

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Financial Gravity Companies, Inc.

800-588-3893

<https://financialgravity.com/>

[scott.winters@financialgravity.com](mailto:scott.winters@financialgravity.com)

[SIC Code] 6282

## Quarter Report

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

### Outstanding Shares

The number of shares outstanding of our Common Stock was:

95,275,765 as of December 31, 2024

95,707,324 as of September 30, 2025

Common:94,207,324 as of December 31, 2025

### Shell Status

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

Yes:  No:

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

Yes:  No:

### Change in Control

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

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

Financial Gravity Companies, Inc., 2501 Ranch Road 620 South, Suite 110, Lakeway, Texas 78734

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

Pacific Oil Company was a prior name, changed to Financial Gravity Companies, Inc. on October 31, 2016

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g., active, default, inactive):

Nevada - active

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

None

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

None

The address(es) of the issuer's principal executive office:

2501 Ranch Road 620 South, Suite 110, Lakeway, Texas 78734

The address(es) 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: Securities Transfer Corporation

Phone: (469) 633-0101

Email: info@stcttransfer.com

Address: 2901 N. Dallas Parkway, Suite 380, Plano, TX 75093

### 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: FGCO

Exact title and class of securities outstanding: Common

CUSIP: 31754E102

Par or stated value: \$0.001 Total shares authorized: 300,000,000 as of date: December 31, 2025

Total shares outstanding: Common:94,207,324 as of December 31, 2025

Total number of shareholders of record: 87 as of date: December 31, 2025

### Other classes of authorized or outstanding equity securities:

*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). 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: \_\_\_\_\_  
 CUSIP (if applicable): \_\_\_\_\_  
 Par or stated value: \_\_\_\_\_  
 Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
 Total shares outstanding (if applicable): \_\_\_\_\_ as of date: \_\_\_\_\_  
 Total number of shareholders of record  
 (if applicable): \_\_\_\_\_ as of date: \_\_\_\_\_  
 Exact title and class of the security: \_\_\_\_\_  
 CUSIP (if applicable): \_\_\_\_\_  
 Par or stated value: \_\_\_\_\_  
 Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
 Total shares outstanding (if applicable): \_\_\_\_\_ as of date: \_\_\_\_\_  
 Total number of shareholders of record(if applicable): \_\_\_\_\_ as of date: \_\_\_\_\_

**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:*

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

None

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

None

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

5,333,333 outstanding shares of common stock are subject to a redemption agreement for a total of \$800,000 payable over 36 months starting in June of 2027.

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

See above: 5,333,333 outstanding shares of common stock are subject to a redemption agreement for a total of \$800,000 payable over 36 months starting in June of 2027. The obligation is subject to state redemption rules.

**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.

5/25/2025 Company issued 163,103 shares at \$0.15 per share, and received a Note Receivable in the amount of \$24,465.45. The Note is forgivable based upon the shareholder's performance as an investment advisor in a private offering.

9/08/2025 Company issued 268,456 for \$40,000 at \$.149 per share in a private offering.

10/06/2025 Company agreed to repurchase 1,500,000 in exchange for release of contract obligations. No cash was exchanged.

**Changes to the Number of Outstanding Shares**

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 as of Second Most Recent Fiscal Year End: <u>Opening Balance:</u> Date 09/30/2024 Common: 95,275,765 Preferred: 0			*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.
5/25/2025	<u>New Issue</u>	<u>163,103</u>	<u>Common</u>	<u>\$0.15</u>	<u>no</u>	<u>Fischer Wealth Management, LLC</u>  <u>David Fischer is the control person</u>	<u>Shares in consideration of note receivable</u>	<u>Restricted</u>	<u>D</u>
9/8/2025	<u>New Issue</u>	268,456	<u>Common</u>	<u>\$0.15</u>	<u>No</u>	<u>Alex Brockway, Roth IRA</u>	<u>Cash</u>	<u>Restricted</u>	<u>D</u>
10/6/2025	<u>Cancellation</u>	(1,500,000)	<u>Common</u>	<u>\$0.00</u>	<u>No</u>	<u>Gregory Fenton</u>	<u>Cash</u>	<u>Restricted</u>	-
Shares Outstanding on Date of This Report: Date: 12/31/2025: Common:94,207,324 Preferred: <u>0</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, 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, 2022 through December 31, 2025 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

**A. Convertible Debt**

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table

includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

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

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion <sup>6</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
<i>Warrants See Below</i>								

Total Outstanding Balance:

Total Shares:

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

#### Warrants

On 9/26/2025, Company issued warrants for 1% of outstanding shares at the time of exercise that expire in 5 years. The warrants have a \$160,000 cash exercise in lieu of stock.

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

The purpose of this section is to provide a clear description of the issuer's current operations.

(Please ensure that these descriptions are updated on the Company's Profile on [www.otcmarkets.com](http://www.otcmarkets.com)).

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

Financial Gravity Companies, Inc. and Subsidiaries (the "Company") are located in Lakeway, Texas. Operations are conducted through wholly owned subsidiaries. Company helps investment advisors, insurance agents, accountants, and tax professionals expand their businesses by adding additional services, including their own multi-family office. Financial professionals are able to leverage the Financial Gravity systems, technology, proprietary resources, and deep domain expertise to bring proactive tax planning, retirement and estate planning, wealth and investment management, and risk mitigation.

List any subsidiaries, parent company, or affiliated companies.

Financial Gravity Family Office Services, LLC ("FGFOS"), Financial Gravity Asset Management, Inc. ("FGAM"), Financial Gravity Enhanced Markets, LLC ("FGEM"), Tax Master Network, LLC ("TMN"), Financial Gravity Tax Services, LLC ("FGTS"), Financial Gravity Legacy Services, LLC ("FGLS"), Financial Gravity Investment Services, LLC ("FGIS"). Forta Financial Group, Inc. ("Forta") was a broker-dealer but has discontinued operations due to the lack of securities transactions that require a broker/dealer affiliation.

Financial Gravity Family Office Services, LLC ("FGFOS") is a registered investment advisor registered with the Securities and Exchange Commission ("RIA") that offers financial planning and wealth management services to clients through investment advisors. Many of the independent investment advisors are members of TMN and are licensed to provide investment management advice. FGFOS provides support for the multi-family offices run by the TMN members.

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

Financial Gravity Asset Management, Inc. (“FGAM”) is an RIA and provides asset management services to individuals and businesses. FGAM had in excess of \$650,000,000 in assets under management as of December 31, 2025.

Financial Gravity Enhanced Markets, LLC (“FGEM”) is an insurance marketing organization and provides insurance products and services to insurance agents or agencies. The advisors with FGEM access insurance and other related products through FGEM.

Tax Master Network, LLC (“TMN”) supports over 300 CPA and Enrolled Agent professionals, training them to add crucial tax planning services to support clients.

The following subsidiaries are currently inactive or just provide services to clients:

Financial Gravity Tax Services, LLC provides tax return preparation services to investment advisory clients.

Financial Gravity Legacy Services, LLC (“FGLS”) provides estate planning services to investment advisory clients, advanced tax deferral strategies for high-net-worth individuals and business owners, with a focus on installment sale structures such as the 453 Rollover™. The firm offers turnkey support, including structuring, trustee coordination, and investment integration, to help clients optimize legacy planning.

Financial Gravity Investment Services, LLC (“FGIS”) functions as an Office of Supervisory Jurisdiction, and is currently not actively engaged in business.

Forta Financial Group, Inc. (“Forta”) was a broker-dealer that has discontinued operations due to lack of securities transactions that require a broker/dealer affiliation.

## 5) Issuer’s Facilities

The goal of this section is to provide an investor 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.

Company has commercial office space that it leases at 2501 Ranch Road 620 South, Suite 110, Lakeway, Texas 78734 (Corporate headquarters).

## 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 or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation	City / State	Number of shares owned directly owned	Shares in 401K, IRA, or brokerage account	Share type/class	Ownership Percentage of Class Outstanding (owned directly)	Names of control person(s) if a corporate entity	Equity Grants Stock Option Plans
Scott Winters	CEO and Chairman of the Board	The Hills TX	13,706,976	291,700	<u>Common</u>	14.63%	-	440,000
Jennifer Winters	COO and Board Member – wife of Scott Winters	The Hills TX		294,967	<u>Common</u>	0.31%	-	1,115,000

William Nelson, Jr.	Chief Investment Officer and Board Member	Las Vegas NV	13,705,176		<u>Common</u>	14.32%	-	1,115,000
John Pollock	Board Member	Prosper TX	15,052,962	27,600	<u>Common</u>	15.76%	-	365,000
Nemer Family Trust – Gary Nemer	CFO	Mill Valley, CA	13,705,175		<u>Common</u>	14.32%	<u>Held in family trust, Gary Nemer is control person</u>	750,000
Alex Brockway	Chief Legal Counsel	The Hills, Tx	92,150	275,659	<u>Common</u>	0.38%		250,000
Kaili Winters	Chief Compliance Officer	The Hills, Tx	33,590		<u>Common</u>	0.04%		250,000
Ed Lyon	Board Member	Cincinnati, OH	2,593,500	33,200	<u>Common</u>	2.74%	2,593,500 shares held by Tax Tuneup, LLC – Ed Lyon is control person	365,000
WILLIAMS FAMILY 2018 TR	Shareholder	Monterey, CA	5,333,333		<u>Common</u>	5%	Mark J. Williams and Ryann N. Williams are control persons for their trust	

## 7) Legal/Disciplinary History

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

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

None

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

None

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a

violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None

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

None

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

None

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None

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

None

## 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed. Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

### Securities Counsel.

Name: Roger Crabb  
Address 1: c/o Scheef & Stone, LLP  
500 North Akard Street, Suite 2700  
Dallas, TX 75201  
Address 2:  
Phone: Direct: 214.706.4224  
Email: [Roger.Crabb@solidcounsel.com](mailto:Roger.Crabb@solidcounsel.com)

### Accountant or Auditor

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

### Investor Relations

Firm: News Direct Corp  
Address 1: 23 South Main Street  
Norwalk, CT 06854  
Address 2:  
Phone: 888.270.0339.  
Email: [Hello@NewsDirect.com](mailto>Hello@NewsDirect.com)

### *All other means of Investor Communication:*

Twitter:  
Discord:  
LinkedIn: x

Facebook: x  
[Other ]

Other Service Providers provide the name of any other service provider(s) **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: Gary Nemer

Title: CFO

Relationship to Issuer: CFO

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

U.S. GAAP

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

Name: Gary Nemer

Title: CFO

Relationship to Issuer: CFO

Describe the qualifications of the person or persons who prepared the financial statements:

Chief Financial Officer of the Company

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.

Balance Sheet:

**Financial Gravity Companies, Inc. and Subsidiaries**  
**CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	Oct - Dec, 2025	Sep 30, 2025
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash	\$654,337.83	\$384,181.02
Accrued Income	691,424.21	658,969.43
Prepaid. Exp.	59,646.20	6,402.00
<b>Total Current Assets</b>	<b>\$1,405,408.24</b>	<b>\$1,049,552.45</b>
<b>Fixed Assets</b>		
Intangible Assets	3,318,891.32	3,268,891.32
<b>Total Fixed Assets</b>	<b>\$3,318,891.32</b>	<b>\$3,268,891.32</b>
<b>Other Assets</b>		
Note Receivable - Advisors	74,465.52	24,465.52
ROU asset	45,802.74	54,180.92
<b>Total Other Assets</b>	<b>\$120,268.26</b>	<b>\$78,646.44</b>
<b>TOTAL ASSETS</b>	<b>\$4,844,567.82</b>	<b>\$4,397,090.21</b>
<b>LIABILITIES AND EQUITY</b>		
<b>Liabilities</b>		
<b>Current Liabilities</b>		
Accounts Payable	(4,139.89)	31,729.57
Credit Cards	205.28	7,731.09
<b>Other Current Liabilities</b>	<b>\$1,085,795.52</b>	<b>\$983,103.46</b>
<b>Total Current Liabilities</b>	<b>\$1,081,860.91</b>	<b>\$1,022,564.12</b>
<b>Long-Term Liabilities</b>		
Notes Payable	183,830.00	185,300.72
ROU liability	21,828.17	30,968.00
Warrant Liability	160,000.00	160,000.00
<b>Total Long-Term Liabilities</b>	<b>\$365,658.17</b>	<b>\$376,268.72</b>
<b>Total Liabilities</b>	<b>\$1,447,519.08</b>	<b>\$1,398,832.84</b>
<b>Equity</b>		
Additional Capital Paid-In	18,099,261.13	18,015,472.92
Capital Stock	100,875.88	99,875.88
Retained Earnings	(15,117,091.43)	(14,924,908.57)
Net Income	314,003.16	(192,182.86)
<b>Total Equity</b>	<b>\$3,397,048.74</b>	<b>\$2,998,257.37</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$4,844,567.82</b>	<b>\$4,397,090.21</b>

Statement of Income

**Financial Gravity Companies, Inc. and Subsidiaries**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**Three Months Ended December 31**  
**(Unaudited)**

	<b>2025</b>	<b>2024</b>	<b>Change</b>
<b>Income</b>			
Insurance and Service	485,151.58	451,855.31	33,296.27
Investment Management Fees	2,060,887.59	1,661,560.09	399,327.50
<b>Total Income</b>	<b>\$2,546,039.17</b>	<b>\$2,113,415.40</b>	<b>\$432,623.77</b>
<b>Gross Profit</b>	<b>\$2,546,039.17</b>	<b>\$2,113,415.40</b>	<b>\$432,623.77</b>
<b>Expenses</b>			
Compensation Expense	1,984,297.80	1,658,578.75	325,719.05
Cost of services	7,696.19	27,050.12	(19,353.93)
General and Administrative	194,619.70	235,338.51	(40,718.81)
Marketing & Promotion	16,936.84	15,255.33	1,681.51
Professional Services	22,618.92	130,976.30	(108,357.38)
<b>Total Expenses</b>	<b>\$2,226,169.45</b>	<b>\$2,067,199.01</b>	<b>\$158,970.44</b>
<b>NET OPERATING INCOME/(LOSS)</b>	<b>\$319,869.72</b>	<b>\$46,216.39</b>	<b>\$273,653.33</b>
<b>Other Expenses</b>			
Income Taxes	(3,502.19)		(3,502.19)
Interest Expense	9,368.75		9,368.75
<b>Total Other Expenses</b>	<b>\$5,866.56</b>	<b>\$-</b>	<b>\$5,866.56</b>
<b>NET OTHER INCOME/(EXPENSE)</b>	<b>\$(5,866.56)</b>	<b>\$-</b>	<b>\$(5,866.56)</b>
<b>NET INCOME/(LOSS)</b>	<b>\$314,003.16</b>	<b>\$46,216.39</b>	<b>\$267,786.77</b>

## Statement of Cash Flows;

**Financial Gravity Companies, Inc. and Subsidiaries**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**Three Months Ended December 31**  
**(Unaudited)**

	<u>2025</u>	<u>2024</u>
<b>OPERATING ACTIVITIES</b>		
Net Income	314,003	46,216
Adjust of Net Income to Net Cash provided by operations:		
Accrued Income	(32,455)	(59,515)
Prepaid. Exp; Accruals	56,053	82,840
Total Adjustments:	<u>\$23,598</u>	<u>\$23,325</u>
Net cash provided by operating activities	<u>\$337,601</u>	<u>\$69,541</u>
<b>INVESTING ACTIVITIES</b>		
Note Receivable – Advisors	(50,000)	
RoU asset non-current Lakeway	8,378	7,506
Net cash provided by investing activities	<u>\$(41,622)</u>	<u>\$7,506</u>
<b>FINANCING ACTIVITIES</b>		
Notes Payable	(1,471)	
RoU liability non-curr Lakeway	(9,140)	(8,188)
Additional Capital Paid-In	(16,212)	20,198
Capital Stock	1,000	
Net cash provided by financing activities	<u>\$(25,822)</u>	<u>\$12,010</u>
Net cash increase for period	<u>\$270,157</u>	<u>\$89,058</u>
Cash at beginning of period	<u>\$384,181</u>	<u>\$375,178</u>
Cash at end of period	<u>\$654,338</u>	<u>\$464,236</u>
<b>Supplemental disclosures of cash flow information:</b>		
<b>Cash paid during the period for:</b>		
Interest	\$9,368.75	
Taxes	(\$3,502.19)	

Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)

**Financial Gravity Companies, Inc. and Subsidiaries**  
**CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY**  
**For Three Months Ended December 31, 2025 and 2024**  
**(Unaudited)**

	Number of Shares Issued and Outstanding	Common Stock Par Value Amount	Additional Paid- In Capital	Accumulated Deficit	Total
Balance at December 31 2024	95,275,765	\$99,446	\$18,043,284.00	\$(14,924,909.00)	\$3,217,822.00
Net Gain			\$46,216.00		\$46,216.00
Balance at September 30 2025	95,707,324	\$99,876	\$18,015,473.00	\$(14,924,909.00)	\$3,190,440.00
Net Gain (Loss)				\$(192,183.00)	\$(192,183.00)
				-	
Changes in Capital		1,000	\$83,788.00	\$(15,117,092.00)	\$84,788.00
Net Gain				\$314,923.00	\$314,923.00
Balance at December 31, 2025	94,207,324	\$100,876	\$18,099,261.00	\$(14,802,168.00)	\$3,397,969.00

**Financial Gravity Companies, Inc. and Subsidiaries**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**1. NATURE OF BUSINESS**

Financial Gravity Companies, Inc., and Subsidiaries (the “Company”) are located in Lakeway, Texas. Operations are conducted through wholly owned subsidiaries. Company helps investment advisors, insurance agents, accountants, and tax professionals expand their businesses by adding additional services, including their own multi-family offices. Financial services professionals are able to leverage Financial Gravity systems, technology, proprietary resources, and deep domain expertise to provide a comprehensive financial service experience to their clients that spans proactive tax planning, retirement and estate planning, wealth management, and risk mitigation.

Financial Gravity Family Office Services, LLC (“FGFOS”) is a registered investment advisor (“RIA”) that offers investment management advice to clients through independent investment advisors. Many of the independent investment advisors are members of TMN that are licensed to provide investment management advice. FGFOS provides support for the multi-family offices run by the TMN members and investment advisors that are registered with FGFOS.

Financial Gravity Asset Management, Inc. (“FGAM”) is an RIA. FGAM provides asset management services, including asset management services to clients of advisors that are registered with FGFOS.

Financial Gravity Enhanced Markets, LLC (“FGEM”) is an insurance marketing organization that provides insurance products and services to insurance agents or agencies, including TMN members licensed to sell insurance products.

Tax Master Network, LLC (“TMN”) services a network of over three hundred accountants and tax preparers with three primary services, including monthly subscriptions to the tax software systems, coaching, and email marketing services.

Financial Gravity Tax Services, LLC (“FGTS”) is a service provider that prepares tax returns for clients of FGFOS. It has no significant separate financial operations.

Financial Gravity Legacy Services, LLC (“FGLS”) provides estate planning and advanced tax deferral strategies for high-net-worth individuals and business owners, with a focus on installment sale structures such as the 453 Rollover™. The firm offers turnkey support, including structuring, trustee coordination, and investment integration, to help clients optimize legacy planning. It is not yet fully active.

Financial Gravity Investment Services, LLC (“FGIS”) acts as an Office of Supervisory Jurisdiction. It is currently inactive.

Forta Financial Group, Inc. (“Forta”) was a broker-dealer that has discontinued operations due to the lack of securities transactions that require a broker/dealer affiliation.

SEGMENT REPORTING

We manage our business in reportable segments. Each of our subsidiaries is treated as a segment. FGTS, FGLS, FGIS and Forta are combined under Inactive. We evaluate the performance of our operating segments based on a segment's attributed revenue and operating income/loss, and contribution to the results of consolidated operating income. Company includes consulting fees for related parties in its expenses.

**CONSOLIDATING STATEMENTS OF OPERATIONS**  
**Three Months Ended December 31 2024**

	Elim	FGCO	FGFOS	FGAM	FGEM	TMN	Inactive	TOTAL
<b>Income</b>								
<b>Insurance and Service Investment Management Fees</b>	(804,016.70)		1,974.66	200.86	251,586.88	190,796.46	7,296.45	451,855.31
<b>Total Income</b>	<b>\$(804,016.70)</b>	<b>\$-</b>	<b>\$1,002,530.76</b>	<b>\$1,465,221.55</b>	<b>\$251,586.88</b>	<b>\$190,796.46</b>	<b>\$7,296.45</b>	<b>\$2,113,415.40</b>
<b>Affiliate Advisor Rev</b>							0.00	
<b>Affiliate Advisor Rev</b>	(804,016.70)			804,016.70			0.00	0.00
<b>Total Affiliate Advisor Rev</b>	<b>\$(804,016.70)</b>	<b>\$-</b>	<b>\$-</b>	<b>\$804,016.70</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>
<b>Gross Profit</b>	<b>\$-</b>	<b>\$-</b>	<b>\$1,002,530.76</b>	<b>\$661,204.85</b>	<b>\$251,586.88</b>	<b>\$190,796.46</b>	<b>\$7,296.45</b>	<b>\$2,113,415.40</b>
<b>Expenses</b>							0.00	
<b>Compensation Expense</b>		1,017,984.72	461,804.76		157,735.27	21,000.00	54.00	1,658,578.75
<b>Cost of services General and Administrative Marketing &amp; Promotion Professional Services</b>		224.51		2,030.00	0.00	8,662.40	16,133.21	27,050.12
		175,813.69	3,709.83	30,272.43	3,879.52	3,503.44	18,159.60	235,338.51
		16,883.39	(6,090.00)			4,461.94	0.00	15,255.33
		110,095.30	5,881.00				15,000.00	130,976.30
<b>Total Expenses</b>	<b>\$-</b>	<b>\$1,321,001.61</b>	<b>\$465,305.59</b>	<b>\$32,302.43</b>	<b>\$161,614.79</b>	<b>\$37,627.78</b>	<b>\$49,346.81</b>	<b>\$2,067,199.01</b>
<b>NET OPERATING INCOME/(LOSS)</b>	<b>\$-</b>	<b>\$(1,321,001.61)</b>	<b>\$537,225.17</b>	<b>\$628,902.42</b>	<b>\$89,972.09</b>	<b>\$153,168.68</b>	<b>\$(42,050.36)</b>	<b>\$46,216.39</b>
<b>NET INCOME/(LOSS)</b>	<b>\$-</b>	<b>\$(1,321,001.61)</b>	<b>\$537,225.17</b>	<b>\$628,902.42</b>	<b>\$89,972.09</b>	<b>\$153,168.68</b>	<b>\$(42,050.36)</b>	<b>\$46,216.39</b>

**CONSOLIDATING STATEMENTS OF OPERATIONS**  
**Three Months Ended December 31, 2025**

	Elim	FGCO	FGFOS	FGAM	FGEM	TMN	Inactive	Total
<b>Income</b>								
Insurance and Service Investment Management Fees	(1,109,287.10)	1,346.31	1,329,617.02	1,839,211.36	299,802.59	177,070.70	8,278.29	485,151.58
<b>Total Income</b>	<b>\$(1,109,287.10)</b>	<b>\$1,346.31</b>	<b>\$1,329,617.02</b>	<b>\$1,839,211.36</b>	<b>\$299,802.59</b>	<b>\$177,070.70</b>	<b>\$8,278.29</b>	<b>\$2,546,039.17</b>
<b>Affiliate Advisor Rev</b>								
Cost of Goods Sold	(1,109,287.10)			1,109,287.10				0.00
<b>Total Affiliate Advisor Rev</b>	<b>\$(1,109,287.10)</b>	<b>\$-</b>	<b>\$-</b>	<b>\$1,109,287.10</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>
<b>Gross Profit</b>	<b>\$-</b>	<b>\$1,346.31</b>	<b>\$1,329,617.02</b>	<b>\$729,924.26</b>	<b>\$299,802.59</b>	<b>\$177,070.70</b>	<b>\$8,278.29</b>	<b>\$2,546,039.17</b>
<b>Expenses</b>								
Compensation Expense		1,093,703.51	812,589.21		78,005.08			1,984,297.80
Cost of services General and Administrative		0.00	250.03			7,446.16		7,696.19
Marketing & Promotion		159,498.54	(220.00)	26,839.51	923.31	2,513.25	5,065.09	194,619.70
Professional Services		11,143.89				5,792.95		16,936.84
		17,636.27	4,932.65		50.00			22,618.92
<b>Total Expenses</b>	<b>\$-</b>	<b>\$1,281,982.21</b>	<b>\$817,551.89</b>	<b>\$26,839.51</b>	<b>\$78,978.39</b>	<b>\$15,752.36</b>	<b>\$5,065.09</b>	<b>\$2,226,169.45</b>
<b>NET OPERATING INCOME/(LOSS)</b>	<b>\$-</b>	<b>\$(1,280,635.90)</b>	<b>\$512,065.13</b>	<b>\$703,084.75</b>	<b>\$220,824.20</b>	<b>\$161,318.34</b>	<b>\$3,213.20</b>	<b>\$319,869.72</b>
<b>Other Expenses</b>								
Income Taxes		(3,502.19)						(3,502.19)
Interest Expense		9,368.75						9,368.75
<b>Total Other Expenses</b>	<b>\$-</b>	<b>\$5,866.56</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$5,866.56</b>
<b>NET OTHER INCOME/(EXPENSE)</b>	<b>\$-</b>	<b>\$(5,866.56)</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$-</b>	<b>\$(5,866.56)</b>
<b>NET INCOME/(LOSS)</b>	<b>\$-</b>	<b>\$(1,286,502.46)</b>	<b>\$512,065.13</b>	<b>\$703,084.75</b>	<b>\$220,824.20</b>	<b>\$161,318.34</b>	<b>\$3,213.20</b>	<b>\$314,003.16</b>

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

A summary of the significant accounting policies consistently applied in the preparation of the accompanying consolidated financial statements in accordance with GAAP is as follows.

*Basis of Consolidation*

The consolidated financial statements include the accounts of Financial Gravity Companies, FGFOS, FGAM, FGEM, TMN, FGIS, FGLS, and Forta (collectively referred to as the "Company"). All significant intercompany accounts and transactions have been eliminated on consolidation.

*Cash and Cash Equivalents*

The Company considers all highly liquid investments with an initial maturity of three months or less, when purchased, to be cash equivalents. The Company maintains cash balances at financial institutions located throughout the United States, which at times may exceed insured limits. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

*Reclassifications to Financial Statements and Adjustments*

Company reclassified note obligations to current. The actual due date is in 2027, but the balance is low and amortization starting this fiscal year would repay the entire balance. It is expected that the note balance will increase as Company makes transition loans to new advisors that may result in new balances being categorized as long term.

### *Prepaid Expenses*

Prepaid expenses consist of expenses Company has paid for prior to the service or good being provided. These prepaid expenses will be recorded as expense at the time the service has been provided.

### *Property and Equipment*

Property and equipment are stated at cost, less accumulated depreciation. Depreciation is provided in amounts sufficient to relate the cost of depreciable assets to earnings over their estimated service lives by the straight-line method. Maintenance and repairs are charged to expenses as incurred; major repairs and replacements are capitalized. When items of property or equipment are sold or retired, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is included in operations. Property and equipment has been fully depreciated.

### *Proprietary Content*

Proprietary content has been fully amortized.

### *Intellectual Property*

Company accounts for intellectual property in accordance with GAAP, and accordingly, intellectual property is stated at cost. Intellectual property that has an indefinite life is not amortized but is tested for impairment at least annually. Management has determined that intellectual property has an indefinite life and does not consider the value of intellectual property recorded in the accompanying consolidated balance sheet to be impaired as of December 31, 2025, and 2024.

### *Goodwill*

Company conducts ongoing annual impairment assessments, at the reporting unit level, of its recorded goodwill. Company assesses qualitative factors in order to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount. The qualitative factors evaluated by Company include macroeconomic conditions of the local business environment, overall financial performance, and other entity specific factors as deemed appropriate. If, through this qualitative assessment, the conclusion is made that it is more likely than not that a reporting unit's fair value is less than its carrying amount, an impairment test is performed. Management determined that no impairment was necessary at December 31, 2025. Goodwill consists of the following:

	<b>December 31</b>	<b>December 31</b>
	<b>2025</b>	<b>2024</b>
TMN Goodwill	\$1,698,522	\$1,648,522
Company Goodwill	\$1,567,199	\$1,517,199
Total Goodwill	\$3,265,721	\$3,254,271

### *Income Taxes*

Company accounts for federal and state income taxes pursuant to GAAP, which requires an asset and liability approach for financial accounting and reporting for income taxes based on the tax effects of differences between the financial statement and tax bases of assets and liabilities.

Company accounts for all uncertain tax positions in accordance with Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 740 – Income Taxes ("ASC 740"). ASC 740 provides guidance on recognition and de-recognition, classification, measurement, interest and penalties, and disclosure related to uncertain income tax positions. Company recognizes accrued interest and penalties related to unrecognized tax benefits as a component of income tax expense. There were no uncertain tax positions or accrued interest or penalties as of December 31, 2025 and 2024.

From time to time, Company is audited by taxing authorities, and these audits could result in proposed assessments of additional taxes. Company believes that its tax positions comply in all material respects with applicable tax law; however, tax law is subject to interpretation, and interpretations by taxing authorities could differ from those of Company, which could result in the imposition of additional taxes. Company's federal income tax returns since 2021 remain subject to examination by taxing authorities.

### *Earnings Per Share*

Basic earnings per common share is computed by dividing net earnings available to common stockholders by the WA number of common shares outstanding for the reporting period. Average number of common shares were 94,305,150 shares and 95,161,923 for the three months ended December 31, 2025, and 2024, respectively.

For the three months ended December 31, 2025, and 2024, the earnings per share were \$0 and \$0, respectively.

### *Revenue Recognition*

Company derives its revenues primarily from the following activities: Investment Management Fees, Tax Master Network subscriptions, and Insurance Sales.

FGAM and FGFS generate investment management fees for services provided by Company to clients. Investment management fees include fees earned from assets under management by providing professional services in conjunction with managing client investments. Revenue is recognized as earned and billed at the end of each monthly period. FGAM shares certain clients with FGFS and the professional fees charged to the FGFS client accounts are treated as affiliate expense to FGAM and revenue to FGFS.

FGEM generates revenue from insurance marketing services for insurance agents, including sourcing of insurance policies through selling agreements with third-party insurance companies. Revenue is recognized when the policies have been accepted by the issuer and it is probable the commission will be received. Commissions are received after products are sold, issued or in force.

TMN provides subscription services that are charged and collected on a month-to-month basis. None of these programs come with a long-term commitment or contract, and there is no up-front payment beyond the monthly subscription fee. Cancellations are processed within the month requested and memberships are closed at the end of the period for which the most recent payment was made. Members are not entitled to refunds for unused memberships. Any subscription fees paid for a future period are deferred in the financial statements. TMN also sells Tax Blueprint®. These are tax planning strategy guides to save customers' taxes through the implementation of the recommended tax strategies. After an initial assessment, the customers pay a fixed fee based on TMN's estimate of potential future savings. A contract liability is recognized when the customer payment is received. Revenue is deferred until the customer reviews and accepts the final Tax Blueprint® document and returns an executed delivery agreement.

FGTS provides tax preparation services. Company services revenue is recognized when consulting and other professional services are performed by Company, primarily by TMN and FGTS. Revenue is recognized as services are delivered and accepted.

Financial Gravity Legacy Services, LLC ("FGLS") provides estate planning and advanced tax deferral strategies for high-net-worth individuals and business owners, with a focus on installment sale structures such as the 453 Rollover™. It did not generate revenue during the period.

Financial Gravity Investment Services, LLC ("FGIS") acts as an Office of Supervisory Jurisdiction. It did not generate revenue during the period.

Revenue represents gross billings less discounts. State sales and revenue taxes may be included in billings. Amounts invoiced for work not yet completed are shown as contract liabilities in the accompanying consolidated balance sheets.

Accrued revenues are recorded for investment management fees that are paid in arrears and are generally collected within a few days of month end by debiting client accounts held by a custodian. The allowance for doubtful accounts was \$0 as of December 31, 2025, and 2024, respectively.

### *Revenue Analysis*

Three months ended December 31, 2025 – Total income for the period was approximately \$2,546,000, an increase of approximately \$432,624 compared with approximately \$2,113,000 in the same period of 2024. The growth was attributable to higher investment-management fees, which rose by approximately \$399,328 to approximately \$2,061,000 as the Company benefited from higher average assets under management. Insurance and service income increased by approximately \$33,296 to approximately \$485,152. Gross profit tracked revenue and increased commensurately.

### *Compensation Expense*

Three months ended December 31, 2025 – Total compensation and related expenses for the period were approximately \$1,984,000, up approximately \$326,000 from approximately \$1,659,000 in the same period of 2024. Higher salaries and wages, reflecting increased staffing and merit increases, and higher AUM-based commissions accounted for most of the increase. Stock-based compensation also contributed to the increase.

### *Cost Of Services*

Three months ended December 31, 2025 – Cost of services decreased to approximately \$8,000 compared with approximately \$27,000 in the prior-year period, a reduction of approximately \$19,000 – which were related to discontinued operations.

### *General And Administrative Expenses*

Three months ended December 31, 2025 – General and administrative expenses were approximately \$195,000, a decrease of approximately \$41,000 from approximately \$235,000 reported in the same period of 2024. This was primarily due to small reductions in rent, travel expense, and timing differences with vendor services.

### *Marketing Expenses*

Three months ended December 31, 2025 – Marketing and promotion expenses were approximately \$17,000, up approximately \$1,700 from approximately \$15,000 in the prior-year period.

#### *Professional Services*

Three months ended December 31, 2025 – Professional-services expenses decreased to approximately \$23,000 compared with approximately \$131,000 in the prior-year period, a reduction of approximately \$108,000. The decrease was driven by lower legal and consulting expenses.

#### *Total Expenses And Net Income*

Three months ended December 31, 2025 – Total operating expenses for the period were approximately \$2,226,000, up approximately \$159,000 from approximately \$2,067,000 in the same period of 2024. After other income and expenses, the Company reported net income of approximately \$314,003, compared with net income of approximately \$46,216 in the prior-year period, reflecting an increase of approximately \$267,787.

#### *Compensation*

Company includes in compensation all salaries, wages, employee benefits, payroll costs, payroll taxes, commissions to employees and to independent investment advisors, payments to related party consultants, and stock-based compensation.

Starting in Fiscal Year 2024, the Board has authorized distinct performance bonuses to its CEO, Scott Winters as follows:

Starting in fiscal year 2024, on the condition that Company's cash flow is sufficient to cover all projected costs and expenses, and upon approval by the Board of Directors, Mr. Winters shall be paid bonuses based upon the following formula:

1.5% of Profit that is maintained compared to the prior annual period, plus

2.5% of Profit growth compared to the prior annual period.

Company recognizes the fair value of stock-based compensation in the accompanying statements of operations, for employee grants, commissions for non-employee grants, and stock appreciation rights grants, on a straight-line basis over the vesting period, using the Black-Scholes option pricing model. See Item 11 for plan disclosures.

#### *Use of Estimates*

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

#### *Going Concern*

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates that the Company will need to manage and grow asset under management and/or secure additional financing to fully implement its business plan, including continued growth and establishment of a stronger brand. The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of these uncertainties, but Company has not historically experienced significant adjustments.

Revenue for the three months ended December 31, 2025, increased by approximately \$432,624 from the prior year, and investment management fees increased by \$399,328. Profitability improved significantly, with net income of \$314,003 compared to \$46,216 in the prior-year period, an increase of \$267,787. The Company benefited from strong revenue growth, which more than offset the increase in total operating expenses. Profitability was enhanced by significantly reduced professional services costs. The Company's focus in 2026 is to increase AUM and other revenue streams which is necessary to continue the growth in profitability and positive cash flow.

Company's start to fiscal year 2026 demonstrated the positive trend in cash flow and profitability in the first fiscal quarter. Company's ability to attract additional advisors to its platform is key to maintaining its positive trends. Company still has a significant accumulated deficit of approximately \$15,000,000, which highlights the need for continued improved financial performance, and potentially additional financing to support the Company's long-term growth plans.

Management plans to focus its growth objectives on continuing to increase its recurring fees from assets under management and its services income (including from FGEM insurance revenue), and by pursuing acquisitions and strategic relationships.

#### *Recent Accounting Pronouncements*

ASU 2023-07 – Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures

ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and for interim periods within fiscal years beginning after December 15, 2024, for public entities. The standard enhances disclosure requirements about significant segment expenses, introduces new information about the chief operating decision maker (CODM), requires segment disclosures in interim periods, and clarifies requirements for entities with a single reportable segment. Early adoption is permitted. Company is currently evaluating the impact of adoption of this guidance and does not anticipate it will have a material impact on financial condition or results of operations.

**ASU 2023-09 – Income Taxes (Topic 740): Improvements to Income Tax Disclosures**

ASU 2023-09 is effective for public business entities for fiscal years beginning after December 15, 2024, and for other entities for fiscal years beginning after December 15, 2025. The amendments require enhanced reconciliation of the effective tax rate and more detailed disclosures of income taxes paid disaggregated by federal, state, and foreign jurisdictions (with significant jurisdictions separately identified if they account for 5% or more of total payments). Companies must also provide separate disclosure of pre-tax income, tax expense, and taxes paid by domestic and foreign components. Company is assessing the impact and does not expect a material impact on its financial statements from the adoption of this standard.

**ASU 2024-03 – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40)**

Effective for fiscal years beginning after December 15, 2026 and for interim periods within annual periods beginning after December 15, 2027, ASU 2024-03 requires public business entities to disaggregate and disclose expenses in income statement line items (e.g., SG&A, cost of sales, R&D) for enhanced transparency. Early adoption is permitted. Company is evaluating the impact and currently does not anticipate material effects.

**3. PROPERTY AND EQUIPMENT**

Company has written off all remaining property and equipment that was subject to depreciation.

**4. INTELLECTUAL PROPERTY**

Company accounts for intellectual property in accordance with GAAP, and accordingly, intellectual property is stated at cost. Intellectual property that has an indefinite life is not amortized but is tested for impairment at least annually. Management has determined that intellectual property has an indefinite life and does not consider the value of intellectual property recorded in the accompanying consolidated balance sheet to be impaired as of December 31, 2025, and 2024.

Trademarks	
Trademarks at December 31, 2025 and 2024	\$53,170

**5. LINE OF CREDIT**

Company has a revolving line of credit with Wells Fargo Bank, N.A. in the amount of \$67,500. Amounts drawn under this line of credit are due on demand, and monthly interest and principal payments are required. The interest rate on the line of credit is 9.5%. This line of credit is collateralized by the personal guarantee of John Pollock. The line of credit balance was \$0 and \$0 of December 31, 2025, and 2024, respectively.

**6. NOTES PAYABLE**

Company has entered into a loan facility of up to \$750,000 to help fund advisor acquisitions. The loan is supported by warrants for 1% of the outstanding shares. The current balance of the loan is \$150,000. The loan is interest only (at 15% per annum) for a period, then amortizes, and is due in December, 2027. Forta received a PPP loan, the remaining balance of \$83,830 is owed by Forta.

Company’s maturities of debt subsequent to December 31, 2025 are as follows:

Schedule of Note Maturities		
2026	\$198,529	*
2027 and thereafter	\$183,830	
Warrant Liability	\$160,000	**
Total Debt maturities	\$542,359	

\* includes \$150,000 balance due in 2027 to reflect amortization schedule. \*\*\$160,000 in warrant obligations is included.

## 7. ACCRUED EXPENSES

	December 31, 2025	September 30, 2025
<b>Accrued exp &amp; other current liability</b>	129.03	
<b>Accrue E&amp;O Liability – ST [\$10,000 per month is owed – no interest]</b>	120,000.00	262,395.39
<b>Accrue E&amp;O Liability – LT [\$10,000 per month is owed – no interest]</b>	139,163.31	
<b>Accrued Expenses</b>	2,941.67	3,243.75
<b>Total FGCO Accruals</b>	<u>\$262,234.01</u>	<u>\$265,639.14</u>
<b>Commission Due Following Month</b>		
<b>Commissions Payable - External</b>	335,022.20	345,725.05
<b>Payable to Advisors</b>	0	47,544.13
<b>Commissions Payable - Internal</b>	23,000.00	16,602.94
<b>Commissions Due Total</b>	<u>\$358,022.20</u>	<u>\$409,872.12</u>
<b>Fora Obligations</b>	\$297,317.55	\$297,317.55

## 8. INCOME TAXES

Company elected C Corporation tax status from inception. Net operating losses (“NOL”) total approximately \$9,700,000 as of December 31, 2025. NOL generated in tax years beginning after December 31, 2017, and before January 1, 2021 (including those generated in 2018, 2019, and 2020) are subject to the 80% limitation when carried forward to tax years beginning after December 31, 2020. The projected federal income tax for the year ending September 30, 2025, is approximately \$0 and has been recorded in the accompanying statements of operations. State income taxes are accrued each month at an annual rate of \$15,000.

A deferred tax liability or asset is determined based on the difference between the financial statement and tax bases of assets and liabilities as measured by the enacted tax rates which will be in effect when these differences reverse. Deferred tax expense or benefit in the accompanying consolidated statements of operations are the result of changes in the assets and liabilities for deferred taxes. The measurement of deferred tax assets is reduced, if necessary, by the amount for any tax benefits that, based on available evidence, are not expected to be realized. Income tax expense is the current tax payable or refundable for the year, plus or minus the net change in the deferred tax assets and liabilities. Deferred income taxes of Company arise from the temporary differences between financial statement and income tax recognition of NOL carry-forwards. A valuation allowance for the full amount of the NOL has been recognized. For tax years beginning after December 31, 2017, the NOL deduction is limited to 80% of taxable income (calculated without regard to the deduction). This means that companies can only use NOLs to offset up to 80% of their taxable income in a given year.

The deferred tax assets and liabilities in the accompanying consolidated balance sheets include the following components at fiscal year-end, September 30:

### Schedule of deferred tax assets and liabilities

	2025	2024
<b>Net operating loss carryforward (approximately)</b>	(\$9,500,000)	(\$9,700,000)
<b>Valuation allowance</b>	(\$9,500,000)	(\$9,700,000)

## 9. COMMITMENTS, CONTINGENCIES AND CONCENTRATIONS

### Leases

Company leases its office space through an operating lease in Lakeway, Texas. Company’s lease agreements do not contain any material residual value, guarantees or material restrictive covenants. Company determines if an arrangement is an operating lease at inception. Leases with an initial term of less than 12 months are not recorded on the balance sheet. All other leases are recorded on the balance sheet as right-of-use assets and lease liabilities for the lease term. Lease assets and lease liabilities are recognized at commencement date based on the present value of lease payments over the lease term and include options to extend or terminate the lease when they are reasonably certain to be exercised. The present value of lease payments is determined primarily using the

incremental borrowing rate based on the information available at lease commencement date. Company's operating lease expense is recognized on a straight-line basis over the lease term and is recorded in general and administrative expenses.

Company incurred lease expenses for its operating leases of approximately \$60,000 (including CAM expense) for the twelve months ending December 31, 2025, and 2024, respectively, which were included in "General and Administrative" expense on the accompanying consolidated statements of operations. Rent expense is recorded on a straight-line basis over the term of the lease. Management expects that in the normal course of business, leases will be renewed or replaced by other leases.

Company has a lease in Lakeway, Texas. The lease runs through January 31, 2027. The total rent expense for the lease was approximately \$60,000 for the years ended December 31, 2025, and 2024, respectively. There are renewal options at the end of this lease. At this time, renewal is uncertain.

Minimum future annual rental payments under non-cancelable operating leases having original terms in excess of one year are approximately as follows:

	2026
Total undiscounted lease payments	\$56,725
Approximate Imputed interest	(\$5,000)
Present value of lease payable	\$51,725

### *Legal Proceedings*

From time to time, the Company is involved in litigation. The Company initiated a lawsuit against a former officer related to the nondisclosure of potential client claims. In response, the former officer filed an amended cross-complaint seeking allegedly unpaid compensation, which the Company does not believe has merit. The Company was also named in a lawsuit as a co-defendant with an advisor related to the alleged misappropriation of trade secrets by the advisor when departing the advisor's former firm. The Company believes the claims against it are without merit. The Company does not anticipate any material negative financial impact from these pending lawsuits.

## **10. STOCKHOLDERS' EQUITY**

### *Common Stock*

Company is authorized to issue up to 300,000,000 shares of common stock, par value \$0.001 per share.

### *Common Stock Issuances*

12/27/2023 Company issued 500,000 shares in connection with the transfer of \$50 million in AUM in connection with the potential acquisition of advisor business assets.

5/25/2025 Company issued 163,103 shares at \$0.15 per share, and received a Note Receivable in the amount of \$24,465.45. The Note is forgivable based upon the shareholder's performance as an investment advisor.

9/08/2025 Company issued 268,456 for \$40,000 at \$.149 per share in a private offering.

10/06/2025 A shareholder agreed to cancel 1,500,000 shares in exchange for release of contract obligations.

### *Common Stock Warrants*

On 9/26/2025, Company issued warrants for 1% of outstanding shares at the time of exercise that expire in 5 years. The warrants have a \$160,000 cash put feature in lieu of stock. Due to the cash settlement feature, the warrant has been classified as a liability and is measured at fair value, with changes in fair value recognized in earnings. The fair value at issuance was determined to be \$160,000 based on the put price. The warrant expires on September 26, 2030.

### *Preferred Stock*

Financial Gravity Companies, Inc. does not have a preferred stock authorization in its articles of incorporation.

## **11. STOCK OPTION PLAN**

Effective November 22, 2016, Company established the 2016 Stock Option Plan, as amended (the "2016 Plan"). Company's Board of Directors has the authority and discretion to grant stock options. The maximum number of shares of stock that may be issued pursuant to the exercise of stock options under the Plan is 20,000,000 and the maximum term of an award is 10 years. Eligible individuals include any employee of Company or any director, consultant, or other person providing services to Company. The expiration date and exercise

price of each option grant are as established by Company's Board of Directors. The first date any options were granted under the 2016 Plan was December 19, 2016. There is also a dormant 2015 Plan with 8,632 shares eligible for issuance pursuant to option exercises.

### Financial Gravity Companies, Inc. Stock Option Activity and Disclosure Report

10/01/2025 -

For: - 12/31/2025

Stock Option Activity Details	W AVG Exercise Price	W AVG Fair Value*	Total Fair Value*	Aggregate Intrinsic Value	W AVG Price at Exercise	Total Intrinsic Value
Outstanding	7,663,410	\$0.23	\$0.11	\$851,643.22	\$6,570	
12/31/2025	7,663,410	\$0.24	\$0.11	\$851,643.22	\$6,570	
Vested	5,766,739	\$0.23	\$0.09	\$562,856.91	\$6,570	
Nonvested	1,896,671	\$0.26	\$0.15	\$288,786.32	\$0	
Exercisable	5,766,739	\$0.23	\$0.09	\$562,856.91	\$6,570	
Outstanding				W AVG	W AVG R)	
<u>Exercise Price Range</u>		<u>Total Outstanding</u>				
\$0 - \$2		7,663,410		\$0.2362	5.1837	
Vested						
<u>Exercise Price Range</u>		<u>Vested</u>				
\$0 - \$2		5,766,739		\$0.2293	4.5120	
Unvested						
<u>Exercise Price Range</u>		<u>Unvested</u>				
\$0 - \$2		1,896,671		\$0.2574	7.2262	
Exercisable						
<u>Exercise Price Range</u>		<u>Exercisable</u>				
\$0 - \$2		5,766,739		\$0.2293	4.5120	
All Granted	<u>High</u>	<u>Low</u>	<u>W AVG</u>	Cash Received		\$0
AW Strike Price	\$2	\$0.0400	\$0.3264	Options Exercised		0
Market Price	\$1.5000	\$0	\$0.2914			
Volatility	807.55%	0.85%	106.83%			
Dividend Yield	0%	0%	0%			
Expected Life	10 yrs	0 yrs	1.42 yrs			
Risk Free Rate	4.65%	0%	0.85%			

		Restricted Stock		
Awards Outstanding as of 10/01/2025 Run on 01/18/2026	163,103	\$0.15	\$0.13	\$22,345.11
Awards Granted in Period	50,000	\$0.08	\$0.0864	\$4,319.90
Awards Outstanding as of 12/31/2025 Run on 01/18/2026	213,103	\$0.13	\$0.12	\$26,665.011
Awards Vested	0	\$0.0000	\$0.00	\$0.
Awards Nonvested	213,103	\$0.13	\$0.12	\$26,665.01
Awards Vested and Outstanding as of 12/31/2025	0	\$0.0000	\$0.00	\$0.00
<b>Awards Outstanding</b>			<b>W Avg. Exercise</b>	<b>W Avg. Remaining Contractual Life</b>
<u>Exercise Price Range</u>		<u>Total Outstanding</u>		
\$0.0000 - \$2.0000		213,103	\$0.1336	3.2142
		213,103		
<b>Awards Vested</b>				
<u>Exercise Price Range</u>		<u>Awards Vested</u>		
\$0.0000 - \$2.0000		0	\$0.0000	0.0000
<b>Awards Unvested</b>				
<u>Exercise Price Range</u>		<u>Awards Unvested</u>		
\$0.0000 - \$2.0000		213,103	\$0.1336	3.2142
<b>Awards Exercisable</b>				
<u>Exercise Price Range</u>		<u>Awards Exercisable</u>		
\$0.0000 - \$2.0000		0	\$0.0000	0.0000
<u>All Granted</u>	<u>High</u>	<u>Low</u>	<u>Weighted Average</u>	
Award/Strike Price	\$0.1500	\$0.0800	\$0.1336	
Market Price	\$0.1500	\$0.0870	\$0.1352	
Volatility	243.59%	213.72%	220.73%	
Dividend Yield	0.00%	0.00%	0.00%	
Expected Life	4.75 yrs	2.50 yrs	3.03 yrs	
Risk Free Rate	3.92%	3.70%	3.87%	
<u>Granted in Period</u>	<u>High</u>	<u>Low</u>	<u>Weighted Average</u>	
Award/Strike Price	\$0.0800	\$0.0800	\$0.0800	
Market Price	\$0.0870	\$0.0870	\$0.0870	
Volatility	243.59%	243.59%	243.59%	
Dividend Yield	0.00%	0.00%	0.00%	
Expected Life	4.75 yrs	4.75 yrs	4.75 yrs	
Risk Free Rate	3.70%	3.70%	3.70%	

## 12. RELATED PARTY TRANSACTIONS

Included in compensation expenses for TMN were consulting fees paid to a related party as a condition of the TMN acquisition. One agreement is with an entity owned by Ed Lyon to provide consulting services to TMN, including updating of the tax strategies to comply with tax law and rules. The base payments each month are \$5,000 (subject to some adjustments), and commissions are earned on the

sale of tax blueprints. The total annual base payments under this agreement are \$60,000, plus the commissions is included in Company compensation. The other agreement is with Van Data Management LLC, which is owned by Keith VandeStadt, one of the former owners of TMN, Mr. VandeStadt provides consulting services to Company and is paid \$1,500 per month, for an annual total of \$18,000, and additional charges for hourly programming work that typically does not exceed \$10,000 annually.

The Company owes a company owned by John Pollock, a Board Member, the sum of \$50,750 for consulting services as of December 31, 2025. Payments are not being made at this time on this obligation.

In October 2025, Company borrowed \$100,000 from a private party to help fund growth. It is a two year terms loan, interest only until due date (at 15% per annum).

### **13. SUBSEQUENT EVENT**

Company received a forgivable note in the approximate amount of \$47,000 in exchange for commitments from an advisor, and issued 117,747 in restricted stock in January 2026 in exchange for a forgivable note in the approximate amount of \$9,400.

### **14. PROFITABILITY STATEMENT AND FORWARD-LOOKING DISCLAIMER**

Based on current trends and available information, the Company has maintained for each month during the quarter. Management believes that continued profitability is achievable if the Company maintains assets under management (AUM) above \$600 million and insurance revenue of at least \$300,000 per quarter, barring extraordinary or unexpected increases in expenses. The Company anticipates some rise in expenses during the next calendar year, which could be as much as \$30,000 per month (expected payroll and health insurance increases), which will impact profitability. However, management currently expects total AUM to increase over the next 12 months, and it is believed that revenue will more than offset increased expenses.

This statement contains forward-looking information within the meaning of applicable securities laws. Forward-looking statements are based on current expectations, estimates, forecasts, and projections about future events and the Company's operations, and can be identified by words such as "expects," "anticipates," "believes," "intends," "plans," and similar expressions. These statements are not guarantees of future performance and involve risks and uncertainties—both known and unknown—that could cause actual results to differ materially from those expressed or implied. Many factors beyond the Company's control—including changes in market conditions, client preferences, regulatory developments, and unexpected expenses—could impact actual results.

Forward-looking statements in this report are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. The Company undertakes no obligation to update or revise any forward-looking statements to reflect new information, future events, or otherwise, except as required by law.

### **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, Scott Winters certify that:

1. I have reviewed this Disclosure Statement for Financial Gravity Companies, 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.

January 17, 2026

/s/ Scott Winters

*Principal Financial Officer:*

I, Gary Nemer certify that:

1. I have reviewed this Disclosure Statement for Financial Gravity Companies, 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.

January 17, 2026

/s/ Gary Nemer