

## Supplemental Disclosure for Change of Control Events

### Ladybug Resource Group, Inc.

1408 S. Denver Avenue

Tulsa, OK 74119

Office: (918) 727-7137

Fax: (918) 727-7139

Website: <https://ladybuglbrg.com>

Email: [info@ladybuglbrg.com](mailto:info@ladybuglbrg.com)

The goal of this disclosure is to provide information with respect to a company's Change of Control event. Please address each of the below items to the best of the Company's ability and to the extent they are applicable to the Company's Change of Control event.

#### Disclosure of Change in Control and Other Material Events:

1. A description of event(s) and relevant date(s) resulting in the Change in Control.<sup>1</sup>

December 11, 2025 Share exchange between Ladybug Resource Group, Inc., trading symbol of LBRG (LBRG), and Visionary AI Systems Group Limited, Co., an Oklahoma Limited Company

2. The name(s) of person(s) who acquired control and person(s) from whom control was assumed. For corporations or other business entities, please provide the name(s) of person(s) beneficially owning or controlling such corporations or entities.<sup>2</sup>

Pursuant to the agreed closing terms of Visionary AI Systems Group Limited, Ladybug Resource Group, Inc. ("LBRG") issued 200,000,000 post-closing control position shares of its common stock to CFLC Holding Limited and finalized the Consulting Agreement as full and complete consideration for CFLC's provision of ongoing business advisory services.

Services include, without limitation, pre- and post-closing advisory support, assistance with evaluation, structuring, and integration of operations, corporate governance oversight, and operational implementation support.

Floriane Lan Ching Chang, Director, exercises control of CFLC Holding Limited.

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<sup>1</sup> A "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.

<sup>2</sup> See, Securities Exchange Act Rule 13d-3 for determination of "beneficial owner."

3. The name(s) of person(s) that participated in, assisted in, organized, or brokered the transaction between the purchaser and seller, resulting in the Change in Control (if applicable).

LBRG consultant CFLC Holding Limited, Floriane Lan Ching Chang, Director, and LBRG Board of Directors

4. A description of assets acquired or disposed of in connection with the Change in Control and the names of the purchaser and seller of such assets (if applicable).

100% of all the operations of Visionary AI Systems Group Limited, Co, their subsidiary Guangzhou Jingdiao Automotive Equipment Manufacturing Co., Ltd., June 30, 2025, asset-based Valuation Report value \$25,000,000

5. Amount and form (e.g., cash, equity securities, promissory note) of consideration paid in connection with the Change in Control.

CFLC Holding Limited was issued Two Hundred Million (200,000,000) Common shares as full and complete consideration to provide ongoing business advisory services both prior to and post-closing.

Visionary AI Systems Group Limited, Co., Ms. Maini Wang exchange (455,000) Control Common Shares, stated value USD \$55.00 per Share for equal value in LBRG (5,000,000) Series (C) Preferred Shares, stated value (\$5.00) per Share.

Share exchange Instructions (5,000,000) LBRG Series (C) Preferred Shares Issued to:

1.	Ms. Yi-Chen Wu	33,000 LBRG Series (C) Preferred Shares
2.	Ms. Chia-Huey Chen	171,000 LBRG Series (C) Preferred Shares
3.	Ms. Wei-Yu Huang	6,000 LBRG Series (C) Preferred Shares
4.	Mr. Shicai Li	800,000 LBRG Series (C) Preferred Shares
5.	Ms. Yilun Jiang	41,500 LBRG Series (C) Preferred Shares
6.	Excel Winner Limited	245,000 LBRG Regards Series (C) Preferred Shares
7.	Ms. Maini Wang	3,703,500 LBRG Series (C) Preferred Shares

6. A description of any material agreements or other events related to the Change in Control.

Pursuant to the agreed closing terms of Visionary AI Systems Group Limited, LBRG issued control position common shares to CFLC Holding Limited per the terms of the Consulting Agreement between LBRG and CFLC Holding Limited, upon completion of the share exchange between LBRG and Visionary AI Systems Group Limited, Co.

**Certification:**

02/09/2026 [Date]

/s/Neal P. Pflum [Officer Signature]

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