreement. The shares were valued at \$0.04 per share for a total fair value of \$48,244, which was based upon the current value of shares being sold at the time of the Company's Reg-A offering. The conversion created a loss on the settlement of the debt of \$38,244.

During the year ended June 30, 2022, the Company and Quick Capital, LLC ("QC") entered into various securities purchase agreements ("SPA's") whereby QC acquired a total of (i) \$116,667 in convertible promissory notes having an OID of 10% and maturing one year after their respective maturity dates; and (ii) common stock purchase warrants (the "Warrants"). As part of the financing arrangements, the Company issued a total of 1,166,666 shares of common stock as payment for services related to servicing the loans (Note 4).

The above transactions between the Company and Quick Capital, resulted in the Company receiving total cash proceeds of \$100,500 and issuing 11,666,667 warrants with convertible debt (Note 4). The value of the warrants was allocated based on the relative fair values of the convertible notes and the warrants \$21,664 and \$78,833, respectively. The Warrant value of \$78,833 was recorded as a debt discount which is being amortized over the life of the convertible notes. In addition, the convertible notes had an original issue discount (OID) and legal fees in the amount of \$16,167 which was recorded as a debt discount and which is being amortized over the life of the convertible notes. The total debt discount recorded on the convertible notes payable was \$95,000. During the year ended June 30, 2022, the Company recorded \$62,530 in amortization expense leaving an unamortized debt discount balance of \$32,470.

During the year ended June 30, 2025, the Company and Quick Capital, LLC entered into various securities purchase agreements whereby QC acquired a total of \$47,529 in convertible promissory notes having an OID of 15%, maturing nine months after their respective issuance dates, and accruing a one-time interest charge of 10%. The Company also recorded a derivative liability related to the conversion feature that qualified for bifurcation under *ASC 815 – Derivatives and Hedging*. As of June 30, 2025, the principal balance of the QC notes, net of debt discount, was \$149,276.

Short-term Notes Payable – Vehicle

On February 18, 2022, the Company purchased a company vehicle, for a total of \$33,180. As part of the purchase, the Company financed a portion of the purchase, totaling \$23,951, at an APR of 5.99%. The outstanding principal balance as of March 31, 2024 is \$16,600.

Principal payments on the loan mature yearly as follows:

Principal Maturities	
June 30	
2026	4,174
2027	4,431
Thereafter	2,585

NOTE 7 – SUBSEQUENT EVENTS

On May 19, 2025, we entered into an agreement to acquire Jubilee Technologies LLC, a technology-driven digital advertising company specializing in search engine marketing (SEM), AI automation, and scalable media execution, in exchange for 250,000,000 shares of our common stock. The acquisition closed effective July 1, 2025. This acquisition is a strategic addition to DPUI's core print and media services.