

Disclosure Statement Pursuant to OTCID Basic Market

World Financial Holding Group, Inc.

16th Floor, North Tower
No. 528 Pudong South Road, Pudong New Ar
Shanghai 200120
China

(904) 509-4227

Website: n/a

SIC 8742

Annual Report

For the year ended December 31, 2025 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

63,508,420 as of December 31, 2025

63,508,420 as of December 31, 2024

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

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

Yes: No:

⁴ "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

WORLD FINANCIAL HOLDING GROUP INC. is formerly known as:

- Formerly Global Senior Enterprises, Inc until 5-2018
- Formerly=Czech Republic Resource Corp. until 4-2013
- Formerly=Worldwide Energy Corp. until 10-07
- Formerly=Karrington Holdings Corp. until 3-06
- Formerly=Trim Image, Inc. until 2-05
- Formerly=N.R.G. Entertainment, Inc. until 8-04

The Company redomiciled the corporation to Florida on January 9, 2020 is active and has a good standing in that state.

The Company was originally incorporated in Nevada in 2005.

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

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

None.

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

None.

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

None.

Address of the issuer's principal executive office:

The Company is headquartered in China at:
16th Floor, North Tower
No. 528 Pudong South Road, Pudong New Ar
Shanghai 200120
China

Address of the issuer's principal place of business:

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

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

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

No information necessary.

2) Security Information

Transfer Agent

Name: Pacific Stock Transfer Company
Phone: (702) 361-3033
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Parkway, Suite 300, Las Vegas, Nevada, 89119

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: | WFHG |
| Exact title and class of securities outstanding: | Common Stock |
| CUSIP: | 98146T105 |
| Par or stated value: | \$0.0001 |
| Total shares authorized: | 200,000,000 as of date: December 31, 2025 |
| Total shares outstanding: | 63,508,420 as of date: December 31, 2025 |
| Total number of shareholders of record: | 313 as of date: December 31, 2025 |

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: | Series A Preferred Stock |
| Par or stated value: | \$0.0001 |
| Total shares authorized: | 10 as of date: December 31, 2025 |
| Total shares outstanding (if applicable): | 2 as of date: December 31, 2025 |
| Total number of shareholders of record: | 2 as of date: December 31, 2025 |

| | |
|---|---|
| Exact title and class of the security: | Series B Preferred Stock |
| Par or stated value: | \$0.0001 |
| Total shares authorized: | 1,000,000 as of date: December 31, 2025 |
| Total shares outstanding (if applicable): | 2,400 as of date: December 31, 2025 |
| Total number of shareholders of record: | 1 as of date: December 31, 2025 |

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.

Each share of common stock has the right to cast one vote. There are no special dividends or preemption rights.

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

Certificate Of Designation, Series A Preferred Stock

DESIGNATION. This class of stock of this Corporation shall be named and designated "Series A Preferred Stock". It shall have 10 shares authorized at \$0.0001 par value per share.

CONVERSION RIGHTS. There shall be no conversion rights associated with this class of stock.

ISSUANCE. Shares of Series A Preferred Stock may only be issued in exchange for the full controlling interest held by Management or its designee.

VOTING RIGHTS.

- a) If at least one share of Series A Preferred Stock is issued and outstanding, then the total aggregate issued shares of Series A Preferred Stock at any given time, regardless of their number, shall have voting rights equal to four times the sum of: i) the total number of shares of Common Stock which are issued and outstanding at the time of voting, plus ii) the total number of shares of Series B Preferred Stocks which are issued and outstanding at the time of voting.
- b) Each individual share of Series A Preferred Stock shall have the voting rights equal to: [four times the sum of: {all shares of Common Stock issued and outstanding at time of voting + all shares of Series B Preferred Stocks issued and outstanding at time of voting divided by the number of shares of Series A Preferred Stock issued and outstanding at the time of voting.

Certificate Of Designations, Series B Preferred Stock

DESIGNATION. This class of stock of this Corporation shall be named and designated "Series B Preferred Stock". It shall have 1,000,000 shares authorized at \$0.0001 par value per share.

DIVIDENDS. The holders of Series B Preferred Stock shall be entitled to receive dividends when, as and if declared by the Board of Directors, in its sole discretion.

LIQUIDATION RIGHTS. Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, before any distribution or payment shall be made to the holders of any stock ranking junior to the Series B Preferred Stock, the holders of the Series B Preferred Stock shall be entitled to be paid out of the assets of the Corporation an amount equal to \$1.00 per share or, in the event of an aggregate subscription by a single subscriber for Series B Preferred Stock in excess of \$100,000, \$0.997 per share (as adjusted for any stock dividends, combinations, splits, recapitalizations and the like with respect to such shares) (the "Preference Value"), plus all declared but unpaid dividends, for each share of Series B Preferred Stock held by them. After the payment of the full applicable Preference Value of each share of the Series B Preferred Stock as set forth herein, the remaining assets of the Corporation legally available for distribution, if any, shall be distributed ratably to the holders of the Corporation's Common Stock.

CONVERSION AND ANTI-DILUTION.

- a) Each share of Series B Preferred Stock shall be convertible, at any time, and/or from time to time, into the number of shares of the Corporation's Common Stock, par value \$0.0001 per share, equal to the price of the Series B Preferred Stock, divided by the par value of the Common Stock, subject to adjustment as may be determined by the Board of Directors from time to time (the "Conversion Rate"). For example, assuming a \$2.50 price per share of Series B Preferred Stock, and a par value of \$0.0001 per share for Common Stock, each share of Series B Preferred Stock would be convertible into 250,000 shares of Common Stock. Such conversion shall be deemed to be effective on the business day (the "Conversion Date") following the receipt by the Corporation

of written notice from the holder of the Series B Preferred Stock of the holder's intention to convert the shares of Series B Stock, together with the holder's stock certificate or certificates evidencing the Series B Preferred Stock to be converted.

- b) Promptly after the Conversion Date, the Corporation shall issue and deliver to such holder a certificate or certificates for the number of full shares of Common Stock issuable to the holder pursuant to the holder's conversion of Series B Preferred Shares in accordance with the provisions of this Section. The stock certificate(s) evidencing the Common Stock shall be issued with a restrictive legend indicating that it was issued in a transaction exempt from registration under the Securities Act, and that it cannot be transferred unless it is so registered, or an exemption from registration is available, in the opinion of counsel to the Corporation. The Common Stock shall be issued in the same name as the person who is the holder of the Series B Preferred Stock unless, in the opinion of counsel to the Corporation, such transfer can be made in compliance with applicable securities laws. The person in whose name the certificate(s) of Common Stock are so registered shall be treated as a holder of shares of Common Stock of the Corporation on the date the Common Stock certificate(s) are so issued.

All shares of Common Stock delivered upon conversion of the Series B Preferred Shares as provided herein shall be duly and validly issued and fully paid and non-assessable. Effective as of the Conversion Date, such converted Series B Preferred Shares shall no longer be deemed to be outstanding and all rights of the holder with respect to such shares shall immediately terminate except the right to receive the shares of Common Stock issuable upon such conversion.

- c) The Corporation covenants that, within 30 days of receipt of a conversion notice from any holder of shares of Series B Preferred Stock wherein which such conversion would create more shares of Common Stock than are authorized, the Corporation will increase the authorized number of shares of Common Stock sufficient to satisfy such holder of shares of Series B submitting such conversion notice.
- d) Shares of Series B Preferred Stock are anti-dilutive to reverse splits, and therefore in the case of a reverse split, are convertible to the number of Common Shares after the reverse split as would have been equal to the ratio established prior to the reverse split. The conversion rate of shares of Series B Preferred Stock, however, would increase proportionately in the case of forward splits, and may not be diluted by a reverse split following a forward split.

VOTING RIGHTS. Each share of Series B Preferred Stock shall have ten votes for any election or other vote placed before the shareholders of the Corporation.

PRICE.

- a) The initial price of each share of Series B Preferred Stock shall be \$25.00.
- b) The price of each share of Series B Preferred Stock may be changed either through a majority vote of the Board of Directors through a resolution at a meeting of the Board, or through a resolution passed at an Action Without Meeting of the unanimous Board, until such time as a listed secondary and/or listed public market develops for the shares.

LOCK-UP RESTRICTIONS ON CONVERSION. Shares of Series B Preferred Stock may not be converted into shares of Common Stock for a period of: a) six (6) months after purchase, if the Company voluntarily or involuntarily files public reports pursuant to Section 12 or 15 of the Securities Exchange Act of 1934; or b) twelve (12) months if the Company does not file such public reports.

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

None.

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

None.

3) Issuance History

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

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

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

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

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

| Shares Outstanding <u>Opening Balance</u> : Date <u>1/1/2023</u> Common: <u>63,508,420</u> Preferred: <u>2,402</u> | | | *Right-click the rows below and select "Insert" to add rows as needed. | | | | | | |
|---|--|--|--|---|--|--|--|---|---------------------------------|
| Date of Transaction | Transaction type (e.g., new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed. | Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided | Restricted or Unrestricted as of this filing. | Exemption or Registration Type. |
| | | | | | | | | | |
| Shares Outstanding on Date of This Report: Date <u>12/31/2025</u> <u>Ending Balances</u> Common: <u>63,508,420</u> Preferred: <u>2,402</u> | | | | | | | | | |

Example: A company with a fiscal year end of December 31st 2024, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2023 through December 31, 2024 pursuant to the tabular format above.

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

B. Convertible Debt

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

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

| Date of Note Issuance | Principal Amount at Issuance (\$) | Outstanding Balance (\$) (include accrued interest) | Maturity Date | Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares) | # Shares Converted to Date | # of Potential Shares to be Issued Upon Conversion ⁵ | Name of Noteholder (entities must have individual with voting / investment control disclosed). | Reason for Issuance (e.g., Loan, Services, etc.) |
|-----------------------|-----------------------------------|--|---------------|--|----------------------------|---|---|---|
| 7/9/2020 | \$7,500 | \$180,870 | Demand Note | None | n/a | n/a | Shanghai Shihong Finance Management Company – Yanping Sheng, CEO | Advances for operating expenses |

Total Outstanding Balance:

\$180,870

Total Shares:

N/A

N/A

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

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")

Issuer's primary focus specializes in international counseling and holding listed companies. Including SPAC, IPO, RTO, APO guidance and listing, top-level design, investment financing, mergers and acquisitions, fund investment, resource integration, capital operation, market value management, intellectual property, high-tech, industrial chain construction, supply chain finance, value chain superposition and other comprehensive capital operation services.

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

Not applicable.

C. Describe the issuers' principal products or services.

Acquisition, development and management of senior retirement facilities located in Mainland China.

⁵ The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

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.

Issuer is currently located in the USA and maintains its offices with the President and CEO. This location is shared by a number of companies managed by the current CEO. There is no lease in place for this location.

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

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

| Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity) | Position/Company Affiliation (ex: CEO, 5% Control person) | City and State (Include Country if outside U.S.) | Number of Shares Owned (List common, preferred, warrants and options separately) | Class of Shares Owned | Percentage of Class of Shares Owned (undiluted) |
|--|--|--|---|-----------------------------|---|
| World Holdings Group Ltd. Control person: Yanping Sheng | Owner >5% | Jiading District, Shanghai, China | 63,007,000 | Common | 99.2% |
| World Financial Holdings Group Co. Ltd. Control person: Yanping Sheng | Owner >5% | Jiading District, Shanghai, China | 1 | Series A Preferred | 50% |
| World Financial Holdings Group Co. Ltd. Control person: Yanping Sheng | Owner >5% | Jiading District, Shanghai, China | 2,400 | Series B Preferred | 100% |
| Kung Fu Yang | Owner >5% | High Tech District XI AN CHINA | 1 | Series A Preferred | 50% |
| Peter Hellwig | Officer/Director | Fleming Island, Florida | - | n/a | - |

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

7) Legal/Disciplinary History

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

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

None noted.

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 noted.

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 noted.

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 noted.

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 noted.

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 noted.

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 noted.

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.

Name: Clifford J. Hunt
Firm: Law Offices of Clifford J. Hunt, P.A.
Address 1: 8200 Seminole Blvd.
Address 2: Seminole, FL 33772
Phone: (727) 578-0482
Email: cjh@huntlawgrp.com

Accountant or Auditor

Name: n/a
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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: Peter Hellwig
Firm: H-Squared Performance Financial
Nature of Services: Consultant and Financial Report Preparation
Address 1: 803 Clay Street
Address 2: Fleming Island, FL 32003
Phone: (904) 509-4227
Email: peter@h2performancefinancial.com

9) Disclosure & Financial Information

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

Name: H-Squared Performance Financial/Peter Hellwig
Title: Managing Partner
Relationship to Issuer: Consultant

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: H-Squared Performance Financial/Peter Hellwig
Title: Managing Partner
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements:⁶

Mr. Hellwig has served as the CFO (both internally and on a consultancy basis to numerous private and public entities (both alternative reporting and fully reporting/QB companies) since 1995. He is a seasoned professional with intricate knowledge of the financial reporting requirements, compliance and financial report preparation in the public and private sectors.

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.

⁶ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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, Peter Hellwig certify that:

1. I have reviewed this Disclosure Statement for World Financial Holding Group, 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.

February 8, 2026

/s/ Peter Hellwig
President & CEO

Principal Financial Officer:

I, Peter Hellwig certify that:

1. I have reviewed this Disclosure Statement for World Financial Holding Group, 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.

February 8, 2026

/s/ Peter Hellwig
Principal Financial Officer

WORLD FINANCIAL HOLDING GROUP, INC.EMZ CORP.
FINANCIAL STATEMENTS
SEPTEMBER 30, 2025 and 2024

This information only reflects the financial transactions that have been consummated in the United States and does not take into consideration what operational activities are taking place in Mainland China or anywhere else outside of the United States.

| | Pages |
|---|------------|
| Balance Sheets as of December 31, 2025 and 2024 (Unaudited) | F-2 |
| Statements of Operations for the years ended December 31, 2025 and 2024 (Unaudited) | F-3 |
| Statements of Shareholders' Equity for the years ended December 31, 2025 and 2024 (Unaudited) | F-4 |
| Statements of Cash flows for the years ended December 31, 2025 and 2024 (Unaudited) | F-5 |
| Notes to the Unaudited Financial Statements | F-6 to F-9 |

WORLD FINANCIAL HOLDING GROUP, INC.
BALANCE SHEETS
(Unaudited)

| | <u>December 31,</u> <u>2025</u> | <u>December 31,</u> <u>2024</u> |
|---|------------------------------------|------------------------------------|
| <u>ASSETS</u> | | |
| Current Assets | | |
| Cash and cash equivalents | \$ 6,580 | \$ 9,257 |
| Total Current Assets | <u>6,580</u> | <u>9,257</u> |
| Total Assets | <u>6,580</u> | <u>\$ 9,257</u> |
| <u>LIABILITIES AND STOCKHOLDERS' EQUITY/(DEFICIENCY)</u> | | |
| Current Liabilities | | |
| Accrued management fees | \$ 23,436 | \$ 23,436 |
| Total Current Liabilities | <u>23,436</u> | <u>23,436</u> |
| Long-Term Liabilities | | |
| Note payable – related parties | 180,870 | 148,870 |
| Total Long-Term Liabilities | <u>180,870</u> | <u>148,870</u> |
| Total Liabilities | <u>204,306</u> | <u>172,306</u> |
| Stockholders' Equity (Deficiency) | | |
| Series A Preferred Stock, \$0.0001 par value, 10 shares authorized, 2 and 2 issued and outstanding at December 31, 2025 and 2024, respectively. | – | – |
| Series B Preferred Stock, \$0.0001 par value, 1,000,000 shares authorized, 2,400 and 2,400 issued and outstanding December 31, 2025 and 2024, respectively. | – | – |
| Common stock, \$0.0001 par value; 200,000,000 shares authorized, 63,508,420 and 63,508,420 issued and outstanding, at December 31, 2025 and 2024, respectively. | 6,351 | 6,351 |
| Additional paid-in capital | 169,818 | 169,818 |
| Accumulated deficit | <u>(373,895)</u> | <u>(339,218)</u> |
| Total Stockholders' Equity (Deficit) | <u>(197,726)</u> | <u>(163,049)</u> |
| Total Liabilities and Stockholders' Equity (Deficit) | <u>\$ 6,580</u> | <u>\$ 9,257</u> |

See accompanying notes to financial statements

WORLD FINANCIAL HOLDING GROUP, INC.
STATEMENTS OF OPERATIONS
(Unaudited)

| | For the Year Ended December 31, | |
|--|--|-----------------|
| | 2025 | 2024 |
| Revenue | \$ | \$ |
| | - | - |
| Operating Expenses | | |
| Professional fees | 9,867 | 7,866 |
| Selling, general and administrative | 21,210 | 19,370 |
| Rent | 3,600 | 3,600 |
| Total Operating Expenses | 34,677 | 30,836 |
| Profit (Loss) from Operations | (34,677) | (30,836) |
| Other Income (Expense) | | |
| | - | - |
| Total Other Income (Expense) | - | - |
| Net Loss Before provision for Income Taxes | (34,677) | (30,836) |
| Provision for Income Taxes | - | - |
| NET PROFIT (LOSS) | (34,677) | (30,836) |
| Net Profit (Loss) Per Share: Basic and Diluted | (0.00) | (0.00) |
| Weighted Average Number of Shares Outstanding: Basic and Diluted | 63,508,420 | 63,508,420 |

See accompanying notes to financial statements

WORLD FINANCIAL HOLDING GROUP, INC.
STATEMENTS OF SHAREHOLDERS' EQUITY (DEFICIT)
(Unaudited)

For the Years Ended December 31, 2025 and 2024

| | <u>Series A Preferred</u> | | <u>Series B Preferred</u> | | <u>Common Stock</u> | | <u>Additional Paid-In Capital (\$)</u> | <u>Accumulated Deficit (\$)</u> | <u>Total Stockholders' Equity/ (Deficit) (\$)</u> |
|----------------------------------|---------------------------|------------------------|---------------------------|------------------------|---------------------|------------------------|--|---|---|
| | <u>Shares</u> | <u>Amount (\$)</u> | <u>Shares</u> | <u>Amount (\$)</u> | <u>Shares</u> | <u>Amount (\$)</u> | | | |
| Balance December 31, 2023 | 2 | – | 2,400 | – | 63,508,420 | 6,351 | 169,818 | (308,382) | (132,213) |
| Net loss | – | – | – | – | – | – | – | (30,836) | (30,836) |
| Balance December 31, 2024 | 2 | – | 2,400 | – | 63,508,420 | 6,351 | 169,818 | (339,218) | (163,049) |
| Net loss | – | – | – | – | – | – | – | (34,677) | (34,677) |
| Balance December 31, 2025 | 2 | – | 2,400 | – | 63,508,420 | 6,351 | 169,818 | (373,895) | (197,726) |

See accompanying notes to consolidated financial statements

WORLD FINANCIAL HOLDING GROUP, INC.
STATEMENTS OF CASH FLOWS
(Unaudited)

| | For the Year Ended | |
|---|---------------------------|------------------------|
| | December 31, | |
| | 2025 | 2024 |
| Cash Flows From Operating Activities: | | |
| Net Loss | \$ (34,677) | \$ (30,836) |
| Adjustments to reconcile net loss to net cash used in operations | | |
| Changes in operating assets and liabilities: | | |
| Accrued expenses | - | (900) |
| Accrued management fees | - | (9,764) |
| Net Cash Provided by (Used in) Operating Activities | <u>(34,677)</u> | <u>(41,500)</u> |
| Cash Flows From Investing Activities: | | |
| | - | - |
| Net Cash Used in Investing Activities | <u>-</u> | <u>-</u> |
| Cash Flows From Financing Activities: | | |
| Proceeds from notes payable – related party | 32,000 | 50,465 |
| Net Cash Provided by Financing Activities | <u>32,000</u> | <u>50,465</u> |
| Net Increase (Decrease) in Cash | (2,677) | 8,965 |
| Cash at Beginning of Period | <u>9,257</u> | <u>292</u> |
| Cash at End of Period | <u>\$ 6,580</u> | <u>\$ 9,257</u> |
| <u>Supplemental disclosure of cash flow information:</u> | | |
| Cash paid for interest | \$ - | \$ - |
| Cash paid for taxes | \$ - | \$ - |
| <u>Supplemental disclosure of non-cash investing and financing activities:</u> | | |
| Non-cash transactions | \$ - | \$ - |

See accompanying notes to consolidated financial statements

WORLD FINANCIAL HOLDING GROUP, INC.
NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2025 and 2024
(Unaudited)

NOTE 1 – ORGANIZATION AND BUSINESS

WORLD FINANCIAL HOLDING GROUP INC (WFHG), a Florida corporation formed in January of 2005, is a holding company with a focus on the acquisition and development of full-service senior citizen retirement centers located in Mainland China.

The Company is headquartered in Shanghai, China with the United States office in Jacksonville, Florida.

NOTE 2 – GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has generated no revenues to date and at December 31, 2025, has an accumulated deficit of \$373,895 and a working capital deficit \$16,856. These factors, among others, raise substantial doubt about the ability of the Company to continue as a going concern for a reasonable period of time. The Company's continuation as a going concern is dependent upon, among other things, its ability to generate revenues and its ability to obtain capital from third parties. No assurance can be given that the Company will be successful in these efforts.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"). 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 the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Management further acknowledges that it is solely responsible for adopting sound accounting practices, establishing and maintaining a system of internal accounting control and preventing and detecting fraud. The Company's system of internal accounting control is designed to assure, among other items, that (1) recorded transactions are valid; (2) valid transactions are recorded; and (3) transactions are recorded in the proper period in a timely manner to produce financial statements which present fairly the financial condition, results of operations and cash flows of the Company for the respective periods being presented.

Use of Estimates

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

Cash and Cash Equivalents

The Company accounts for cash and cash equivalents under FASB ASC 305, "*Cash and Cash Equivalents*", and considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Deferred Income Taxes and Valuation Allowance

The Company accounts for income taxes under ASC 740 Income Taxes. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment

occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations. No deferred tax assets or liabilities were recognized at December 31, 2025 and 2024.

Financial Instruments

“Fair Value Measurements and Disclosures,” defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity’s own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of December 31, 2025. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments.

The Company does not have any assets or liabilities measured at fair value on a recurring basis.

Related Parties

The Company follows ASC 850, “*Related Party Disclosures*,” for the identification of related parties and disclosure of related party transactions. Related party transactions for the period ended December 31, 2025 and 2024, totaled \$32,000 and \$50,465, respectively. At September 30, 2025 and December 31, 2024, the note payable - related party was \$172,870 and \$148,870, respectively.

Stock-Based Compensation

FASB ASC 718 “*Compensation – Stock Compensation*,” prescribes accounting and reporting standards for all stock-based payments award to employees, including employee stock options, restricted stock, employee stock purchase plans and stock appreciation rights, may be classified as either equity or liabilities. The Company determines if a present obligation to settle the share-based payment transaction in cash or other assets exists. A present obligation to settle in cash or other assets exists if: (a) the option to settle by issuing equity instruments lacks commercial substance or (b) the present obligation is implied because of an entity’s past practices or stated policies. If a present obligation exists, the transaction should be recognized as a liability; otherwise, the transaction should be recognized as equity.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of FASB ASC 505-50 “*Equity – Based Payments to Non-Employees*.” Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date. As of December 31, 2025 and 2024, the Company did not have any stock-based transactions.

Earnings (loss) per share

Basic income (loss) per share is computed by dividing net income (loss) attributable to common stockholders by the weighted average common shares outstanding for the period. Diluted income (loss) per share is computed giving effect to all potentially dilutive common shares. Potentially dilutive common shares may consist of incremental shares issuable upon the exercise of stock options and warrants and upon the conversion of notes. In periods in which a net loss has been incurred, all potentially dilutive common shares are considered anti-dilutive and thus are excluded from the calculation.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at December 31, 2025 and 2024. As of December 31, 2025, the Company had no dilutive potential common shares.

Recently Issued Accounting Pronouncements

We have reviewed the FASB issued Accounting Standards Update (“ASU”) accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation’s reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

NOTE 4 – NOTES PAYABLE – RELATED PARTY

| Notes payable consisted of the following: | December 31, 2025 | December 31, 2024 |
|---|----------------------|----------------------|
| Demand note from Shanghai Shihong Finance Management Company, a related party. The loan carries a 0% APR and does not have a maturity date. | 180,870 | 148,870 |
| Total notes payable | 180,870 | 148,870 |
| Total current portion | 180,870 | 148,870 |

NOTE 5 – INCOME TAXES

At December 31, 2025, the Company had a net operating loss carry-forward for Federal income tax purposes of approximately \$373,895 that may be offset against future taxable income through 2037. No tax benefit has been reported with respect to these net operating loss carry-forwards in the accompanying financial statements because the Company believes that the realization of the Company’s net deferred tax assets calculated at the effective rates note below, was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are fully offset by the valuation allowance.

NOTE 6 – SHAREHOLDERS’ EQUITY

Common Stock

The Company has 200,000,000 authorized common shares with a par value of \$0.0001 per share. Each common share entitles the holder to one vote, in person or proxy, on any matter on which action of the stockholders of the corporation is sought.

There were 63,508,420 common shares issued and outstanding at December 31, 2025 and 2024.

Preferred Stock

The Company is authorized to issue a total of 100,000,000 shares of preferred stock with a par value of \$0.0001 per share.

The Board of Directors is expressly vested with the authority to divide any or all of the Preferred Stock into series and to fix and determine the relative rights and preferences of the shares of each series so established, within certain guidelines established in the Articles of Incorporation.

Series A Preferred Stock: 10 shares of preferred stock have been designated as Series A. The certificate designation for the Series A Preferred Stock provides that it may only be issued in exchange for the full controlling interest held

by management or its designee. Each share of Series A Preferred Stock shall have the voting rights equal to four times the sum of all shares of common stock issued and outstanding at time of voting plus all shares of Series B Preferred Stocks issued and outstanding at time of Voting. The Series A Preferred Stock has no conversion rights.

Series B Preferred Stock: 1,000,000 shares of preferred stock have been designated as Series B. The certificate of designation for the Preferred B Stock provides that as a class shall be entitled to receive dividends when, as and if declared by the Board of Directors, in its sole discretion. Preferred Series B will have liquidation rites, an amount equal to \$1.00 per share, plus any declared but unpaid dividends for each share held. Each share will have 10 votes. Each share of Series B Preferred Stock shall be convertible into common shares, at any time, and/or from time to time, into the number of shares of the Corporation's Common Stock, par value \$0.0001 per share, equal to the price of the Series B Preferred Stock, divided by the par value of the Common Stock, subject to adjustment as may be determined by the Board of Directors from time-to-time (the "Conversion Rate").

At December 31, 2025, there are 2 shares of Series A Preferred Stock issued and outstanding.

At December 31, 2025, there are 2,400 shares of the Series B Preferred Stock issued and outstanding.

NOTE 7 – SUBSEQUENT EVENTS

In accordance with ASC 855-10, the company has analyzed its operations subsequent to September 30, 2025, through the date these financial statements were issued, and has determined that it does not have any material subsequent events to disclose in these financial statements other than the events discussed below.