



**Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

**TransGlobal Assets Inc.**

5555 Sagamore Ave #14.

Portsmouth, NH. 03801

---

(617) 901-1863

msg Holdings.ai

info@msg Holdings.ai

**Annual Report**

**For the Period Ending December 31, 2025**

**(the "Reporting Period")**

**Outstanding Shares**

The number of shares outstanding of our Common Stock was:

As of December 31, 2025, the number of shares outstanding of our Common Stock was:

3,434,103,943

As of December 31, 2024, the number of shares outstanding of our Common Stock was:

1,964,719,329

**Shell Status**

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

Yes:  No:

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

Yes:  No:

**Change in Control**

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

Yes:  No:

---

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

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

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

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

The Company was incorporated in Nevada on January 30, 2007 as Timeshare Holdings, inc. The Company changed its name to Transglobal Assets, Inc, on February 28, 2011 and on June 7, 2013, the Company changed its domicile to Wyoming.

Current State and Date of Incorporation or Registration: Wyoming - January 30, 2007

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

On February 14, 2023, the Company acquired Better Health Sciences, Inc., and its subsidiaries for 90,000 Convertible Series "B" Preferred Stock. Better Health Sciences, Inc, is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives. On September 26, 2023 Better Health Sciences, Inc., acquired the assets of Synergy Health Services Inc., and placed a conservative value of \$350,000 for the assets.

Led by a team of seasoned experts with deep experience in the healthcare and technology sectors, we are dedicated to creating innovative products and services that meet the evolving needs of consumers and healthcare providers alike. Attracting the attention of other industry leaders that recognize the next evolutionary steps in health and wellness has led to the acquisition, unification and strategic partnerships under the Better Health Sciences Inc., banner.

Our portfolio includes a range of products and services, from telemedicine platforms to wellness retreats and natural health remedies. Our solutions are designed to be user-friendly, affordable, and accessible to all, and are built on the latest advances in science and technology.

Better Health Sciences, Inc, wholly owned subsidiary, Cannascribe Inc., has been operating in the medical cannabis industry since 2014 assisting patients obtain their medical licenses to produce and/or obtain medical cannabis from licensed producers ("LPs"). The Company has built a network across Canada consisting of partnerships with LPs, equipment suppliers, product specialists, medical/wellness clinics, educational affiliates, and political and advocacy groups in order to provide the best advice and service to its patients/clients.

Furthermore, the February 14, 2023 Acquisition and Merger Agreement included the divestment of previous corporate and real estate assets for the return of Convertible Series "A" Preferred Stock.

Effective December 10th, 2024 Ilya Strashun resigned as the Chief Executive Officer and Director of TransGlobal Assets Inc., and Reno J Calabrigo was appointed as the Chief Executive Officer and Sole Director. Ilya Strashun retained the officers position of President.

Effective December 20th, 2024 Ilya Strashun was removed as President by the Board of Directors and Reno J. Calabrigo assumed the role.

On March 5, 2025, TransGlobal Assets Inc. (the "Company") completed the acquisition of MindWell Solutions Group LLC, a Wyoming-based artificial intelligence company, from Michael Berman. In connection with the acquisition, Reno Calabrigo resigned from his position as an officer of the Company, and Michael Berman was appointed as the Company's Chief Executive Officer, effective immediately.

Simultaneously, the Company divested all interests and discontinued all business dealings with Better Health Sciences, Inc. and its subsidiaries, including the termination of all collaboration agreements with Better Pets.

Pursuant to the terms of the original acquisition agreement, the Company also cancelled all Series B Preferred Shares previously issued to 2654776 Ontario Inc.

On March 31, 2025, Mindwell Solutions Group acquired Manifest Technologies Group, a company specializing in the development and deployment of advanced artificial intelligence (AI) solutions for the accounts receivable (AR) and debt recovery industry.

On May 20, 2025, Pursuant to a Purchase and Sale Agreement TransGlobal Assets Inc., acquired 49% of "Incued Fintech App" in exchange for a convertible note of \$300,000. The company now owns 100% of the "Incued Fintech App".

On June 30, 2025, TransGlobal Assets Inc., completed the sale of its "Incued Fintech App" for \$400,000. In connection with the transaction, the company received a convertible note bearing an 8% interest rate.

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

810 Pony Express, Cheyenne, WY 82001, effective March 5th 2025 the principal executive office changed the 5555 Sagamore Ave #14, Portsmouth, NH. 03801

The address(es) of the issuer's principal place of business:

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

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

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

## 2) Security Information

### Transfer Agent

Name: Transfer Online, Inc.  
Phone: (503) 227-2950  
Email: Carolyn@transferonline.com  
Address: 512 SE Salmon Street. Portland, OR. 97214

### 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>TMSH</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>89336P105</u>
Par or stated value:	<u>\$0.001</u>

Total shares authorized: Unlimited as of date: December 31, 2025  
Total shares outstanding: 3,434,103,943 as of date: December 31, 2025  
Total number of shareholders of record: 179 as of date: December 31, 2025

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

None

**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: Convertible Series A Preferred  
CUSIP (if applicable): N/A  
Par or stated value: \$0.001  
Total shares authorized: 1,000,000 as of December 31, 2025  
Total shares outstanding (if applicable): 99,000 as of December 31, 2025  
Total number of shareholders of record (if applicable): 1 as of December 31, 2025

Exact title and class of the security: Convertible Series B Preferred  
CUSIP (if applicable): N/A  
Par or stated value: \$0.001  
Total shares authorized: 100,000 as of December 31, 2025  
Total shares outstanding (if applicable): 100,000 as of December 31, 2025  
Total number of shareholders of record (if applicable): 2 as of December 31, 2025

Exact title and class of the security: Convertible Series M Preferred  
CUSIP (if applicable): N/A  
Par or stated value: \$0.001  
Total shares authorized: 1,000,000 as of December 31, 2025  
Total shares outstanding (if applicable): 1,000,000 as of December 31, 2025  
Total number of shareholders of record (if applicable): 10 as of 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.**

Dividends are variable and paid out at the discretion of management. Each common share is entitled to one vote. There are no preemption rights.

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

There are no dividend rights nor redemption provisions. However, the Convertible Series A Preferred Stock has the following designation:

- A) Can vote on an as-converted basis.
- B) Can convert into common shares based on a 10,000:1 ratio (10,000 Convertible Series A Preferred Stock for 1 common share).
- C) Are subject to dilution.
- D) Subject to any adverse effects as a result of any reverse splits.
- E) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward); and

There are no dividend rights nor redemption provisions. However, the Convertible Series B Preferred Stock has the following designation:

- A) Can vote on an as-converted basis.
- B) Can convert into common shares based on a 10,000:1 ratio (10,000 Convertible Series B Preferred Stock for 1 common share).
- C) Are subject to dilution.
- D) Subject to any adverse effects as a result of any reverse splits.
- E) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward); and

There are no dividend rights nor redemption provisions. However, the Convertible Series M Preferred Stock has the following designation:

- A) One Series "M" Preferred Stock will have the right to 1,000,000 votes on matters that are presented at any regular, annual, or special meetings of stockholders of the Company.
- B) One Series M Preferred Stock will have the right to convert into common shares based on a 1:1,000,000 ratio that can never be adjusted.
- C) Are not subject to dilution.
- D) Not subject to any adverse effects as a result of any reverse splits.
- E) Holders that are non-directors can only convert their preferred shares into common shares so that their beneficial ownership never exceeds 9.9% of the current issued and outstanding common share count.
- F) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward).

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

The Convertible Series A Preferred Stock has the following designation:

- A) Can vote on an as-converted basis.
- B) Can convert into common shares based on a 10,000:1 ratio (1000 Convertible Series A Preferred Stock for 1 common share).
- C) Are subject to dilution.
- D) Subject to any adverse effects as a result of any reverse splits.
- E) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward); and

The Convertible Series B Preferred Stock has the following designation:

- A) Can vote on an as-converted basis.

- B) Can convert into common shares based on a 10,000:1 ratio (1000 Convertible Series B Preferred Stock for 1 common share).
- C) Are subject to dilution.
- D) Subject to any adverse effects as a result of any reverse splits.
- E) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward); and

The Convertible Series M Preferred Stock has the following designation:

- A) One Series M Preferred Stock will have the right to 1,000,000 votes on matters that are presented at any regular, annual, or special meetings of stockholders of the Company.
- B) One Series M Preferred Stock will have the right to convert into common shares based on a 1:1,000,000 ratio that can never be adjusted.
- C) Are not subject to dilution.
- D) Not subject to any adverse effects as a result of any reverse splits.
- E) Holders that are non-directors can only convert their preferred shares into common shares so that their beneficial ownership never exceeds 9.9% of the current issued and outstanding common share count.
- F) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward).

**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.**

- A) Amended Series A Preferred Stock conversion feature - From: Can convert into common shares based on a 1,000:1 ratio, To: Can convert into common shares based on a 10,000:1 ratio
- B) Amended Series B Preferred Stock - From: One Series "B" Preferred Stock will have the right to 10,000,000 votes on matters that are presented at any regular, annual, or special meetings of stockholders of the Company, To: Can vote on an as-converted basis.
- C) Amended Series B Preferred Stock conversion feature - From: Can convert into common shares based on a 1:10,000,000 ratio, To: Can convert into common shares based on a 10,000:1 ratio
- D) Amended Series B Preferred Stock Subject From: Not subject to any adverse effects as a result of any reverse splits and Are not subject to dilution. To: Subject to any adverse effects as a result of any reverse splits and are subject to dilution.
- E) Created the Convertible Series M Preferred Stock and the Company will cancel all Series A and B Preferred Shares on their next appropriate filing.

**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**

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Date <u>01/01/24</u>  <u>Opening Balance</u> Common: <u>867,334,715</u>  <u>Opening Balance</u> Preferred: <u>199,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>01/05/2024</u>	<u>Issuance</u>	<u>86,153,846</u>	<u>Common</u>	<u>\$86,154</u>	<u>Yes</u>	<u>Pascal Siegenthaler</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>02/15/2024</u>	<u>Issuance</u>	<u>92,307,692</u>	<u>Common</u>	<u>\$92,308</u>	<u>Yes</u>	<u>Gemini Holdings Inc.</u>  <u>Mehdi Quahtane</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>01/31/2024</u>	<u>Issuance</u>	<u>103,076,923</u>	<u>Common</u>	<u>\$103,077</u>	<u>Yes</u>	<u>Pascal Siegenthaler</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>02/15/2024</u>	<u>Issuance</u>	<u>114,000,000</u>	<u>Common</u>	<u>\$114,000</u>	<u>Yes</u>	<u>Gemini Holdings Inc.</u>  <u>Mehdi Quahtane</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>02/26/2024</u>	<u>Issuance</u>	<u>114,000,000</u>	<u>Common</u>	<u>\$114,000</u>	<u>Yes</u>	<u>GB II Inc.</u>  <u>Pascal Siegenthaler</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>04/24/2024</u>	<u>Issuance</u>	<u>135,000,000</u>	<u>Common</u>	<u>\$135,000</u>	<u>Yes</u>	<u>Canel Aki</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>05/10/2024</u>	<u>Issuance</u>	<u>135,000,000</u>	<u>Common</u>	<u>\$135,000</u>	<u>Yes</u>	<u>Canel Aki</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>09/19/2024</u>	<u>Issuance</u>	<u>164,000,000</u>	<u>Common</u>	<u>\$164,000</u>	<u>Yes</u>	<u>Canel Aki</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>11/25/2024</u>	<u>Issuance</u>	<u>153,846,153</u>	<u>Common</u>	<u>\$153,846</u>	<u>Yes</u>	<u>GB II Inc.</u>  <u>Pascal Siegenthaler</u>	<u>Debt Conversion</u>	<u>Unrestricted</u>	<u>Rule 144 or 4(a)(1)</u>
<u>03/05/2025</u>	<u>Issuance</u>	<u>450,000</u>	<u>Preferred "M"</u>	<u>\$450</u>	<u>No</u>	<u>Mindwell Solutions Group LLC</u> <u>Michael Berman</u>	<u>Business Acquisition</u>	<u>Restricted</u>	<u>None</u>
<u>03/05/2025</u>	<u>Issuance</u>	<u>86,666</u>	<u>Preferred "M"</u>	<u>\$87</u>	<u>No</u>	<u>Ken Williams</u>	<u>Business Acquisition</u>	<u>Restricted</u>	<u>None</u>
<u>03/05/2025</u>	<u>Issuance</u>	<u>86,666</u>	<u>Preferred "M"</u>	<u>\$87</u>	<u>No</u>	<u>Paul Khan</u>	<u>Business Acquisition</u>	<u>Restricted</u>	<u>None</u>
<u>03/05/2025</u>	<u>Issuance</u>	<u>86,666</u>	<u>Preferred "M"</u>	<u>\$87</u>	<u>No</u>	<u>We Trust</u> <u>Alfredo Papadakis</u>	<u>Business Acquisition</u>	<u>Restricted</u>	<u>None</u>
<u>03/05/2025</u>	<u>Issuance</u>	<u>86,666</u>	<u>Preferred "M"</u>	<u>\$87</u>	<u>No</u>	<u>Maddy's Legacy LLC</u> <u>Alfredo Papadakis</u>	<u>Business Acquisition</u>	<u>Restricted</u>	<u>None</u>

03/05/2025	Issuance	86,666	Preferred "M"	\$87	No	Legion Financial Consultants Ltd Joel Tombran	Business Acquisition	Restricted	None
03/05/2025	Issuance	86,666	Preferred "M"	\$87	No	Branalex Financial Group Inc. Stephen Taub	Business Acquisition	Restricted	None
03/05/2025	Issuance	10,000	Preferred "M"	\$10	No	Curtis Philpot	Business Acquisition	Restricted	None
03/05/2025	Issuance	10,000	Preferred "M"	\$10	No	John Phillips	Business Acquisition	Restricted	None
03/05/2025	Issuance	10,000	Preferred "M"	\$10	No	Reno J. Calabrigo	Business Acquisition	Restricted	None
03/10/2025	Issuance	179,923,076	Common	\$179,923	Yes	PKF Capital Markets (Seychelles) Limited J.S.Galsinh	Debt Conversion	Unrestricted	Rule 144 or 4(a)(1)
03/19/2025	Issuance	179,923,076	Common	\$179,923	Yes	GB II Inc. Pascal Siegenthaler	Debt Conversion	Unrestricted	Rule 144 or 4(a)(1)
04/09/2025	Issuance	61,538,462	Common	\$61,538	Yes	PKF Capital Markets (Seychelles) Limited J.S.Galsinh	Debt Conversion	Unrestricted	Rule 144 or 4(a)(1)
04/14/2025	Issuance	238,000,000	Common	\$238,000	Yes	GB II Inc. Pascal Siegenthaler	Debt Conversion	Unrestricted	Rule 144 or 4(a)(1)
04/20/2025	Issuance	238,000,000	Common	\$238,000	Yes	PKF Capital Markets (Seychelles) Limited J.S.Galsinh	Debt Conversion	Unrestricted	Rule 144 or 4(a)(1)
05/09/2025	Issuance	286,000,000	Common	\$286,000	Yes	Bruce Bent	Debt Conversion	Unrestricted	Rule 144 or 4(a)(1)
05/06/2025	Issuance	286,000,000	Common	\$286,000	Yes	PKF Capital Markets (Seychelles) Limited J.S.Galsinh	Debt Conversion	Unrestricted	Rule 144 or 4(a)(1)

Shares Outstanding on Date of This Report:

Date 12/31/2025

Ending Balance:

Common: 3,434,103,943

Ending Balance:

Preferred: 1,199,000

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 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:

**2654776 Ontario Inc. (Ilya Strashun), On March 5, 2025, Pursuant to the terms of the original acquisition agreement, the Company amended the designation of all Series A and B Preferred Shares.**

**The 04/06/2023 Preferred “B” shares issued to Legion Financial Consultants, Ltd., was re-issued to several shareholders all holding <5% of the class of security. On March 5, 2025, Pursuant to the terms of the original acquisition agreement, the Company will cancel or amend the designation of all Series A and B Preferred Shares.**

## 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	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
3/15/2020	150,000	232,670	3/15/2021	50% discount to market		2,326,700,000	Curtis Philpot	Purchase and Sale Agreement
10/5/2020	75,000	113,558	10/5/2021	50% discount to market		1,135,580,000	Celeste N Phillips	Consulting and Services Agreement
10/5/2020	400,000	605,804	10/5/2021	50% discount to market		6,058,040,000	John Phillips	Purchase and Sale Agreement
10/26/2020	50,000	75,306	10/26/2021	50% discount to market		753,060,000	Augustus Redmond	Consulting and Services Agreement
11/4/2021	150,000	208,627	11/04/2022	50% discount to market		2,086,270,000	Curtis Philpot	Purchase and Sale Agreement
11/10/2020	75,000	112,444	11/10/2021	50% discount to market		1,124,440,000	Lucretia Brown	Consulting and Services Agreement
05/12/2023	1,000	1,000	Due On Demand after 05/12/2024	\$0.0001 and/or 50% discount to market		10,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
05/24/2023	2,500	2,500	Due On Demand after 05/24/2024	\$0.0001 and/or 50% discount to market		25,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
06/14/2023	1,500	1,500	Due On Demand after 06/14/2024	\$0.0001 and/or 50% discount to market		15,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
06/29/2023	5,000	5,000	Due On Demand after 06/29/2024	\$0.0001 and/or 50% discount to market		50,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
08/07/2023	5,000	5,000	Due On Demand after 08/07/2024	\$0.0001 and/or 50% discount to market		50,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
09/20/2023	2,500	2,500	Due On Demand after 09/20/2024	\$0.0001 and/or 50% discount to market		25,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan

11/13/2023	4,000	4,000	Due On Demand after 11/13/2024	\$0.0001 and/or 50% discount to market		40,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
11/21/2023	5,000	5,000	Due On Demand after 11/21/2024	\$0.0001 and/or 50% discount to market		50,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
12/07/2023	5,000	5,000	Due On Demand after 12/07/2024	\$0.0001 and/or 50% discount to market		50,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
12/13/2023	5,000	5,000	Due On Demand after 12/13/2024	\$0.0001 and/or 50% discount to market		50,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
12/20/2023	5,000	5,000	Due On Demand after 12/20/2024	\$0.0001 and/or 50% discount to market		50,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
02/03/2024	216	216	Due On Demand after 02/03/2025	\$0.0001 and/or 50% discount to market		2,160,000	Branalex Financial Group Ltd (Stephen Taub)	Loan
02/22/2024	10,000	10,000	Due On Demand after 02/22/2025	\$0.0001 and/or 50% discount to market		100,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
04/11/2024	7,000	7,000	Due On Demand after 02/22/2025	\$0.0001 and/or 50% discount to market		70,000,000	Legion Financial Consultants Ltd (Joel Tombran)	Loan
03/07/2025	300,000	324,730	03/07/2026	50% discount to market		3,247,300,000	Paul Khan	Consulting and Services Agreement
05/20/2025	300,000	324,730	05/20/2026	50% discount to market		3,247,300,000	Alfredo Papadakis	Asset Acquisition - Incued Fintech
06/30/2025	50,000	50,000	12/31/2026	\$0.001 or \$0.0001 depending on trading price.		500,000,000	Alfredo Papadakis	Consulting and Services Agreement
<b>Total Outstanding Balance:</b>		2,106,585	<b>Total Shares:</b>		0			

Any additional material details, including footnotes to the table are below: **Amended the Due of Demand Dates for the Notes in Q2 and Q3, 2023 except for the 05/12/2023 Note. Due of Demand dates was previously recorded incorrectly as 05/12/2024 for all Q2 and Q3 Notes except for the 05/12/2023 Note.**

**Effective November 30, 2025 Paul Khan cancelled the outstanding principal and interest balance of his November 30, 2020 convertible note.**

#### 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.otcm Markets.com](http://www.otcm Markets.com).

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

Better Health Sciences, Inc. is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives.

On March 5, 2025, the Company completed the acquisition of MindWell Solutions Group LLC, a Wyoming-based artificial intelligence company. Mindwell Solutions Group LLC, offers AI-driven platforms focused on emotional intelligence, biometric analysis, and private market innovation. Its core products include Mindwell AI™, which provides real-time behavioral insights for mental health, performance analytics, and relationship wellness, and fintech tools designed to modernize private capital markets with AI-powered investor engagement, risk scoring, and compliance automation.

Simultaneously, the Company divested all interests and discontinued all business dealings with Better Health Sciences, Inc. and its subsidiaries, including the termination of all collaboration agreements with Better Pets.

On March 31, 2025, Mindwell Solutions Group acquired Manifest Technologies Group, a company specializing in the development and deployment of advanced artificial intelligence (AI) solutions for the accounts receivable (AR) and debt recovery industry.

On May 20, 2025, Pursuant to a Purchase and Sale Agreement ransGlobal Assets Inc.,acquired 49% of “Incued Fintech App” in exchange for a convertible note of \$300,000. The company now owns 100% of the “Incued Fintech App”.

On June 30, 2025, TransGlobal Assets Inc., completed the sale of its “Incued Fintech App” for \$400,000. In connection with the transaction, the company received a convertible note bearing an 8% interest rate.

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

Better Health Sciences Inc., and Cannascribe Inc. divested on March 5, 2025 and acquired MindWell Solutions Group LLC.

On March 31, 2025, Mindwell Solutions Group acquired Manifest Technologies Group, a company specializing in the development and deployment of advanced artificial intelligence (AI) solutions for the accounts receivable (AR) and debt recovery industry.

On May 20, 2025, Pursuant to a Purchase and Sale Agreement ransGlobal Assets Inc.,acquired 49% of “Incued Fintech App” in exchange for a convertible note of \$300,000. The company now owns 100% of the “Incued Fintech App”.

On June 30, 2025, TransGlobal Assets Inc., completed the sale of its “Incued Fintech App” for \$400,000. In connection with the transaction, the company received a convertible note bearing an 8% interest rate.

C. Describe the issuers' principal products or services.

Better Health Sciences, Inc. is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives.

Led by a team of seasoned experts with deep experience in the healthcare and technology sectors, we are dedicated to creating innovative products and services that meet the evolving needs of consumers and healthcare providers alike. Attracting the attention of other industry leaders that recognize the next evolutionary steps in health and wellness has led to the acquisition, unification and strategic partnerships under the Better Health Sciences Inc., banner.

Our portfolio includes a range of products and services, from telemedicine platforms to wellness retreats and natural health remedies. Our solutions are designed to be user-friendly, affordable, and accessible to all, and are built on the latest advances in science and technology.

Better Health Sciences, Inc. wholly owned subsidiary, Cannascribe Inc., has been operating in the medical cannabis industry since 2014 assisting patients obtain their medical licenses to produce and/or obtain medical cannabis from licensed producers (“LPs”). The Company has built a network across Canada consisting of

partnerships with LPs, equipment suppliers, product specialists, medical/wellness clinics, educational affiliates, and political and advocacy groups in order to provide the best advice and service to its patients/clients. On March 21, 2024 the Company announced the signing of a Joint Venture agreement that outlines a strategic collaboration focused on marketing and distributing new key products from Better Pets. Under the terms of the agreement, TransGlobal Assets Inc.'s subsidiary, Better Health Sciences Inc., will spearhead the marketing and distribution efforts, leveraging both existing and new channels to reach a wider audience.

Effective March 5th, 2025, the Company completed the acquisition of MindWell Solutions Group LLC, a Wyoming-based artificial intelligence company. Mindwell Solutions Group LLC, offers AI-driven platforms focused on emotional intelligence, biometric analysis, and private market innovation. Its core products include Mindwell AI™, which provides real-time behavioral insights for mental health, performance analytics, and relationship wellness, and fintech tools designed to modernize private capital markets with AI-powered investor engagement, risk scoring, and compliance automation.

On March 31, 2025, Mindwell Solutions Group acquired Manifest Technologies Group, a company specializing in the development and deployment of advanced artificial intelligence (AI) solutions for the accounts receivable (AR) and debt recovery industry.

On May 20, 2025, Pursuant to a Purchase and Sale Agreement TransGlobal Assets Inc., acquired 49% of “Incued Fintech App” in exchange for a convertible note of \$300,000. The company now owns 100% of the “Incued Fintech App”.

On June 30, 2025, TransGlobal Assets Inc., completed the sale of its “Incued Fintech App” for \$400,000. In connection with the transaction, the company received a convertible note bearing an 8% interest 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.

Effective March 5th, 2025, The company’s wholly owned subsidiary, MindWell Solutions Group LLC, operates out of its leased facility located at 5555 Sagamore Ave #14, Portsmouth, NH 03801, supporting product development, research, and executive operations

## **6) Officers, Directors, and Control Persons**

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)
Kent Strickler	+5%	Siletz, Oregon	99,000	Preferred A	9.9%
Reno J. Calabrigo	Officer, Director	Vancouver, B.C	10,000	Preferred M	1%
2654776 Ontario Inc. Ilya Strashun	+5%	Toronto, Ontario	90,000	Preferred B	90%
Michael Berman	Officer	Portsmouth, NH			
Mindwell Solutions Group LLC Michael Berman	+5%	Portsmouth, NH	450,000	Preferred M	45%
Ken Williams	+5%	Miami, FL	86,666	Preferred M	8.7%
Paul Khan	+5%	Toronto, Ontario	86,666	Preferred M	8.7%
We Trust Alfredo Papadakis	+5%	Sheridan, WY	86,666	Preferred M	8.7%
Maddy's Legacy LLC Alfredo Papadakis	+5%	Beverly Hills, CA	86,666	Preferred M	8.7%
Legion Financial Consultants Ltd Joel Tombran	+5%	Mississauga, Ontario	86,666	Preferred M	8.7%
Branalex Financial Group Inc. Stephen Taub	+5%	Toronto, Ontario	86,666	Preferred M	8.7%

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

**Effective December 10th, 2024 Ilya Strashun resigned as the Chief Executive Officer and Director of TransGlobal Assets Inc., and Reno J Calabrigo was appointed as the Chief Executive Officer and Sole Director. Ilya Strashun retained the officers position of President.**

**Effective December 20th, 2024 Ilya Strashun resigned and was removed as President and Reno J. Calabrigo assumed the role.**

**Effective March 5th, 2025 Reno J. Calabrigo resigned as the sole officer and appointed Michael Berman as the CEO.**

**Effective April 16th, 2025 all Preferred M shares were issued**

## 7) Legal/Disciplinary History

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

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

**No**

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

**No**

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

No

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

No

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

No

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

No

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

None

## 8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

### Securities Counsel.

Name: Vic Devlaeminck  
Address 1: 10013 NE Hazel Dell Avenue, #317  
Address 2: Vancouver, WA 98685  
Phone: (503) 806-3533  
Email: vic@vicdevlaeminck.com

### Accountant or Auditor

None

### Investor Relations

None

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

Twitter: <https://x.com/mindwellsol>

Facebook:

### 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.

None

## 9) Disclosure & Financial Information

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

Name: Reno J. Calabrigo  
Title: CEO  
Relationship to Issuer: Officer/Director

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: Reno J. Calabrigo  
Title: CEO  
Relationship to Issuer: Officer/Director

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> Possesses a strong foundation in accounting, gained through post-secondary education and professional experience in reviewing and analyzing financial statements. Demonstrated leadership as a director for multiple companies across diverse 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.

**Financial Statements are attached beginning on page 17**

---

<sup>5</sup> 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.  
OTC Markets Group Inc.  
OTC Pink Basic Disclosure Guidelines (v1.0 July 1, 2025)

## 10) Issuer Certification

### **Director:**

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, Reno J. Calabrigo certify that:

1. I have reviewed this Annual Disclosure Statement of TransGlobal Assets 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.

02/28/2026 [Date]

/s/ Reno J. Calabrigo [Director's Signature]

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

### **Director:**

I, Reno J. Calabrigo certify that:

1. I have reviewed this Annual Disclosure Statement of TransGlobal Assets 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.

02/28/2026 [Date]

/s/ Reno J. Calabrigo [Director's Signature]

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

**TRANSGLOBAL ASSETS, INC.**  
**Financial Statements**  
**Comparative Balance Sheet**  
**December 31, 2025 & December 31, 2024**  
**Unaudited**

	December 31, 2025	December 31, 2024
<b>Current Assets</b>		
Cash on hand, in bank	250	3,554
Accounts receivable	400,000	10,921
Inventory		-
<b>Total current assets</b>	400,250	14,475
<b>Fixed Assets</b>		
Furniture & equipment	10,000	25,000
<b>Total fixed assets</b>	10,000	25,000
<b>Other Assets</b>		
Intangibles – Better Health Science	2,800,000	2,800,000
Divestment of Better Health Science	(2,720,000)	
Amortization – Better Health Science	(80,000)	(80,000)
Intangibles – Mindwell Solutions	450,000	
Intangibles – Manifest Technologies	600,000	
<b>Total other assets</b>	1,050,000	2,720,000
<b>TOTAL ASSETS</b>	1,460,250	2,759,475
 <b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts Payable	12,610	58,041
Short-term notes – Other		-
<b>Total Current Liabilities</b>	12,610	58,041
<b>Long-term Liabilities</b>		
Accrued interest	497,868	414,597
Notes payable	1,608,716	1,083,141
<b>Total Long-term Liabilities</b>	2,106,584	1,497,738
<b>TOTAL LIABILITIES</b>	2,119,194	1,555,779
<b>SHAREHOLDERS' EQUITY</b>		
Common: 5,000,000,000 shares authorized par value \$0.001; issued and outstanding: 3,434,103,943 at 12/31/2025 and 1,964,719,329 at 12/31/2024	3,434,104	1,964,719
Preferred Series A, 1,000,000 shares authorized par value \$0.001; 99,000 issued and outstanding at 12/31/2025 & 12/31/2024	99	99
Preferred Series B, 100,000 shares authorized par value \$0.001; 100,000 issued and outstanding at 12/31/2025 & 12/31/2024	100	100
Preferred Series M, 1,000,000 shares authorized par value \$0.001; 1,000,000 issued and outstanding at 12/31/2025 & 0 at 12/31/2024	100	-
Additional paid in capital	(1,100,184)	1,445,519
Retained earnings (deficit)	(2,206,741)	(1,998,398)
Current earnings	(786,422)	(208,343)
<b>Total Stockholders' equity</b>	(658,944)	1,203,696
<b>Total liabilities and Stockholders' Equity</b>	1,460,250	2,759,475

**TRANSGLOBAL ASSETS, INC.**  
**Statement of Income and Retained Earnings (Deficit)**  
**For the Twelve Months Ended**  
**December 31, 2025 & December 31, 2024**  
**Unaudited**

	December 31, 2025	December 31, 2024
<b>Revenue</b>		
Sales	\$ 0	\$ 167,390
Interest Income	\$ 10,730	
<b>Total Revenue</b>	10,730	167,390
<b>Cost of Goods Sold</b>		
Raw materials		
Licensing & storage	-	-
Other costs		
<b>Total Cost of Goods Sold</b>	0	0
<b>Gross Income</b>	10,730	167,390
<b>Expenses</b>		
Consulting	600,000	11,630
Amortization – Better Health Science		80,000
Legal		
Advertising and Promotion	948	3,697
Professional fees		2,767
Vehicle expense	6,100	972
Bank fees	8	252
Rent		23,667
Office expense	2,654	16,310
Research & Development	13,485	
Travel & entertainment		773
Payroll expenses		95,271
Interest	159,358	115,569
Equipment		
Stock maintenance		
Phone	600	5,657
Insurance		7,082
OTC Fees	11,000	5,743
Transfer Agent Fees	3,000	6,343
<b>Total Operating Expenses</b>	797,152	375,733
<b>Net Operating income (loss)</b>	(786,422)	(208,343)
 <b>Net earnings (loss)</b>	 (786,422)	 (208,343)
 <b>Retained earnings deficit:</b>		
Beginning of period	(2,206,741)	(1,998,398)
 <b>End of Period</b>	 \$ (2,993,163)	 \$ (2,206,741)

**TRANSGLOBAL ASSETS, INC.**  
**Statement of Cash Flows & Retained Earnings (Deficit)**  
**For the Twelve Months Ended**  
**December 31, 2025 & December 31, 2024**  
**Unaudited**

	<b>December 31, 2025</b>	<b>December 31, 2024</b>
<b>OPERATING ACTIVITIES</b>		
<b>Net Income (Loss)</b>	(786,422)	(208,343)
Adjustments to reconcile net Income (Loss) to net cash provided by operations		
Depreciation		
Amortization		60,000
Notes receivable	(389,079)	
Accounts payable	(45,431)	4,321
Accrued Interest	159,358	115,569
Previous period Accrued Interest Adjustment		(118,970)
Total Adjustments	(275,152)	60,920
<b>Net cash provided by operating activities</b>	<b>(1,061,574)</b>	<b>(147,423)</b>
<b>INVESTING ACTIVITIES</b>		
Asset acquisition/divestment		
<b>Net cash provided by investing activities</b>	<b>-</b>	<b>-</b>
<b>FINANCING ACTIVITIES</b>		
Note payable	650,000	17,216
Paid in Surplus	(2,545,703)	(720,629)
Stock issuance	1,469,485	1,097,385
<b>Net cash from financing activities</b>	<b>(426,218)</b>	<b>393,972</b>
<b>Net cash increase for period</b>	<b>(3,304)</b>	<b>(13,427)</b>
<b>Cash at beginning of period</b>	<b>3,554</b>	<b>16,981</b>
<b>CASH AT END OF PERIOD</b>	<b>250</b>	<b>3,554</b>

**TRANSGLOBAL ASSETS, INC.**  
**Statement of Stockholders' Equity**  
**December 31, 2025**  
**Unaudited**

	Common Stock		Preferred Stock		Paid In Capital	Accumulated Earnings	Total Stockholders' Equity
	Share	Amount	Share	Amount			
Balance - 12/31/18	212,874,719	\$ 212,875		\$ 0	\$ 636,710	\$ (679,137)	\$ 170,448
Net income (loss) - 12/31/19						\$ 125,628	\$ 125,628
Balance - 12/31/19	212,874,719	\$ 212,875	0	\$ 0	\$ 636,710	\$ (553,509)	\$ 296,076
Net income (loss) - 12/31/20						\$ (456,893)	\$ (456,893)
Balance - 12/31/20	212,874,719	\$ 212,875	0	\$ 0	\$ 636,710	\$ (1,010,402)	\$ (160,817)
acquisition/issuance	87,229,231	\$ 87,229			\$ 769,457		\$ 856,686
Net income (loss) - 12/31/21						\$ (515,918)	\$ (515,918)
Balance - 12/31/21	300,103,950	\$ 300,104	0	\$ 0	\$ 1,406,167	\$ (1,526,320)	\$ 179,951
Stock Issuance	62,000,000	\$ 62,000			36,133		\$ 98,133
Net income (loss) - 12/31/22						\$ (361,854)	\$ (361,854)
Balance - 12/31/22	362,103,950	\$ 362,104	0	\$ 0	\$ 1,442,300	\$ (1,888,174)	\$ (83,770)
Stock Issuance	505,230,765	\$ 505,231	10,000	\$ 10	(338,135)		\$ 167,106
Adjustments to previous period Preferred A Stock Issuance			1,000,000	\$ 1,000			\$ 1,000
Stock Cancellation			(901,000)	\$ (901)			\$ (901)
Acquisition of BHS			90,000	\$ 90	1,061,983		\$ 1,062,073
Net income (loss) - 12/31/23						\$ (110,224)	\$ (110,224)
Balance - 12/31/23	867,334,715	\$ 867,335	199,000	\$ 199	\$ 2,166,148	\$ (1,998,398)	\$ 1,035,284
Stock Issuance	1,097,384,614	\$ 1,097,385			(720,629)		\$ 376,756
Net income (loss) - 12/31/24						\$ (208,343)	\$ (208,343)
Balance - 12/31/24	1,964,719,329	\$ 1,964,719	199,000	\$ 199	\$ 1,445,519	\$ (2,206,741)	\$ 1,203,696
Stock Issuance	1,469,384,614	\$ 1,469,385	1,000,000	\$ 100	(2,545,703)		\$ (1,076,218)
Net income (loss) - 12/31/25						\$ (786,422)	\$ (786,422)
Balance - 12/31/25	3,434,103,943	\$ 3,434,104	1,199,000	\$ 299	(1,100,184)	\$ (2,993,163)	\$ (658,944)

**TRANSGLOBAL ASSETS, INC.**  
**December 31, 2025**  
**NOTES TO FINANCIAL STATEMENTS**

**NOTE 1- NATURE OF OPERATIONS**

**Nature of Operations**

The Company was incorporated in the state of Nevada January 30, 2007. The Company is committed to a series of self-sustaining Hemp Ranches. Each hemp ranch will be vertically integrated from acres allocated, to outdoor cultivation and indoor greenhouses, to warehouses for processing farm grown hemp into textiles, Hemp Crete & plastics. We will also be processing all-natural products for Monster Elixir, a wholly owned retail company (formed on January 14<sup>th</sup>, 2020).

On February 14, 2023, the Company acquired Better Health Sciences, Inc., and its subsidiaries for 90,000 Convertible Series "B" Preferred Stock. Better Health Sciences, Inc, is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives. On September 26, 2023 Better Health Sciences, Inc., acquired the assets of Synergy Health Services Inc., and placed a conservative value of \$350,000 for the assets.

Led by a team of seasoned experts with deep experience in the healthcare and technology sectors, we are dedicated to creating innovative products and services that meet the evolving needs of consumers and healthcare providers alike. Attracting the attention of other industry leaders that recognize the next evolutionary steps in health and wellness has led to the acquisition, unification and strategic partnerships under the Better Health Sciences Inc., banner.

Our portfolio includes a range of products and services, from telemedicine platforms to wellness retreats and natural health remedies. Our solutions are designed to be user-friendly, affordable, and accessible to all, and are built on the latest advances in science and technology.

Better Health Sciences, Inc, wholly owned subsidiary, Cannascribe Inc., has been operating in the medical cannabis industry since 2014 assisting patients obtain their medical licenses to produce and/or obtain medical cannabis from licensed producers ("LPs"). The Company has built a network across Canada consisting of partnerships with LPs, equipment suppliers, product specialists, medical/wellness clinics, educational affiliates, and political and advocacy groups in order to provide the best advice and service to its patients/clients.

Furthermore, the February 14, 2023 Acquisition and Merger Agreement included the divestment of previous corporate and real estate assets for the return of Convertible Series "A" Preferred Stock.

On March 21, 2024 the Company announced the signing of a Joint Venture agreement that outlines a strategic collaboration focused on marketing and distributing new key products from Better Pets. Under the terms of the agreement, TransGlobal Assets Inc.'s subsidiary, Better Health Sciences Inc., will spearhead the marketing and distribution efforts, leveraging both existing and new channels to reach a wider audience.

On March 5, 2025, the "Company completed the acquisition of MindWell Solutions Group LLC, a Wyoming-based artificial intelligence company, from Michael Berman. In connection with the acquisition, Reno Calabrigo resigned from his position as an officer of the Company, and Michael Berman was appointed as the Company's Chief Executive Officer, effective immediately. The Company placed a conservative value of \$450,000 for the acquisition.

Simultaneously, the Company divested all interests and discontinued all business dealings with Better Health Sciences, Inc. and its subsidiaries, including the termination of all collaboration agreements with Better Pets.

Pursuant to the terms of the original acquisition agreement, the Company also cancelled all Series B Preferred Shares previously issued to 2654776 Ontario Inc.

Effective March 8, 2025 The Company amended the designation of all Series A and B Preferred Shares.

There are no dividend rights nor redemption provisions. However, the Convertible Series A Preferred Stock has the following designation:

- Can vote on an as-converted basis.
- Can convert into common shares based on a 10,000:1 ratio (10,000 Convertible Series A Preferred Stock for 1 common share).
- Are subject to dilution.
- Subject to any adverse effects as a result of any reverse splits.
- Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward); and

There are no dividend rights nor redemption provisions. However, the Convertible Series B Preferred Stock has the following designation:

- Can vote on an as-converted basis.
- Can convert into common shares based on a 10,000:1 ratio (10,000 Convertible Series B Preferred Stock for 1 common share).
- Are subject to dilution.
- Subject to any adverse effects as a result of any reverse splits.
- Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward);

On March 31, 2025, Mindwell Solutions Group acquired Manifest Technologies Group, a company specializing in the development and deployment of advanced artificial intelligence (AI) solutions for the accounts receivable (AR) and debt recovery industry. The Company placed a conservative value of \$600,000 for the acquisition.

On May 20, 2025, Pursuant to a Purchase and Sale Agreement ransGlobal Assets Inc.,acquired 49% of "Incued Fintech App" in exchange for a convertible note of \$300,000. The company now owns 100% of the "Incued Fintech App".

On June 30, 2025, TransGlobal Assets Inc., completed the sale of its "Incued Fintech App" for \$400,000. In connection with the transaction, the company received a convertible note bearing an 8% interest rate.

## **NOTE 2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of Presentation**

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America.

### **NOTE 3 – FISCAL YEAR**

The Company's fiscal year ends on December 31.

#### **NOTE 4 - STOCKHOLDERS' EQUITY**

The company's capitalization is 5,000,000,000 common shares with a par value of \$.001 per share, 1,000,000 Series "A" preferred shares with a par value of \$.001 per share, 100,000 Series "B" preferred shares with a par value of \$.001 per share and 1,000,000 Series "M" preferred shares with a par value of \$.001 per share

#### **NOTE 5 - LONG-TERM DEBT**

As of December 31, 2025, the Company had the following long-term debt:

\$150,000 owed to Curtis Philpot. The current balance of the debt excludes interest and has a maturity date of March 15, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for an asset purchase.

\$75,000 owed to Celeste Phillips. The current balance of the debt excludes interest and has a maturity date of October 5, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$400,000 owed to John Phillips. The current balance of the debt excludes interest and has a maturity date of October 5, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for an asset purchase.

\$50,000 owed to Augustus Redmond. The current balance of the debt excludes interest and has a maturity date of October 26, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$75,000 owed to Lucretia Brown. The current balance of the debt excludes interest and has a maturity date of November 10, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$250,000 owed to Paul Khan. The current balance of the debt excludes interest and has a maturity date of November 30, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services. Effective November 30, 2025 Paul Khan cancelled the outstanding principal and interest balance of his November 30, 2020 convertible note.

\$150,000 owed to Curtis Philpot. The current balance of the debt excludes interest and has a maturity date of November 4th 2022. The debt is convertible at a 50% discount to market price. This debt was incurred for an asset purchase.

\$1,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after May 12th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$2,500 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after May 24th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$1,500 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after June 14th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after June 29th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after Aug 7th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$2,500 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after September 20th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$4,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after November 13th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after November 21st 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after December 7th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after December 13th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after December 20th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$216 owed to Branalex Financial Group Ltd. The current balance of the debt excludes interest and is Due on Demand after February 3rd 2025. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$10,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after February 22nd, 2025. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$7,000 owed to Legion Financial Consultants Ltd. The current balance of the debt excludes interest and is Due on Demand after April 11th, 2025. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$300,000 owed to Paul Khan. The current balance of the debt excludes interest and has a maturity date of March 7, 2026. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$300,000 owed to Alfredo Papadakis. The current balance of the debt excludes interest and has a maturity date of March 7, 2026. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$50,000 owed to TomorrowPay LLC . The current balance of the debt excludes interest and has a maturity date of June 30, 2026. The debt is convertible at a the lower of: (i) the market rate equivalent to a

conversion price of \$0.001 per share, or (ii) \$0.0001 per share, in the event the Issuer's Common Stock trades below \$0.01 for thirty (30) consecutive trading days.

#### **NOTE 6 - PREFERRED STOCK ISSUANCE AND CANCELLATION**

Effective April 11, 2023, the Preferred "A" Shares of John Phillips, Curtis Philpot, Paul Khan and The Now Corporation was cancelled as part of the February 14, 2023 Acquisition and Merger Agreement which includes the divestment of previous corporate and real estate assets for the return of Convertible Series "A" Preferred Stock.

Effective April 11, 2023, 90,000 Preferred "B" Shares was issued to 2654776 Ontario Inc., a company controlled by Ilya Strashun. These shares provide 2654776 Ontario Inc., with the majority voting control of TransGlobal Assets, Inc.

Effective March 6, 2023, Ilya Strashun was appointed as the, CEO, President and Sole Director of the corporation and Curtis Philpot resigned as an officer and director. The Company is in the process of updating the State and OTCMarkets with these changes.

Effective December 10th, 2024 Ilya Strashun resigned as the Chief Executive Officer and Director of TransGlobal Assets Inc., and Reno J Calabrigo was appointed as the Chief Executive Officer and Sole Director. Ilya Strashun retained the officers position of President.

Effective December 20th, 2024 Ilya Strashun was removed as President by the Board of Directors and Reno J. Calabrigo assumed the role.

Effective March 10th, 2025, the Company file with the Secretary Of State to create the Preferred "M" Shares and issued them according the Section 3A of the Disclosure Statement.

#### **NOTE 7 - SUBSEQUENT EVENT**

Effective February 2, 2026, MindWell Solutions Group LLC and TransGlobal Assets Inc. mutually agreed to terminate, unwind, and rescind the previously executed Share Purchase Agreement (the "Original SPA"). In connection with this action, the parties implemented certain corporate actions, including share cancellations and related issuances, in accordance with the Wyoming Business Corporation Act, Title 17, Chapter 16 of the Wyoming Statutes. As a result, all membership interests of MindWell Solutions Group LLC, including its subsidiaries, were restored to Michael Berman, and TransGlobal Assets Inc. disclaimed any ownership, control, or economic interest in MindWell Solutions Group LLC.

Subsequent to the rescission of the Original SPA, Michael Berman submitted a written request to the Company for the cancellation and retirement of 450,000 Convertible Series M Preferred Shares previously issued to Data Specialist Group LLC.

Effective February 2, 2026, TransGlobal Assets Inc. acquired 100% of the issued and outstanding common stock and Series N and Series M preferred stock of M Love Vintage Holdings, Inc., a Wyoming corporation, in exchange for the issuance of Four Hundred Thousand Six Hundred Sixty-Four (400,664) Convertible Series M Preferred Shares.

Effective February 23, 2026, Christopher A. Villareale was appointed President and Secretary of TransGlobal Assets Inc.