

Resilient Energy Inc.

Amendment to [Quarterly Report](#) - 3rd Quarter for 09/30/2025 originally published through the OTC Disclosure & News Service on 11/16/2025

Explanatory Note:
Amended Disclosure

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

RESILIENT ENERGY INC.

710 N Post Oak
Suite 206
Houston, TX 77024

713.742.2702
www.resilientenergyinc.com
info@resilientenergyinc.com

Quarterly Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

35,231,596 as of 9/30/2025 *Current Reporting Period Date or More Recent Date*)

31,456,596 as of 12/31/24_ *(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.

Resilient Energy Inc.
710 N Post Oak
Suite 206
Houston, TX 77024

Current State and Date of Incorporation or Registration: Colorado,
Standing in this jurisdiction: (e.g. active, default, inactive): active

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

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

N/A

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

N/A

Address of the issuer's principal executive office:

710 N Post Oak
Suite 206
Houston, TX 77024

Address of the issuer's principal place of business:

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

x

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

Phone: 801.355.5740
Email: issuer@colonialstock.com
Address: 7840 S 700 E
Sandy, UT 84070

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>RENI</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>76123A 109</u>	
Par or stated value:	<u>0.001</u>	
Total shares authorized:	<u>100,000,000</u>	as of date: <u>6/30/25</u>
Total shares outstanding:	<u>41,041,596</u>	as of date: <u>6/30/25</u>
Total number of shareholders of record:	<u>419</u>	as of date: <u>6/30/25</u>

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

N/A

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

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>Common</u>	
Par or stated value:	<u>15.00</u>	
Total shares authorized:	<u>100,000</u>	as of date: <u>3/31/25</u>
Total shares outstanding:	<u>0</u>	as of date: <u>3/31/25</u>
Total number of shareholders of record:	<u>0</u>	as of date: <u>3/31/25</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.

Voting rights equals one vote per share

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

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

N/A

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

N/A

3) Issuance History

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

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: Yes: (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance</u> :			*Right-click the rows below and select "Insert" to add rows as needed.						
Date <u>12/31/24</u> Common: <u>31,456,596</u> Preferred: <u>0</u>									
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.
5/16/23	New Issuance	2,000,000	common	\$0.01	N/A	PB Energy Holdings LLC (Jon Bianco and Marc Pindus, control persons)	Management services	R	3(a)(9)
7/21/23	New Issuance	650,000	common	\$0.0075	N/A	Barbara and Isaac Mishan	conversion	R	3(a)(9)

10/6/23	New Issuance	1,000,000	common	\$0.0075	N/A	JV Partners, (Vic Wexler, control person)	conversion	R	3(a)(9)
10/6/23	New Issuance	1,000,000	common	\$0.03	N/A	Otis Fund LLC (Joshua Wexler, control person)	conversion	R	3(a)(9)
10/18/23	New Issuance	625,000	common	\$0.0075	N/A	Legendary Wellness NJ LLC (Rose Wexler, control person)	conversion	R	3(a)(9)
12/6/23	New Issuance	1,000,000	common	\$0.01	N/A	Barbara and Isaac Mishan	conversion	R	3(a)(9)
4/8/24	New Issuance	300,000	common	\$0.10	N/A	Areca Financial Services (Henryk Dabrowski, principal)	services	R	4(a)(2)
4/8/24	New Issuance	100,000	common	\$0.10	N/A	Carol Minervino	cash	R	4(a)(2)
4/17/24	New Issuance	returned	common	\$0.01	N/A	Leroy Aday	acquisition	R	4(a)(2)
4/17/24	New Issuance	returned	common	\$0.01	N/A	Sallie Aday	acquisition	R	4(a)(2)
4/17/24	New Issuance	returned	common	\$0.01	N/A	Nicolas Aday	acquisition	R	4(a)(2)
4/24/24	New Issuance	returned	common	\$0.01	N/A	Oglesby DAB LLC (M. Oglesby)	loan	R	4(a)(2)
5/6/24	New Issuance	200,000	common	\$0.10	N/A	Robert Scerbo	cash	R	4(a)(2)
5/15/24	New Issuance	3,000,000	common	\$0.01	N/A	PB Energy Holdings LLC (Jon Bianco and Marc Pindus, control persons)	Services	R	4(a)(2)
5/16/24	New Issuance	returned	common	\$0.01	N/A	Timothy Dender	loan	R	4(a)(2)
5/16/24	New Issuance	returned	common	\$0.01	N/A	Jim Manley	loan	R	4(a)(2)
5/16/24	New Issuance	returned	common	\$0.01	N/A	William Bowen	loan	R	4(a)(2)

5/16/24	New Issuance	25,000	common	\$0.01	N/A	Apryl Hughes	loan	R	4(a)(2)
5/16/24	New Issuance	25,000	common	\$0.01	N/A	James Gratzek	loan	R	4(a)(2)
5/16/24	New Issuance	25,000	common	\$0.01	N/A	William Toftoy	loan	R	4(a)(2)
5/16/24	New Issuance	20,000	common	\$0.01	N/A	Fusion Media (Adam Baker)	services	R	4(a)(2)
5/16/24	New Issuance	returned	common	\$0.01	N/A	Robin King Bolton Trust (Sean Cain, TTEE)	loan	R	4(a)(2)
5/16/24	New Issuance	returned	common	\$0.01	N/A	Wyly Russel King Trust (Sean Cain, TTEE)	loan	R	4(a)(2)
5/16/24	New Issuance	returned	common	\$0.01	N/A	Enterprise Opportunity Fund (Sean Cain, Principal)	loan	R	4(a)(2)
5/16/24	New Issuance	returned	common	\$0.01	N/A	Enterprise Opportunity Fund (Sean Cain, Principal)	loan	R	4(a)(2)
6/3/24	New Issuance	120,000	common	\$0.10	N/A	Robert Scerbo	cash	R	4(a)(2)
9/30/24	New Issuance	7,508,519	common	\$0.01	N/A	PB Energy Holdings LLC (Jon Bianco and Marc Pindus, control persons)	debt Conversion	R	4(a)(2)
9/30/24	New Issuance	50,000	common	\$0.10	N/A	Fusion Star Media (Adam Baker)		R	4(a)(2)
2/1/25	New Issuance	210,000	common		N/A	LISA B MELORE IRREVOCABLE TRUST	cash	R	4(a)(2)
2/14/25	New Issuance	300,000	common		N/A	ELDORADO ADVISORY CONSULTANTS LLC	services	R	4(a)(2)
2/14/25	New Issuance	200,000	common		N/A	IG HOLDINGS, INC	services	R	4(a)(2)

2/14/25	New Issuance	2,000,000	common	\$0.01	N/A	PB ENERGY HOLDINGS LLC	services	R	4(a)(2)
3/25/25	New Issuance	3,000,000	common	\$0.01	N/A	ISAAC MISHAN & BARBARA MISHAN JT TEN	conversion	R	3(a)(9)
8/24/25	New Issuance	70,000	Pfd A Series	\$15.00	N/A	CHALLENGER HOLDING PARTNERS LLC (Josh Wexler, principal)	M&A Services	R	4(a)(2)
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date 9/30/25									
Common: 41,041,596									
Preferred: 70,000									

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

B. Debt Securities, Including Promissory and Convertible Notes

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
07/31/18	12893.89	8741.00	4152.89	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Withall Trust (Alexander Withall, control person)	loan
07/31/18	12893.89	8741.00	4152.89	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Robert & Cynthia Toftoy	Loan
07/31/18	12893.89	8741.00	4152.89	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Richard Sharpenter	Loan
07/31/18	12893.89	8741.00	4152.89	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	William & Suzanne Knopf	loan
07/31/18	12893.89	8741.00	4152.89	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Mariella & William King CLT	loan
07/31/18	12893.89	8741.00	4152.89	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Barry Jacobson	loan
07/31/18	222625	150000	72625	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Legendary Wellness NJ LLC (Rose Wexler, control person)	services
07/31/18	140045.84	95000	45045.84	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Legendary Wellness NJ LLC (Rose Wexler, control person)	services

07/31/18	1043970	801000	242970	06/30/19	Lesser of .01/share or 5 days avg price minus 50%	Otis Fund LLC (Joshua Wexler, control person) JV Partners (Vic Wexler, control person)	loan
10/24/20	33300	30000	3300	10/24/21	Lesser of .01/share or 5 days avg price minus 40%	Otis Fund LLC (Joshua Wexler, control person)	loan
03/31/22	27625	25000	2625	03/30/25	0.50/share	Otis Fund LLC (Joshua Wexler, control person)	loan
10/20/22	26792	25000	1792	10/19/23	0.50/share	Otis Fund LLC (Joshua Wexler, control person)	loan

12/31/22	26512	25000	1512	12/30/25	0.50/share	Bill Araneo	loan
04/18/23	6253	6000	253	04/17/25	0.15/share	Otis Fund LLC (Joshua Wexler, control person)	loan
09/08/23	25468	25000	468	09/07/24	0.50/share	Isaac Mishan	loan
11/01/23	25329	25000	329	10/31/25	0.15/share	Otis Fund LLC (Joshua Wexler, control person)	loan
1/17/24	52925	50000	2925	1/16/25	NA	Tim Dender	loan
1/25/24	26706	25000	1706	1/24/25	NA	Jim Manley	loan
1/23/24	53415	50000	3415	1/22/25	NA	William Bowen	loan
1/19/24	5420	50000	3420	1/18/25	NA	Apryl Hughes	loan
1/25/24	26706	25000	1706	1/24/25	NA	James Gratzek	loan
3/25/24	26056	25000	1056	3/24/25	NA	Robert Toftoy	loan

2/19/24	52925	50000	2925	2/18/25	NA	Oglesby DAB LLC(Me Oglesby)	loan
2/8/24	26544	25000	1544	2/7/25	NA	Robyn King Bolton Trust(Sean Cain)	loan
2/9/24	26544	25000	1544	2/8/25	NA	Wylly Russel King Trust(Sean Cain)	loan
1/10/24	109000	100000	9000	1/9/25	NA	King CRT (Sean Cain)	loan

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")

Opportunistic Oil and Gas Operating and Noon-Operating Services Acquisitions

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

N/A

C. Describe the issuers' principal products or services.

Opportunistic Oil and Gas Services Acquisitions

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.

Resilient operates from the main office in Houston, TX.

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)
PB Energy Holdings LLC (Jon Bianco and Marc Pindus, equal ownership)	CEO. Jon Bianco and President, Marc Pindus	Houston, TX	12,458,519	common	30.35%
Challenger Holding Partners LLC	N/A	Boynton Beach, FL	3,000,000	common	7.31%
Marc Pindus	President	Easton, CT	395,000	common	0.91%

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);

N/A

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;

N/A

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;

N/A

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

N/A

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.

N/A

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.

N/A

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.

N/A

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: McGeary Law Firm
Address 1: 1600 Airport Frwy, Suite 300
Address 2: Bedford, TX 76022
Phone: 817.282.5885
Email: amcgeary@mcgearylafirm.com

Accountant or Auditor

Name: Kenneth Edwards
Firm: Edwards & Co.
Address 1: PO Box 935
Address 2: Denville, NJ 07950
Phone: 732.371.7900
Email: kedwards@edwardsandcompany.com

Investor Relations

Name: N/A
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: N/A
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: Jon Bianco
Title: CEO
Relationship to Issuer: CEO

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: Keneth Edwards
Title: CPA, Owner Edwards & Co.
Relationship to Issuer: Third Party CPA

Describe the qualifications of the person or persons who prepared the financial statements:⁷ 35 yrs experience in accounting and audit for PUBCO's

Provide the following qualifying financial statements:

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

Financial Statement Requirements:

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

10) Issuer Certification

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.

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, Jon Bianco certify that:

1. I have reviewed this Disclosure Statement for Resilient Energy 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.

3/31/2025

/s/ Jon Bianco

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

Principal Financial Officer:

I, Marc Pindus certify that:

1. I have reviewed this Disclosure Statement for Resilient Energy 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.

3/31/2025

/s/ Marc Pindus

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

Resilient Energy Inc.

**Financial Statements
(Unaudited)**

September 30, 2025

Resilient Energy Inc.

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Resilient Energy Inc.

Balance Sheets

September 30, 2025 and December 31, 2024

(Unaudited)

	September 30, 2025	December 31, 2024
Assets		
Current Assets		
Cash and cash equivalents	\$ 51,227	\$ 129
Total Current Assets	51,227	129
Property and Equipment		
Software, office furniture and equipment	10,705	10,705
Accumulated depreciation and amortization	10,705	10,705
Net Property and Equipment	--	--
	\$ 51,227	\$ 129
Liabilities and Member's Equity		
Current Liabilities		
Accrued liabilities	\$ 791,859	\$ 683,009
Accrued liabilities, related party	-	359
Advances from officer	1,600	1,600
Notes payable, current	1,137,425	1,167,425
Notes payable, related party	-	16,000
Total Current Liabilities	1,930,884	1,868,392
Long-Term Liabilities		
Notes payable, net of current portion	-	-
Total Liabilities	1,930,885	1,868,392
Stockholders' Deficit		
Preferred stock, no par value, 25,000,000 shares authorized; no shares issued and outstanding	-	-
Preferred stock, Series A, \$15 par value, 100,000,000 shares authorized; no shares issued and outstanding	-	-
Common stock, \$.001 par value, 100,000,000 shares authorized, 38,591,596 and 19,158,077 shares issued and outstanding at June 30, 2025 and December 31, 2024, respectively	38,592	31,457
Stock warrants	1,950	-
Additional paid-in capital	8,453,543	8,041,678
Accumulated deficit	(10,373,741)	(9,941,398)
Total Stockholders' Deficit	(1,879,657)	(1,868,264)
	\$ 51,227	\$ 129

See accompanying notes to financial statements.

Resilient Energy Inc.

Statements of Operations

**Nine Months Ended September 30, 2025 and 2024
(Unaudited)**

	Nine Months Ended September 30,	
	2025	2024
Revenue	\$ -	\$ -
Operating Expenses		
General and administrative expenses-other	26,722	10,098
Professional fees	294,424	26,285
Filing and stock transfer fees	11,493	1,472
Depreciation and amortization	-	106
Total Operating Expenses	<u>332,639</u>	<u>37,961</u>
Loss From Operations	<u>(332,639)</u>	<u>(37,961)</u>
Other Income (Expense)		
Interest expense	<u>(99,704)</u>	<u>(34,429)</u>
Net Other Income (Expense)	<u>(99,704)</u>	<u>(34,429)</u>
Loss Before Income Tax Expense	(432,344)	(72,390)
Income Tax Expense	<u>-</u>	<u>-</u>
Net Loss	<u>\$ (432,344)</u>	<u>\$ (72,390)</u>
Net Loss Per Common Share		
Basic and Diluted	<u>\$ (0.01)</u>	<u>\$ (0.00)</u>
Weighted average number of common shares		
Basic and Diluted	<u>35,984,760</u>	<u>15,568,899</u>

See accompanying notes to financial statements.

Resilient Energy Inc.

Statements of Changes in Stockholders' Deficit

**Nine Months Ended September 30, 2025 and 2024
(Unaudited)**

	Preferred Stock		Common Stock		Stock Warrants	Additional Paid-in Capital	Accumulated Deficit
	Shares	Amount	Shares	Amount			
Balance, January 1, 2025	-	\$ -	31,456,596	\$ 31,457	\$ -	\$ 8,041,678	\$ (9,941,398)
Common shares issued	-	-	1,535,000	1,535	-	127,465	-
Common shares issued for services	-	-	2,600,000	2,600	-	257,400	-
Conversion of notes payable	-	-	3,000,000	3,000	-	27,000	-
Common share warrants issued	-	-	-	-	1,950	-	-
Net Loss	-	-	-	-	-	-	(432,344)
Balance, September 30, 2025	<u>-</u>	<u>\$ -</u>	<u>38,591,596</u>	<u>\$ 38,592</u>	<u>\$ 1,950</u>	<u>\$ 8,453,543</u>	<u>\$ (10,373,741)</u>

	Preferred Stock		Common Stock		Stock Warrants	Additional Paid-in Capital	Accumulated Deficit
	Shares	Amount	Shares	Amount			
Balance, January 1, 2024	-	\$ -	19,158,077	\$ 19,158	\$ -	\$ 7,909,991	\$ (9,649,644)
Common shares issued	-	-	4,115,000	4,115	-	30,885	-
Common shares issued for services	-	-	3,400,000	3,400	-	15,600	-
Conversion of notes payable	-	-	1,000,000	1,000	-	3,432	-
Net Loss	-	-	-	-	-	-	(187,299)
Gain from foreign currency translation adjustment	-	-	-	-	-	-	-
Balance, September 30, 2024	<u>-</u>	<u>\$ -</u>	<u>27,673,077</u>	<u>\$ 27,673</u>	<u>\$ -</u>	<u>\$ 7,959,908</u>	<u>\$ (9,836,943)</u>

See accompanying notes to financial statements.

Resilient Energy Inc.

Statements of Cash Flows

**Nine Months Ended September 30, 2025 and 2024
(Unaudited)**

	Nine Months Ended September 30,	
	2025	2024
Cash Flows from Operating Activities		
Net loss from operations attributable to common stockholders	\$ (432,344)	\$ (72,390)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	-	106
Changes in operating assets and liabilities:		
Accrued liabilities, including related party	108,492	21,497
Net Cash Used in Operating Activities	(323,851)	(50,787)
Cash Flows from Financing Activities		
Net proceeds (repayments) from notes payable	(46,000)	33,500
Conversion of debt to common stock	30,000	12,933
Proceeds from issuance of common stock	129,000	-
Stock warrants	1,950	-
Issuance of common stock for services rendered	260,000	-
Repayment of notes payable		
Net proceeds (repayments) of advances from officers	-	2,000
Net Cash Provided by Financing Activities	374,950	48,433
Net increase (decrease) in Cash and Cash Equivalents	51,098	(2,355)
Cash and Cash Equivalents, Beginning of period	129	3,160
Cash and Cash Equivalents, End of period	\$ 51,227	\$ 806
Supplemental Disclosures of Cash Flow Information		
Cash payments for:		
Interest	\$ -	\$ -
Taxes	\$ -	\$ -

See accompanying notes to financial statements.

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024
(Unaudited)

Note 1 – Nature of business and significant accounting policies

Nature of business

Resilient Energy Inc. (the “Company”) was incorporated as Nine Forks Inc. in March 2012 in the state of Colorado. The Company was an independent energy company engaged in the acquisition, exploration, development and production of North American conventional oil and gas properties through the acquisition of leases and/or royalty interests and developing the properties for maximum cash flow. In December 2018, the Company ceased its oil and gas business operations and has been seeking business opportunities.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Loss per share

The Company reports earnings (loss) per share in accordance with Accounting Standards Codification (“ASC”) Topic 260-10, “Earnings per Share.” Basic earnings (loss) per share is computed by dividing income (loss) available to common shareholders by the weighted average number of common shares available. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the denominator is increased to include the number of common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. At September 30, 2025 and December 31, 2024, the Company had no dilutive securities.

Revenue recognition

Revenue is derived from contracts with our customers. Revenue is recognized in accordance with ASC 606, “Revenue from Contracts with Customers,” using the full retrospective transition method. As such, the Company identifies performance obligations and recognizes revenue over the period through which the Company satisfies these obligations. Any contracts that by nature cannot be broken down by specific performance criteria will recognize revenue on a straight-line basis over the contractual term of period of the contract.

Cash and cash equivalents

For the purposes of the statements of cash flows, the Company considers all highly liquid short-term investments acquired with maturities of 90 days or less to be cash equivalents.

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024
(Unaudited)

Stock-Based Compensation

When applicable, the Company will account for stock-based payments to employees in accordance with ASC 718, "Stock Compensation" ("ASC 718"). Stock-based payments to employees include grants of stock, grants of stock options and issuance of warrants that are recognized in the statement of operations based on their fair values at the date of grant.

The Company accounts for stock-based payments to non-employees in accordance with ASC 505-50, "Equity-Based Payments to Non-Employees." Stock-based payments to non-employees include grants of stock, grants of stock options and issuance of warrants that are recognized in the statement of operations based on the value of the vested portion of the award over the requisite service period as measured at its then-current fair value as of each financial reporting date.

The Company calculates the fair value of option grants and warrant issuances utilizing the Binomial pricing model. The amount of stock-based compensation recognized during a period is based on the value of the portion of the awards that are ultimately expected to vest. ASC 718 requires forfeitures to be estimated at the time stock options are granted and warrants are issued to employees and non-employees, and revised, if necessary, in subsequent periods if actual forfeitures differ from those estimates. The term "forfeitures" is distinct from "cancellations" or "expirations" and represents only the unvested portion of the surrendered stock option or warrant. The Company estimates forfeiture rates for all unvested awards when calculating the expense for the period. In estimating the forfeiture rate, the Company monitors both stock option and warrant exercises as well as employee termination patterns. The resulting stock-based compensation expense for both employee and non-employee awards is generally recognized on a straight-line basis over the period in which the Company expects to receive the benefit, which is generally the vesting period.

Property and equipment

Property and equipment including software are stated at cost. Depreciation and amortization have been provided on the straight-line method over the estimated useful lives of the assets which are generally nine to five years. Routine maintenance and repairs are expensed as incurred. The cost of major additions, replacements and improvements are capitalized. Gains and losses from sales or retirements of property and equipment are included in the operating results for the year in which they occur.

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024
(Unaudited)

Income taxes

The Company accounts for income taxes pursuant to the asset and liability method, which requires deferred tax assets and liabilities to be computed annually for temporary differences between the financial statement and tax basis of assets and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates applicable to the periods in which the temporary differences are expected to affect taxable income. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. The income tax provision or credit is the tax payable or refundable for the period plus or minus the change during the period in deferred tax assets and liabilities.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Company and recognize a tax liability if the Company has taken an uncertain position that more likely than not would not be sustained upon examination by taxing authorities. Management evaluated the Company's tax positions and concluded that the Company had taken no uncertain tax positions that require adjustment to the financial statements to comply with the provisions of this guidance.

Concentration of credit risk

The Company has exposure to credit risk to the extent that cash exceeds amounts covered by federal deposit insurance. The Company believes that its credit risk is not significant.

Comprehensive income (loss)

Comprehensive income (loss) consists of two components, net income (loss) and other comprehensive income (loss). Other comprehensive income (loss) refers to revenue, expenses, gains and losses that under U.S. GAAP are recorded as an element of stockholders' equity (deficit) but are excluded from net income (loss). The Company has no material components of comprehensive income (loss) at September 30, 2025 and 2024.

Recent accounting pronouncements

The Company continually assesses any new accounting pronouncements to determine their applicability to the Company. Where it is determined that a new accounting pronouncement affects the Company's financial reporting, the Company undertakes a study to determine the consequence of the change to its financial statements and assures that there are proper controls in place to ascertain that the Company's financials properly reflect the change. The Company currently does not have any recent accounting pronouncements that they are studying, and feel may be applicable.

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024
(Unaudited)

Note 2 – Long-term debt

Long-term debt consists of the following as of September 30, 2025 and December 31, 2024:

	<u>September 30,</u> <u>2025</u>	<u>December 31,</u> <u>2024</u>
<p>In July 2018, the Company entered into eight unsecured promissory notes totaling \$1,038,633, inclusive of one unsecured note totaling \$25,000 to an affiliate, see Note 2-Related Party Transactions, in exchange for management services rendered. The notes had an initial interest rate of seven percent (7%) per annum with principal and interest due on July 31, 2019 (the "Notes"). The Notes are in default and currently accrue interest at the default rate of twelve percent (12%) per annum. The Note holders have the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Notes into shares of the Company's common stock. The conversion price is the lower of (i) \$0.01 per share or (ii) the lowest traded price of a share of the Company's common stock 5 days prior to conversion less a 50% discount. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$1,004,625. Total accrued interest at September 30, 2025 and December 31, 2024 was \$700,683 and \$610,468, respectively, and is included in the balance sheets.</p>	\$ 1,004,625	\$ 1,004,625

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024
(Unaudited)

	September 30, 2025	December 31, 2024
<p>In October 2020, the Company entered into a unsecured promissory note totaling \$30,000. The note had an initial interest rate of six percent (6%) per annum with principal and interest due on October 24, 2021 and subsequently extended to October 23, 2022 and October 23, 2023. As part of extending the maturity date in 2022, the note holder agreed to: (i) waive all default fees, (ii) add the accrued interest of \$1,800 to the outstanding principal, and (iii) an interest rate of eighteen percent (18%) per annum. The note holder in anticipation of the shares becoming registered as part of an anticipated filing with the Securities and Exchange Commission, has the right to convert the shares to freely traded registered shares at the registration price per share, less a 70% discount. Additionally, the noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Notes into shares of the Company's common stock. The conversion price is the lower of (i) \$0.01 per share or (ii) the lowest traded price of a share of the Company's common stock 5 days prior to conversion less a 50% discount. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$1,800 and 31,800. Total accrued interest at September 30, 2025 and December 31, 2024 was \$22,531 and \$18,238, respectively, and is included in the balance sheets.</p>	1,800	31,800
<p>In March 2022, the Company entered into a unsecured promissory note totaling \$25,000. The note had an initial interest rate of six percent (6%) per annum with principal and interest due on March 30, 2025. The noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Note into shares of the Company's common stock at a conversion price of \$0.01 per share. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$25,000. Total accrued interest at September 30, 2025 and December 31, 2024 was \$5,250 and \$4,125, respectively, and is included in the balance sheets.</p>	25,000	25,000
<p>In December 2022, the Company entered into a unsecured promissory note totaling \$25,000. The note had an initial interest rate of six percent (6%) per annum with principal and interest due in December, 2025. The noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Note into shares of the Company's common stock at a conversion price of \$0.50 per share. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$25,000. Total accrued interest at September 30, 2025 and December 31, 2024 was \$4,137 and \$3,012, respectively, and is included in the balance sheets.</p>	25,000	25,000

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024
(Unaudited)

	September 30, 2025	December 31, 2024
<p>In April 2023, the Company entered into a unsecured promissory note totaling \$6,000. The note had an initial interest rate of six percent (6%) per annum with principal and interest due in April, 2025. The noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Note into shares of the Company's common stock at a conversion price of \$0.15 per share. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$6,000. Total accrued interest at September 30, 2025 and December 31, 2024 was \$883 and \$613, respectively, and is included in the balance sheets.</p>	6,000	6,000
<p>In September 2023, the Company entered into a unsecured promissory note totaling \$25,000. The note had an initial interest rate of six percent (6%) per annum with principal and interest due in September, 2024. The noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Note into shares of the Company's common stock at a conversion price of \$0.50 per share. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$25,000. Total accrued interest at September 30, 2025 and December 31, 2024 was \$3,093 and \$1,968, respectively, and is included in the balance sheets.</p>	25,000	25,000
<p>In November 2023, the Company entered into a unsecured promissory note totaling \$25,000. The note had an initial interest rate of eight percent (8%) per annum with principal and interest due in October, 2024. The noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Note into shares of the Company's common stock at a conversion price of \$0.15 per share. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$25,000. Total accrued interest at September 30, 2025 and December 31, 2024 was \$3,829 and \$2,329, respectively, and is included in the balance sheets.</p>	25,000	25,000

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024 (Unaudited)

	September 30, 2025	December 31, 2024
<p>In February 2024, the Company entered into a unsecured promissory note totaling \$25,000. The note had an initial interest rate of eight percent (8%) per annum with principal and interest due in February, 2025. The noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Note into shares of the Company's common stock at a conversion price of \$0.15 per share. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$25,000. Total accrued interest at September 30, 2025 and December 31, 2024 was \$3,253 and \$1,753, respectively, and is included in the balance sheets.</p>	25,000	25,000
<p>In February 2024, the Company entered into a unsecured promissory note totaling \$8,500 to an affiliate, see Note 2-Related Party Transactions. The note had an interest rate of six percent (6%) per annum with principal and interest due in April, 2025. The noteholder has the right to convert the unpaid principal, accrued and unpaid interest and any related fees due on the Note into shares of the Company's common stock at a conversion price of \$0.15 per share. Conversion can occur as many times as deemed necessary until the Note obligation has been paid in full. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$500. Total accrued interest at September 30, 2025 and December 31, 2024 was \$0 and \$160, respectively, and is included in the balance sheets.</p>	-	500
<p>In November 2024, the Company entered into a unsecured promissory note totaling \$15,500 to an affiliate, see Note 2-Related Party Transactions. The note had an interest rate of twelve percent (12%) per annum with principal and interest due in May 1, 2025. The total amount outstanding at September 30, 2025 and December 31, 2024 was \$15,500 and \$15,500, respectively. Total accrued interest at September 30, 2025 and December 31, 2024 was \$0 and \$199, respectively, and is included in the balance sheets.</p>	-	15,500
	1,137,425	1,183,425
Less current portion	1,137,425	1,183,425
Notes payable, net of current portion	\$ -	\$ -

Resilient Energy Inc.

Notes to Financial Statements

September 30, 2025 and December 31, 2024
(Unaudited)

Maturities of notes payable are as follows:

Year ended December 31,

2025 \$ 1,137,425

\$ 1,137,425

NOTE 3 – Stockholders’ deficit

Preferred Shares

The Company is authorized to issue 25,000,000 shares of no-par value preferred stock. At September 30, 2025 and December 31, 2024, the Company has no preferred shares issued and outstanding.

On November 12, 2020, the Company’s board of directors approved 100,000,000 shares of Series A Preferred Stock with a par value of \$15 per share. The Company had no Series A preferred shares issued and outstanding at September 30, 2025 and December 31, 2024.

Common Shares

The Company is authorized to issue 100,000,000 shares of \$0.001 voting common stock. During the nine months ended September 30, 2025, the Company issued 300,000 shares of common stock to convert \$30,000 in outstanding debt. In addition, 2,600,000 shares of common stock were issued for satisfaction of prior services performed totaling \$270,000. Additionally, the Company also issued 1,535,000 shares of common stock for \$129,000. At September 30, 2025 and December 31, 2024, there were a total of 38,591,596 and 31,459,596, respectively, shares of common stock issued and outstanding.

In conjunction with a private placement of common shares on September 11, 2025, September 19, 2025 and September 25, 2025, the Company granted warrants for the purchase of 975,000 shares of the Company’s common stock at an exercise price of \$.50. exercisable at any time from the issuance date through September 24, 2027. The fair value of the warrants at issuance was estimated at \$1,950 using a Black-Scholes pricing model and are recorded as permanent equity in the Company’s balance sheets.

No warrants were exercised, forfeited, or expired during the nine months ended September 30, 2025. As of September 30, 2025, all 975,000 warrants remained outstanding and exercisable.