

# China TMK Battery Systems, Inc.

Amendment to [Quarterly Report](#) for 09/30/2025 originally published through the OTC Disclosure & News Service on 12/16/2025

Explanatory Note:  
Amended to reflect OTCID FORM

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



**Alternative Reporting Standard:  
Disclosure Guidelines for the OTCID Basic Market**

Federal and state securities laws require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these OTCID Disclosure Guidelines (“Guidelines”)<sup>1</sup> that set forth the disclosure obligations that make up the “Alternative Reporting Standard” for companies on the OTCID™ Basic Market and Pink Limited Market. Companies that do not make disclosure directly to the SEC (via EDGAR), a banking regulator, or a non-U.S. regulatory authority may provide disclosure under our “Alternative Reporting Standard.” We use information provided by companies under these Guidelines and in accordance with the OTCID Rules to determine eligibility for the OTCID Market or Pink Limited Market as applicable.<sup>2</sup>

**Current Information**

To be eligible for the OTCID Market, Alternative Reporting companies make the information listed below publicly available through OTCIQ.com:

**1. Initial Disclosure Obligations**

Companies must upload the following documents through OTCIQ.com:

- Annual Report for the most recently completed fiscal year.
- All Quarterly Reports for the current fiscal year.

*Annual or Quarterly Reports are composed of:*

- **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. Available as a fillable form beginning on page 4 of these Guidelines.
- **Financial Statements:** Qualifying Financial Statements in accordance with the Financial Statement Requirements specified in Item 9 of these Guidelines.

*Qualifying Financial Statements include:*

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

**2. Ongoing Requirements**

---

<sup>1</sup> These Guidelines have been designed to encompass the “current information” requirements under state and federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws. However, these Guidelines have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. These Guidelines do not constitute legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements. These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice.

<sup>2</sup> OTC Markets Group may require companies with securities designated as “Caveat Emptor” or other compliance flags to make additional disclosures to qualify for the OTCID Basic Market.

On an ongoing basis, companies must publish reports through OTCIQ.com on the following schedule:

- Quarterly Reports are due within **45 days** of the quarter end
- Annual Reports are due within **90 days** of the fiscal year end
- Management Certifications are due within **45 days** of the Annual Report due date

#### **Other OTCID Eligibility Requirements:**

To remain on the OTCID Market, companies must continue to meet all other eligibility requirements of the [OTCID Rules](#) in addition to the disclosure requirements listed above.

#### **Pink Limited Market**

Companies that do not meet the requirements of the OTCID Market set forth above may still qualify for the Pink Limited Market by meeting the following minimum disclosure requirements.

##### **1. Initial Requirements:**

- **Annual Financial Statements:** Publish a report that includes Qualifying Annual Financial Statements, as outlined in Item 9, which cover the past 2 completed fiscal years, provided the most recently completed fiscal year is within the past 16 months.
- **Company Verified Profile:** The Company must verify the Company Profile through OTCIQ.com, including, but not limited to, a complete list of officers, directors, and service providers; outstanding shares; a business description; contact information; and the name of all company insiders. "Company Insiders" shall include the beneficial owner of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.

##### **2. Ongoing Requirements:** To remain qualified for the Pink Limited Market, companies must:

- Publish Qualifying Annual Financial Statements, as outlined in Item 9, within 120 days of the fiscal year end. Should a change in fiscal year end occur, no more than 16 months may elapse from the fiscal year end of the prior Annual Financial Statement.
- Review and verify the information on the Company Profile through OTCIQ.com at least once every 12 months.

## **Current Reporting of Material Corporate Events**

In addition to the disclosure requirements above, all companies on the OTCID or Pink Limited market are expected to promptly release to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events are considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents, or if the material events occurs after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release **within four (4) business days** following their occurrence and posting such news release through an Integrated Newswire or the OTC Disclosure & News Service via OTCIQ.com.<sup>4</sup>

Material corporate events may include:

- Changes to the company's shell status. Please refer to our [FAQ on Shell Companies](#)
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Entry into or termination of a material definitive agreement or material agreement not made in the ordinary course of business
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct or contingent financial obligation including any default or acceleration of an obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities including material write-offs and restructuring; Material impairments
- Unregistered sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Change in a company's fiscal year; Amendments to articles of incorporation or bylaws that were not previously disclosed in a proxy statement or other such disclosure statement.

---

<sup>4</sup> "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on <https://www.otcmartets.com/corporate-services/ir-tools-services>

- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure of investor relations, marketing, brand awareness, and stock promotion activities which might reasonably be expected to materially affect the market for its securities or otherwise deemed material by the issuer
- A company's bankruptcy or receivership
- Termination or reduction of a business relationship with a customer that constitutes a specified amount of the company's revenues
- Any material limitation, restriction, or prohibition, including the beginning and end of lock-out periods, regarding the company's employee benefits, retirement and stock ownership plan
- Earnings releases
- Other materially different information regarding key financial or operation trends from that set forth in periodic reports
- Other events the issuer determines to be material

## **CHINA TMK BATTERY SYSTEMS INC.**

Room 2406, East Block, Great China International Exchange Square, Fuhua Road District  
Shenzhen, China

---

+86 755 83136118  
688@tmknewenergy.com

# Quarterly Report

For the period ending September 30, 2025 the “Reporting Period”)/AMENDMENT

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

15,079,324 as of September 30, 2025 (Current Reporting Period Date or More Recent Date)

15,079,324 as of December 31, 2024 (Most Recent Completed Fiscal Year End)

### **Shell Status**

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

Yes:  No:

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

Yes:  No:

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>5</sup> of the company has occurred during this reporting period:

---

<sup>5</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

Yes:  No:

**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.

We were incorporated on June 21, 2006 under the name of Deerfield Resources, Inc. On February 10, 2010, the company changed their name to China TMK Battery Systems, Inc. On February 6, 2018, the Company changed their name to TL International Holding Group Co., Ltd. On March 29, 2018, the Company changed their name back to China TMK Battery Systems, Inc.

Current State and Date of Incorporation or Registration: State of Nevada, and June 21, 2006  
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:

Room 2406, East Block, Great China International Exchange Square, Fuhua Road District Shenzhen, 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?

\_\_\_\_\_

(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.

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

\_\_\_\_\_

## 2) Security Information

### **Transfer Agent**

Name: Securities Transfer Corporation  
Phone: 469-633-0101  
Email: [stc@stctransfer.com](mailto:stc@stctransfer.com)  
Address: 2901 N. Dalla Parkway, Suite 380 Plano, Texas 75093

### **Publicly Quoted or Traded Securities:**

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

Trading symbol:	<u>DFEL</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>256596107</u>	
Par or stated value:	<u>\$.001</u>	
Total shares authorized:	<u>950,000,000</u>	as of date: <u>September 30, 2025</u>
Total shares outstanding:	<u>15,079,324</u>	as of date: <u>September 30, 2025</u>
Total number of shareholders of record:	<u>234</u>	as of date: <u>September 30, 2025</u>

*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:	<u>Preferred</u>	
Par or stated value:	<u>\$.001</u>	
Total shares authorized:	<u>100,000</u>	as of date: <u>September 30, 2025</u>
Total shares outstanding:	<u>0</u>	as of date: <u>September 30, 2025</u>
Total number of shareholders of record:	<u>0</u>	as of date: <u>September 30, 2025</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

None

**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.

None

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

None

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>September 30, 2025</u> Common: <u>15,079,324</u> Preferred: <u>0</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: <u>Ending Balance</u> : Date <u>September 30, 2025</u> Common: <u>15,079,324</u> Preferred: <u>0</u>									

**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:

None

**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 <sup>6</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
<b>Total Outstanding Balance:</b>			<b>Total Shares:</b>					

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

None

**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](http://www.OTCMarkets.com).

A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

After - sales Service: We have established a comprehensive after - sales service system for battery materials. Should customers encounter any issues during product use, they can reach out to us at any time. We will promptly offer solutions and support to ensure that customers can utilize our products without a hitch. The company has newly established several wholly-owned subsidiaries in Mainland China, which are distributed in the sectors of new energy vehicle parts, centralized rapid charging for new energy vehicles, lithium batteries, new materials, artificial intelligence basic software equipment, the Internet and so on. The basic information is as follows:

On September 11, 2018, Henan Good Wealth Co., Ltd. was established.

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

The business period is from September 11, 2018 to September 10, 2038. The scope of business: new energy electric vehicle parts, battery material research and development, manufacturing, sales (excluding hazardous chemicals) (Involving license business projects, they should be approved by relevant departments before they can operate) (Projects subject to approval according to law can be operated only after approval by relevant departments). Type: limited liability company (sole proprietorship of Taiwan, Hong Kong and Macao); Residence: No. 01, 11th Floor, Science and Technology Innovation Base, Zhongguancun E Valley(Xinxiang), No. 1 Jingba Road, Xinxiang Economic and Technological Development Zone, Xinxiang City, Henan Province, China; Legal representative: Liu Shuyan; Registered capital of 10 million yuan. The subsidiary is a brand-new company established through the integration of core formulas and market customer relationships in the new energy industry.

On December 16, 2019, China TMK verified and evaluated the assets and liabilities of Shenzhen TMK and concluded that Shenzhen TMK had no feasibility of repaying the inter-group transaction with China TMK. The management of China TMK decided that the Internal transactions with Shenzhen TMK shall be written off, and losses incurred by China TMK shall be made up by capital reserves.

On December 28, 2020, Leading Asia Pacific Investment Limited ("Leading Asia"), an indirect wholly-owned subsidiary of China TMK, entered into an equity transfer agreement to acquire YOUNG SUN PRINTING Co., LTD., a limited liability company registered in Hong Kong with a registered capital of HK \$10,000, and signed the articles of association. Both parties agree to transfer all equity at the price of HK \$10,000.

On January 4, 2021, the change of YOUNG SUN PRINTING Co., Ltd. was completed at the Hong Kong Registry and the company name has been changed to LEADING INTERNATIONAL INVESTMENT LIMITED.

On April 2, 2021, Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., a wholly-owned subsidiary of LEADINGINTERNATIONAL INVESTMENT LIMITED, an indirect wholly-owned subsidiary of China TMK, was established. Type: limited liability company (Taiwan, Hong Kong, Macao sole proprietorship); Address: 2406 Shenzhen Greater China International Exchange Square, Fuhua Road 1, Fu'an Community, Futian Street, Futian District, Shenzhen; Representative: Ma Tingguo; The registered capital is 2 million US dollars. The business time is from April 2, 2021 on continuous operation; General business items: new energy technology service and technical consultation; Technology development and sales of new materials (excluding hazardous chemicals);

Technical development, technical consultation and technical services for medical devices; Health maintenance management consulting (excluding medical behavior); Investment in industrial development (specific projects to be declared separately); Investment consulting; Enterprise management consulting; Economic information consultation; Financial and tax consulting; Domestic trade; Engaged in import and export business.(except for the projects prohibited by the above laws, administrative regulations and decisions of The State Council, the restricted projects shall be operated only after obtaining permission). Approved business projects: the following projects shall be subject to approval by relevant approval documents: research and development, manufacturing and sales of new energy electric vehicle parts; Lithium ion battery research and development, manufacturing, marketing. The subsidiary is a brand new company established for China TMK to operate and manage in mainland China.

On April 8, 2021, the indirect wholly-owned subsidiary of China TMK, Good Wealth Capital Investment Limited ("Good Wealth"), which has no relevance to the development strategy of China TMK, has stopped all business activities and retired departments and employees since January 1, 2019. The remaining part-

time employees have suspended salary payment. Shenzhen Borou Industrial Co., LTD., a wholly-owned subsidiary of Shenzhen TMK, has also been inactive. Therefore, China TMK's management decided to divest China TMK's indirect wholly-owned subsidiary, Good Wealth Capital Investment Limited ("Good Wealth"). According to the equity transfer agreement reached by Leading Asia Pacific Investment Co., Ltd. and Unitech International Investment Holdings Co., LTD., Leading Asia transferred all shares of Good Wealth to Unitech at HK \$10,000.

On June 3, 2021, Chuangxian Guoyun (Hainan) Internet Service Co., LTD., a wholly owned subsidiary of Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., an indirect wholly-owned subsidiary of TMK, was established. Type: limited liability company (solely legal person invested or controlled by natural persons); Address: 4001, 3<sup>rd</sup> Floor, Incubation Building, Hainan Ecological Software Park, High-tech Industry Demonstration Zone, Laocheng Town, Chengmai County, Hainan Province; Legal representative: Xie Xulin; The registered capital is 10 million yuan. T

he business time is from June 3, 2021 for continuous operation; General projects: Information technology consulting services; Network technology service; Artificial intelligence application software development; Information consulting services (excluding licensing information consulting services); Software outsourcing services; Network and information security software development; Technical services, technology development, technology consultation, technology exchange, technology transfer and technology popularization; Internet equipment sales; Internet equipment manufacturing; Internet sales (except sales of licensed goods); Digital cultural creative software development; Internet of Things technology services; Internet security services; Internet data service; Software development; Jewelry wholesale; Jewelry retail; Hair accessories production; Jewelry recovery and repair service; Art (beauty) art, collection appraisal service; Jewelry manufacturing; Sales of arts and crafts and ceremonial goods (except ivory ) its products); Manufacturing of arts and crafts and ceremonial articles (except ivory and its products) (in addition to the permitted business, can independently operate the project not prohibited or restricted by laws and regulations). This subsidiary is a new subsidiary established by China TMK in the Internet sector.

On June 3, 2021, Chuangxian Honghao (Hainan) Electronic Technology Co., LTD., a wholly-owned subsidiary of Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., an indirect wholly-owned subsidiary of TMK, was established. Type: limited liability company (solely legal person invested or controlled by natural persons); Address: 4001, 3<sup>rd</sup> Floor, Incubation Building, Hainan Ecological Software Park, High-tech Industry Demonstration Zone, Laocheng Town, Chengmai County, Hainan Province; Legal representative: CAI Yulin; The registered capital is 10 million yuan. The business time is from June 3, 2021 for continuous operation; General business items: Internet information service; Life beauty service; Medical beauty service; Cosmetics production; Import and export of goods (items subject to approval according to law, business activities can only be carried out after approval by relevant departments); General projects: network and information security software development; Software development; Internet equipment manufacturing; Internet sales (except sales of licensed goods); Artificial intelligence basic software development; Retail of computer hardware, software and auxiliary equipment; Software sales; Intelligent basic manufacturing equipment manufacturing; Sales of electronic products; Electronic components wholesale; Mechanical and electrical equipment manufacturing; Manufacturing of other electronic devices; Electronic Components manufacturing; Home appliance research and development; Household appliances manufacturing; Research and development of kitchenware. toiletries and daily sundries; Home appliances sales; Home appliances spare parts sales; Daily ceramic products manufacturing; Metal commodity manufacturing; Manufacturing of special equipment for environmental protection; Enamel products manufacturing; Domestic trade agency; Trade broker; Commodity wholesale; Sales of daily necessities (except the permitted business) can independently operate according to law the items not prohibited or restricted by laws and regulations).

Due to the adjustment of the company's development strategy, on September 4, 2023, the name of Chuangxian Honghao (Hainan) Electronic Technology Co., Ltd. was changed to Chuangxian Xili (Hainan) Technology Co., LTD. At the same time, Chuangxian Fuyuan (Shenzhen) Industrial Co., Ltd. transferred its 20% equity of Chuangxian Xili (Hainan) Technology Co., LTD to Hainan Jinjun Agricultural Technology Co., LTD., the enterprise type was changed to other limited liability company, and the legal representative was changed to Zheng Chuangwei.

On October 20, 2023, Chuangxian Xili (Hainan) Technology Co., Ltd. changed its business scope to licensed items: import and export agency (projects subject to approval according to law can only be carried out after approval by relevant departments) General items: technical services, technology development, technical consultation, technical exchange, technology transfer, technology promotion; mechanical equipment research and development; mechanical equipment leasing; efficient energy-saving technology research and development in the mining industry; engineering and technical research and test development; new material technology research and development; new material technology promotion services; bio-based material technology research and development; graphite and carbon products sales; electronic products sales; electronic components retail; integrated circuit sales; optical communication equipment sales; computer software and hardware and auxiliary equipment retail; domestic trade agency; trade brokerage; information system integration services; supply chain management services; other electronic devices manufacturing; Aquatic products retail; non-edible forest products primary processing; agricultural and sideline products sales; primary agricultural products acquisition; edible agricultural products primary processing; non-edible agricultural products primary processing; production, sales, processing, transportation, storage and other related services of agricultural products; sales of agricultural, forestry, animal husbandry, sideline and fishery professional machinery; installation and maintenance of agricultural, forestry, animal husbandry, sideline and fishery professional machinery; sales of special equipment for agricultural and sideline food processing; wholesale of edible agricultural products; retail of edible agricultural products; sales of unprocessed nuts and dried fruits; nut cultivation (except for permitted businesses, it can independently operate projects not prohibited or restricted by laws and regulations according to law).

The subsidiary is a subsidiary of China TMK in the field of graphene processing equipment.

On June 23, 2021, Chuangxian Rongzhong (Hainan) New Energy Technology Co., LTD., a wholly owned subsidiary of Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., an indirect wholly owned subsidiary of China TMK, was established. Type: limited liability company (solely legal person invested or controlled by natural persons); Address: 4001, 3rd Floor, Incubation Building, Hainan Ecological Software Park, High-tech Industry Demonstration Zone, Laocheng Town, Chengmai County, Hainan Province; Representative: Huang Junjing; The registered capital is 10 million yuan. The business time is from June 23, 2021 for continuous operation; Business scope: License items: Network booking taxi business services; Liquor business; Food business; Health food sales; Import and export of goods; Technology; Internet information services (projects subject to approval according to law, business activities can only be carried out after approval by relevant departments) General projects: new energy vehicle sales; Auto parts and accessories manufacturing; Information technology consulting services; Battery manufacturing; Battery sales; Recycling and echelon utilization of waste power batteries of new energy vehicles (excluding hazardous waste management); Transmission and distribution and control equipment manufacturing; New energy vehicle electric accessories sales; New energy vehicle production and testing equipment sales; New energy vehicle electrical facilities sales; Charging pile sales; Centralized rapid charging stations; Automotive parts research and development; Auto parts wholesale; Engineering and technological research and test development; Intelligent vehicle equipment sales; Motor manufacturing; Electronic special equipment

manufacturing; Motor manufacturing; Power Electronic components Manufacturing; Sales of electronic special equipment; Sales of power electronic components; New material technology research and development; R&D of complete sets of nuclear power equipment and engineering technology; Car rental; New car sales; Non-highway recreational vehicles and spare parts sales; Help moving bicycles, scooters and spare parts sales; Communication equipment sales; Communication equipment repair; Communication equipment manufacturing; Computer and communication equipment leasing; Instrument sales; Hardware products manufacturing; Hardware products wholesale; Hardware retail; Hardware product research and development; Battery lease; Sales of renewable resources; Technical services, technology development, technology consultation, technology exchange, technology transfer and technology popularization; Security consulting service; Internet equipment manufacturing; Internet sales (except sales of licensed goods); Internet equipment sales; Internet data service; Internet security services; information consulting services (excluding licensing information consulting services); Biomass energy technology services; Research and development of emerging energy technologies; Metal products research and development; Recycling of renewable resources (except industrial waste metal) (except permitted business, can independently operate projects not prohibited or restricted by laws and regulations). The subsidiary is a new subsidiary established by China TMK in the new energy sector.

On May 17, 2023, due to the company's strategic needs, we dissolved our wholly-owned subsidiary, Chuanxin Rongzhong (Hainan) New Energy Technology Co., Ltd.

On October 29, 2021, Sichuan Chuangxian Fuyuan Intelligent Technology Co., LTD., a wholly-owned subsidiary of TMK's indirect wholly-owned subsidiary Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., was established. Type: limited liability company (solely legal person invested or controlled by natural persons); Address: Unit 1, Building 3, Zone A, Tianfu Yuncheng, South of Huantianfu New Area Express Lane, Shigao Street, Renshou County, Meishan city, Sichuan Province; Representative: Wang Yan; The registered capital is 10 million yuan. The business time is from October 29, 2021 for continuous operation; Business scope: Information system integration services; Artificial intelligence industry application system integration service; Artificial intelligence application software development; Integrated circuit sales; Integrated circuit chip and product sales; IC chip design and service; Integrated circuit design; Communication equipment sales; Sales of electronic products; Security equipment sales; Internet of Things applications services; Smart home consumption equipment sales; Office supplies sales; Import and export of goods; Enterprise management consulting (independently carry out business activities according to law with business license, except for projects that need to be approved according to law). The subsidiary is a brand new company established as TMK in the field of intelligent technology. As part of our strategic restructuring, the Company successfully divested or dissolved the following wholly-owned subsidiaries in the Q3 of 2025: Chuangxian Guoyun (Hainan) Internet Service Co., Ltd., Chuangxian Honghao (Hainan) Electronic Technology Co., Ltd., Chuangxian Rongzhong (Hainan) New Energy Technology Co., Ltd., and Sichuan Chuangxian Fuyuan Intelligent Technology Co., Ltd.

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

None

C. Describe the issuers' principal products or services.

Products :

Our main business is distributing various battery materials, including graphite and diaphragms. The graphite we offer boasts stable and reliable quality, which significantly bolsters the efficient operation of batteries. As for the diaphragms, they strictly comply with industry standards and are pivotal in safeguarding the safety and stability of batteries.

Services :

Technical Consultation: We provide customers with professional guidance on battery material selection. Leveraging our extensive industry experience and in - depth professional knowledge, we assist customers in choosing the most appropriate battery material products tailored to their specific needs.

## 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.

### Procurement and Quality Inspection Area

Procurement Office: Our procurement office sources battery materials. We've built long-term, stable partnerships with many reliable suppliers. Considering product quality, price, and supply capacity, we carefully pick top-quality battery materials.

Quality Inspection Station: Equipped with basic testing tools, we do strict random checks on purchased battery materials. Inspections cover appearance, specifications, and performance. Only products meeting our high standards can enter sales, ensuring customers get the best.

### Warehousing Facilities

Warehouse: Our warehouse has special storage areas for battery materials. Based on material features, we create ideal storage conditions to prevent quality decline. With an advanced inventory system, we accurately record and manage goods' inflow and outflow, ensuring inventory info is accurate and timely.

### Office Facilities

Sales and Customer Service Office: Our sales team focuses on market expansion, introducing high-quality battery materials to more customers. Customer service staff are on standby 24/7, handling inquiries, complaints, and after-sales requests. They offer full services to maximize customer satisfaction.

Administration and Management Office: This office oversees the company's operations, including finance, HR, and strategic planning. Using professional software and efficient systems, we ensure smooth task execution and drive the company's continuous, stable, and healthy growth.

## 6) All Officers, Directors, and 5% Beneficial Owners of the Company

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

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

<b>Individual Name</b> (First, Last) or <b>Entity Name</b> (Include names of control person(s) if a corporate entity)	<b>Position/Company</b> <b>Affiliation</b> (ex: CEO, ≥ 5% beneficial owner)	<b>City and State</b> (Include Country if outside U.S.)	<b>Number of</b> <b>Shares</b> <b>Owned</b> (List common, preferred, warrants and options separately)	<b>Class of</b> <b>Shares</b> <b>Owned</b>	<b>Percentage of</b> <b>Class of</b> <b>Shares</b> <b>Owned</b> (undiluted)
Jihong Li	Director & Chairman of the Internal Control Committee	Shenzhen, China	0	0	0
Yao Jinchao	Director	Shenzhen, China	1,399,800	Common	9.28%
Ni Wu	Director	Shenzhen, China	1,777,625	Common	11.79%
Dongguan Hongxun Fuyuan Business Management Co. Ltd.*	Owner of over 5%	Room 201, No. 22 East Panfu Street, Chang'an Town, Dongguan City, Guangdong Province, China	3,240,000	Common	21.49%
Unitech International Investment Holdings Limited*	Owner of over 5%	1613, 16 <sup>th</sup> Floor, Jiangfa Building, Qianjin One Road, Baoan District Zone 6 Shenzhen Guangdong China	2,618,136	Common	17.36%
Youyou Wu	Owner of over 5%	10D, Block B, Fengdan Yayuan, No.1, No.4 Road Futian District,	1,000,000	Common	6.63%

		Shenzhen Guangdong, China			
Foshan Shunde District Bagyi Real Estate Co., LTD*	Owner of over 5%	Office A213, 2 <sup>nd</sup> Floor, No 310, Hebin North Road, Lecong Community, Lecong Town, Shunde District Foshan City, Guangdong China	1,045,543	Common	6.93%
Xiao Xiao Yao	Board Secretary	Shenzhen, China	0		
Qingjie Cao	CFO	Dongguan, China	0		
Zhang Hailou	Director	Shenzhen, China	0		

\*The current controller of Dongguan Hongxun Fuyuan Business Management Co. Ltd and Foshan Shunde District Bagyi Real Estate Co., LTD is Mr. Yao Jinchao; the current controller of Unitech International and Shenzhen Zhaogang Industrial is Mr. Wu Henian.

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.

## 7) Legal/Disciplinary History

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

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

None

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

None

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

commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

None

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

None

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

None

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

None

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

None

## 8) Third Party Service Providers

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

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

### Securities Counsel

Name: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_

Email: \_\_\_\_\_

Accountant or Auditor

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

Investor Relations

Name: \_\_\_\_\_  
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: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

**9) Disclosure & Financial Information**

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

Name: Li Jihong  
Title: Director and Chairman of the Internal Control Committee  
Relationship to Issuer: 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: Cao Qingjie  
Title: CFO  
Relationship to Issuer: CFO

Describe the qualifications of the person or persons who prepared the financial statements:<sup>7</sup> CPA

Provide the following qualifying financial statements:

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

**Financial Statement Requirements:**

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

## 10) Issuer Certification

---

<sup>7</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.

*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, Wu Ni certify that:

1. I have reviewed this Disclosure Statement for CHINA TMK BATTERY SYSTEMS, 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.

March 24, 2026 [Date]

/s/ Wu Ni [CEO's Signature]

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

*Principal Financial Officer:*

I, Cao Qingjie certify that:

1. I have reviewed this Disclosure Statement for CHINA TMK BATTERY SYSTEMS, 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.

March 24, 2026 [Date]

/s/ Cao Qingjie [CFO's Signature]

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

**China TMK Battery Systems Inc and Subsidiaries**

**CONSOLIDATED BALANCE SHEETS**

**UNAUDITED**

	<b>September 30,</b>	<b>December 31,</b>
	<b>2025</b>	<b>2024</b>
<b>ASSETS</b>		
Current assets -		
Cash and cash equivalents	\$ 124,629	\$ 97,749
Accounts receivable, net	2,925,968	279,006
Other receivables and deposits	2,121	109,193
Inventories	176,866	322,550
Advances to suppliers	-	-
<b>Total current assets</b>	<b>\$ 3,229,584</b>	<b>\$ 808,498</b>
Investment Properties	-	-
Equipment, net	14,991,595	225
Intangible assets, net	-	-
Investment	-	-
Goodwill	-	-
<b>Total assets</b>	<b>\$ 18,221,179</b>	<b>\$ 808,724</b>

**AND STOCKHOLDERS' EQUITY**

Current liabilities -

Accounts payable and accrued expenses	2,413,688	247,403
Convertible debentures and notes payable	-	-
Other payables and accrued liabilities	485,101	501,107
Due to related parties	-	-
Short-term borrowing	-	-

Derivative liability	-	-
Total current liabilities	\$ 2,898,789	\$ 748,510
Long-term liabilities -		
Derivative liability	-	-
<b>Total liabilities</b>	<b>\$ 2,898,789</b>	<b>\$ 748,510</b>
Stockholders'equity		
Preferred stock, \$0.001 par value per share; 10,000,000 shares authorized; no shares issued or outstanding as of March 31, 2023 and December 31, 2022.	-	-
Common stock, par value \$0.04 and \$0.001 at March 31, 2023 and December 31, 2022, respectively; authorized shares 1,500,000,000 as of March 31, 2023 and December 31, 2022; issued and outstanding shares 15,079,324 and 603,172,000 at March 31, 2023 and December 31, 2022, respectively.	13,430	603,172
Additional-paid in capital	15,515,378	-
Accumulated deficit	(206,419)	(542,958)
<b>Total stockholders' deficit</b>	<b>\$ 15,322,389</b>	<b>\$ 60,214</b>
<b>Total liabilities and stockholders' deficit</b>	<b>\$ 18,221,179</b>	<b>\$ 808,724</b>

*The accompanying notes are an integral part of these consolidated financial statements.*

China TMK Battery Systems Inc and Subsidiaries

CONSOLIDATED STATEMENTS OF OPERATIONS

	UNAUDITED			
	Current Quarter		Year to Date	
	Current Quarter	Current Quarter	Year to Date	Year to Date
	September 30,	September 30,	September 30,	September 30,
	2025	2024	2025	2024
REVENUES	\$ 2,557,364	\$ 87,933	\$ 2,718,979	\$ 216,856
Cost of revenues	1,724,842	105,758	1,878,914	234,680
<b>Gross profit</b>	<b>832,523</b>	<b>(17,824)</b>	<b>840,065</b>	<b>(9,155)</b>
Operating expenses:			\$ -	
Marketing	1,182	334	\$ 3,876	2,916
General and administrative	7,705	5,895	\$ 20,021	21,735
<b>Loss from operations</b>	<b>823,636</b>	<b>(23,753)</b>	<b>816,168</b>	<b>(33,805)</b>
Other income (expenses):			\$ -	
Gain (loss) on derivative liability	-		\$ -	-
Non-operating profit	-		\$ 33	157
Non-operating expense	-		\$ -	-
Interest expense	(2)	(37)	\$ (30)	80
<b>Total other income (expenses)</b>	<b>(2)</b>	<b>(37)</b>	<b>2</b>	<b>237</b>
Net income (loss) from continuing operations	823,634	(23,716)	816,170	(33,568)
Net loss from discontinued operations			\$ -	-
Provision for income taxes	-	223	\$ 172	444
<b>Net income (loss)</b>	<b>\$ 823,634</b>	<b>\$ (23,939)</b>	<b>\$ 815,998</b>	<b>\$ (34,013)</b>
Basic earnings (loss) per common share				
Continuing operations	-		-	-
Discontinued operations				
	\$ -		\$ -	\$ -

Diluted earnings (loss) per common share				
Continuing operations				
Discontinued operations	-		-	-
	\$	-	\$	-
Basic weighted average shares outstanding	15,079,324	15,079,324	15,079,324	15,079,324
Diluted weighted average shares outstanding	15,079,324	15,079,324	15,079,324	15,079,324

*The accompanying notes are an integral part of these consolidated financial statements.*

**China TMK Battery Systems Inc and Subsidiaries**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

**UNAUDITED**

	September 30, 2025	September 30, 2024
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net income (loss) from continuing operations	\$ (14,902)	(34,012)
Net loss from discontinued operations		0
		0
Adjustments to reconcile net income (loss) to net cash used in operating activities:		0
Loss (gain) in fair value of derivative liability		0
Depreciation and amortization	0	0
Changes of Inventories	(111,677)	94,129
Changes in operating assets and liabilities		0
Accounts receivable	117,604	191,380
Accounts payable and accrued expense	126,523	(238,351)
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	<b>117,549</b>	<b>13,145</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of equipment or investment properties		
Gain (loss) on assets disposal	(5,886)	
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>(5,886)</b>	<b>0</b>

#### CASH FLOW FROM FINANCING ACTIVITIES

Borrowing (repayment) liabilities

Income (loss) from borrowing (repayment) liabilities

NET CASH PROVIDED BY FINANCING ACTIVITIES	0	0
---	---	---

Net (decrease) in cash	111,663	13,145
------------------------	---------	--------

Cash, beginning of period	11,783	84,434
---------------------------	--------	--------

Exchange difference - transferring from RMB to USD	1,183	2,695
--	-------	-------

Cash, end of period	\$ 124,629	100,274
---------------------	------------	---------

#### SUPPLEMENTAL CASH FLOWS INFORMATION

Cash paid for interest	\$ 0	0
------------------------	------	---

Cash paid for income tax	\$ 0	0
--------------------------	------	---

*The accompanying notes are an integral part of these consolidated financial statements.*

**China TMK Battery Systems Inc and Subsidiaries**  
**CONSOLIDATED STATEMENTS OF EQUITY**

**UNAUDITED**

	Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Total Stockholders' Equity
	Shares	Amount	Shares	Amount			
Balance, December 31, 2023	0	\$ 0	603,172,000	\$ 603,172	\$ 0	\$ (450,930)	\$ 152,242
Stock issued for cash							0
Stock issued for investment							0
Stock issued for professional							0
Current year deficit						(92,028)	(57,633)
Balance, December 31, 2024	0	\$ 0	603,172,000	\$ 603,172	\$ 0	\$ (542,958)	\$ 94,609
Stock issued for cash			(588,092,676)	(589,742)			(589,742)
Stock issued for investment							0
Stock issued for professional							0
Current year deficit					15,515,378	336,539	15,851,917
Balance, September 30, 2025	0	\$ 0	15,079,324	\$ 13,430	\$ 15,515,378	\$ (206,419)	\$ 15,322,389

The accompanying notes are an integral part of these unaudited consolidated financial statements.

# China TMK BATTERY SYSTEMS

## NOTES TO UNAUDITED FINANCIALS

### NOTE 1 - ORGANIZATION AND BASIS OF PRESENTATION

#### The Company

Dream Buddha Resources Group Co., Ltd. (formerly China TMK Battery Systems Inc.) was incorporated under the laws of the State of Nevada on June 21, 2006. On February 10, 2010, the Company entered into and closed the Share Exchange Agreement with Leading Asia Pacific Investment Limited ("Leading Asia"), a BVI company, and its sole stockholder, Unitech, a BVI company, pursuant to which we acquired 100% of the issued and outstanding capital stock of Leading Asia in exchange for 25,250,000 shares of the Company's common stock, par value \$0.001, which constituted 90.18% of the Company's issued and outstanding capital stock on a fully-diluted basis as of and immediately after the consummation of the transactions contemplated by the Share Exchange Agreement.

In connection with the reverse acquisition of Leading Asia, the Company also entered into the Cancellation Agreement with United Fertilisers, its controlling stockholder, whereby United Fertilisers agreed to the cancellation of 272,250,000 shares of China TMK's common stock owned by it. As a condition precedent to the consummation of the Share Exchange Agreement, on February 10, 2010, the Company also entered into a termination and release agreement with ASK Prospecting & Guiding Inc., pursuant to which the Company terminated that certain Mineral Claim Purchase Agreement, dated as of October 10, 2006. On February 10, 2010, Deer field Resources, Ltd. changed its name to "China TMK Battery Systems Inc." to more accurately reflect its new business operations.

The transaction has been treated as a recapitalization of Leading Asia and its subsidiaries, with China TMK Battery Systems Inc. (the legal acquirer of Leading Asia and its subsidiaries, including the consolidation of the Shenzhen TMK Power Industries Ltd.) considered the accounting acquiree, and Leading Asia whose management took control of China TMK Battery Systems Inc. (the legal acquiree of Leading Asia) considered the accounting acquirer. The Company did not recognize goodwill or any intangible assets in connection with the transaction. All costs related to the transaction are being charged to operations as incurred. The 25,250,000 shares of common stock issued to the shareholders and designees of China TMK in conjunction with the Share Exchange have been presented as outstanding for all periods. The historical consolidated financial statements include the operations of the accounting acquirer for all periods presented.

Leading Asia Pacific Investment Limited ("Leading Asia") was incorporated in the British Virgin Islands on July 8, 2008. Leading Asia had 50,000 capital shares authorized with \$1.00 par value and 50,000 shares issued and outstanding.

Good Wealth Capital Investment Limited ("Good Wealth") was incorporated in Hong Kong on May 16, 2008. Good Wealth had 10,000 capital shares authorized with 1.00 HK dollar par value and 10,000 shares issued and outstanding. On August 12, 2008, Leading Asia acquired Good Wealth and became the sole shareholder.

In September 2008, Good Wealth entered into an ownership transfer agreement with Shenzhen TMK Power Industries Co., Ltd. ("Shenzhen TMK") and its shareholders. Pursuant to the agreement, Shenzhen TMK's shareholders agreed to transfer their 100% ownership interest to Good Wealth at a price of \$1,510,000. The ownership transfer was approved and completed by the appropriate China government department in February 2010. Shenzhen TMK Power Industries Co., Ltd. was incorporated in Shenzhen, People's Republic of China ("PRC") on September 3, 2001. Shenzhen TMK had an authorized and invested capital of \$362,911 (or RMB 3 million). On August 1, 2005, Shenzhen TMK increased its authorized and invested capital from \$362,911 (or RMB 3 million) to \$1,218,451 (or RMB 10 million). Shenzhen TMK's primary business activities involve research, development, production, marketing and sales of environment-friendly batteries including lithium batteries and nickel metal hydride batteries.

On July 14, 2009, Shenzhen TMK acquired 100% of the ownership of Shenzhen Borou Industrial Co., Ltd. ("Shenzhen Borou"). Pursuant to the ownership transfer agreement, Shenzhen TMK became the parent and sole owner of Shenzhen Borou.

All of our business operations are conducted through our Chinese subsidiaries.

On September 11, 2018, Henan Good Wealth Co., Ltd. was established. The business period is from September 11, 2018 to September 10, 2038. The scope of business: new energy electric vehicle parts, battery material research and development, manufacturing, sales (excluding hazardous chemicals) (Involving license business projects, they should be approved by relevant departments before they can operate) (Projects subject to approval according to law can be operated only after approval by relevant departments). Type: limited liability company (sole proprietorship of Taiwan, Hong Kong and Macao); Residence: No. 01, 11th Floor, Science and Technology Innovation Base, Zhongguancun E Valley(Xinxiang), No.

1 Jingba Road, Xinxiang Economic and Technological Development Zone, Xinxiang City, Henan Province, China: Legal representative: Liu Shuyan; Registered capital of 10 million yuan.

The subsidiary is a brand-new company established through the integration of core formulas and market customer relationships in the new energy industry.

Since January 1, 2019, Shenzhen TMK Power Industries Ltd. ("Shenzhen TMK") has stopped all business activities, retired departments and employees, and suspended salary payment for part-time employees left behind.

On December 16, 2019, China TMK verified and evaluated the assets and liabilities of Shenzhen TMK and concluded that Shenzhen TMK had no feasibility of repaying the inter-group transaction with China TMK. The management of China

TMK decided that the internal transactions with Shenzhen TMK shall be written off, and losses incurred by China TMK shall be made up by capital reserves.

On December 28, 2020, Leading Asia Pacific Investment Limited ("Leading Asia"), an indirect wholly-owned subsidiary of China TMK, entered into an equity transfer agreement to acquire YOUNG SUN PRINTING Co., LTD., a limited liability company registered in Hong Kong with a registered capital of HK \$10,000, and signed the articles of association. Both parties agree to transfer all equity at the price of HK \$10,000. On January 4, 2021, the change of YOUNG SUN PRINTING Co., Ltd. was completed at the Hong Kong Registry and the company name of YOUNG SUN PRINTING Co., Ltd has been changed to LEADING INTERNATIONAL INVESTMENT LIMITED ("Leading International"). After Leading Asia was successfully acquired, the actual total assets and net assets of the original YOUNG SUN PRINTING Co., LTD are 0. Therefore, the equity transfer fee of HK \$10,000 for the acquisition of YOUNG SUN PRINTING Co., LTD will be treated as investment loss.

On April 8, 2021, the indirect wholly-owned subsidiary of China TMK, Good Wealth Capital Investment Limited ("Good Wealth"), which has no relevance to the development strategy of China TMK, has stopped all business activities and retired departments and employees since January 1, 2019. The remaining part-time employees have suspended salary payment. Shenzhen Borou Industrial Co., LTD., a wholly-owned subsidiary of Shenzhen TMK, has also been inactive. Therefore, China TMK's management decided to divest China TMK's indirect wholly-owned subsidiary, Good Wealth Capital Investment Limited ("Good Wealth"). According to the equity transfer agreement reached by Leading Asia Pacific Investment Co., Ltd. and Unitech International Investment Holdings Co., LTD., Leading Asia transferred all shares of Good Wealth to Unitech at HK \$10,000.

On June 3, 2021, Chuangxian Guoyun (Hainan) Internet Service Co., LTD., a wholly-owned subsidiary of Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., an indirect wholly-owned subsidiary of TMK, was established. The subsidiary is a newly established subsidiary of China TMK in the Internet field.

On June 3, 2021, Chuangxian Honghao (Hainan) Electronic Technology Co., LTD., a wholly-owned subsidiary of Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., an indirect wholly-owned subsidiary of TMK, was established. The subsidiary is a new company established by TMK in the field of health industry.

On September 4, 2023, due to the adjustment of the company's development strategy, the name of Chuanxian Honghao (Hainan) Electronic Technology Co., Ltd. was changed to Chuanxian Xili (Hainan) Technology Co., LTD. The subsidiary is a subsidiary of China TMK in the field of graphene processing equipment.

On June 23, 2021, Chuangxian Rongzhong (Hainan) New Energy Technology Co., LTD., a wholly owned subsidiary of Chuangxin Fuyuan (Shenzhen) Industrial Co., LTD., an indirect wholly owned subsidiary of TMK, was established. The subsidiary is a new company established as TMK in the field of new energy.

On May 17, 2023, due to the company's strategic needs, we dissolved our wholly-owned subsidiary, Chuangxian Rongzhong (Hainan) New Energy Technology Co., Ltd.

On October 29, 2021, Sichuan Chuangxian Fuyuan Intelligent Technology Co., LTD., a wholly-owned subsidiary of TMK's indirect wholly-owned subsidiary Chuangxian Fuyuan (Shenzhen) Industrial Co., LTD., was established. The subsidiary is a brand new company established as TMK in the field of intelligent technology.

On February 28, 2023, the company completed the 40:1 reverse stock split, with the existing total share capital of 603,172,000 shares as the base. After the reverse stock split, the total share capital was 15,079,324 shares.

On April 14th, 2025 · local time, CHINA TMK Battery Systems INC has entered into a strategic cooperation agreement with Cockatrice Capital Co., Limited to facilitate the company's shift to NASDAQ and achieve significant milestones. The main objective of this collaboration is to assist CHINA TMK Battery Systems Inc. in acquiring a company with a net worth of \$5 million and a net profit of \$750,000 through Cockatrice Capital Co., Limited, so as to complete the listing process on the Nasdaq Main Board by 2026. After the proposed acquisition, Cockatrice Capital Co., Ltd. will lead the entire listing process and take over the operational control of the company, and restructure the board of directors, which will be restructured according to operational needs. This cooperation marks a new stage in the development of our company. We believe that through our close partnership with Cockatrice Capital Co., Ltd., we will successfully complete the Nasdaq listing process and create greater value for our shareholders and stakeholders

As part of our strategic restructuring, the Company successfully divested or dissolved the following wholly-owned subsidiaries during the first three quarters of 2025: Chuangxian Guoyun (Hainan) Internet Service Co., Ltd., Chuangxian Honghao (Hainan) Electronic Technology Co., Ltd., Chuangxian Rongzhong (Hainan) New Energy Technology Co., Ltd., and Sichuan Chuangxian Fuyuan Intelligent Technology Co., Ltd.

### **Basis of Presentation**

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in The United States of America and the rules and regulations of the Securities and Exchange Commission ("SEC").

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

### **POLICIES**

#### **Use of Estimates**

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

#### **Cash**

Cash consists principally of currency on hand, and demand deposits at commercial banks.

## **Foreign currency translation**

Items included in the financial statements are translated from Chinese yuan into U.S. dollars, which is the functional currency of the Company.

The income statement and cash flows are translated into dollars at average exchange rates for the year and their balance sheets are translated at the exchange rates ruling on December 31. Exchange differences arising from the translation are recognized in other comprehensive income.

## **Revenue Recognition**

The Company follows the guidance of Accounting Standards Codification ("ASC") Topic 605, formerly, Staff Accounting Bulletin ("SAB") 104 for revenue recognition. In general, the Company records revenue when persuasive evidence of an arrangement exists, services have been rendered, the sales price to the customer is fixed or determinable, and collect ability is reasonably assured. Revenues from services are recognized when the services are performed, evidence of an arrangement exists, the fee is fixed and determinable and collect ability is probable. In circumstances when these criteria are not met, revenue recognition is deferred until resolution occurs.

## **Property and Equipment**

Property and equipment are recorded at cost. Expenditures for major additions and betterments are capitalized. Maintenance and repairs are charged to operations as incurred. Depreciation of property and equipment is computed by the straight-line method (after taking into account their respective estimated residual values) over the assets' estimated useful lives of 10 years. Upon sale or retirement of property and equipment, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is reflected in the consolidated statements of operations. Leasehold improvements are amortized on a straight-line basis over the term of the lease or the estimated useful lives, whichever is shorter.

## **Net Income or (Loss) Per Share of Common Stock**

Basic and diluted loss per common share is based upon the weighted average number of common shares outstanding during the period computed under the provisions of Accounting Standards Codification subtopic 260-10, Earnings per Share ("ASC 260-10"). Diluted income (loss) per share includes the dilutive effects of common stock equivalents on an "as if converted" basis.

## **Income Taxes**

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases, and operating loss and tax credit carry forwards. 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 operations in the period enacted. A valuation allowance is provided when it is more likely than not that a portion or all of a deferred

tax asset will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income and the reversal of deferred tax liabilities during the period in which related temporary differences become deductible. The benefit of tax positions taken or expected to be taken in the Company's income tax returns are recognized in the condensed financial statements if such positions are more likely than not of being sustained.

In accordance with ASC 740- 10, the Company recognizes the financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting this standard, the amount recognized in the financial statements is the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement with the relevant tax authority.

### **Goodwill and Intangible Assets**

The Company's acquisitions are accounted for using the acquisition method. Under the acquisition method, net assets and results of operations of acquired companies are included in the consolidated financial statements from the date of acquisition. The purchase prices are allocated to the assets acquired, including identifiable intangible assets, and the liabilities assumed based on their estimated fair values at the date of acquisition. The excess of purchase price over the fair value of the net assets acquired is recognized as goodwill. Conversely, any excess of the fair value of the net assets acquired over the purchase price is recognized as a bargain purchase gain.

The Company tests goodwill for impairment on an annual basis and at interim periods when events or circumstances may make it more likely than not that an impairment has occurred. If a qualitative analysis indicates that there may be an impairment, a quantitative analysis is performed. The quantitative impairment test for goodwill utilizes a two-step approach, whereby the Company compares the carrying value of each identified reporting unit to its fair value. If the carrying value of the reporting unit is greater than its fair value, the second step is performed, where the implied fair value of goodwill is compared to its carrying value. The Company recognizes an impairment charge for the amount by which the carrying amount of goodwill exceeds its fair value.

### **Fair Value of Instruments**

FASB ASC 820, Fair Value Measurements and Disclosures, establishes a framework for measuring fair value and expands disclosures about fair value measurements. ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 states that a fair value measurement should be determined based on the assumptions the market participants would use in pricing the asset or liability. In addition, ASC 820 specifies a hierarchy of valuation techniques based on whether the types of valuation information ("inputs") are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

The twelve broad levels defined by ASC 820 hierarchy are as follows:

Level 1 – quoted prices for identical assets or liabilities in active markets.

Level 2 – pricing inputs are other than quoted prices in active markets, which are either directly or indirectly observable as of the reporting date.

Level 3 – valuations derived from methods in which one or more significant inputs or significant value drivers are unobservable in the markets.

These financial instruments are measured using management's best estimate of fair value, where the inputs into the determination of fair value require significant management judgment to estimation. Valuations based on unobservable inputs are highly subjective and require significant judgments. Changes in such judgments could have a material impact on fair value estimates. In addition, since estimates are as of a specific point in time, they are susceptible to material near-term changes. Changes in economic conditions August also dramatically affect the estimated fair values.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management. The respective carrying value of certain financial instruments approximated their fair values due to the short-term nature of these instruments. These financial instruments include related party receivables, prepaid expenses, accounts payable and accrued expenses and related party payables. The fair value of the Company's notes payable is estimated based on current rates that would be available for debt of similar terms which is not significantly different from its stated value.

### **Emerging Growth Company**

We qualify as an "emerging growth company" under the 2012 JOBS Act. Section 107 of the JOBS Act provides that an emerging growth company can take advantage of the extended transition period provided in Section 7(a)(2)(B) of the Securities Act for complying with new or revised accounting standards. As an emerging growth company, we can delay the adoption of certain accounting standards until those standards would otherwise apply to private companies. We have elected to take advantage of the benefits of this extended transition period.

### **Recently Issued Accounting Pronouncements**

We have reviewed all Accounting Standards Updates issued by the Financial Accounting Standards Board since we last issued financial statements and have determined none of them would have a material effect on the financial statements upon adoption.

### **NOTE 3 — GOING CONCERN**

The accompanying unaudited consolidated 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.

### **NOTE 4 - PROVISION FOR INCOME TAXES**

We did not provide any current or deferred U.S. Federal Income Tax provision or benefit for any of the periods presented because we have experienced operating losses since our date of incorporation. Accounting for the Uncertainty in Income

Taxes when it is more likely than not that a tax asset cannot be realized through future income, the Company must allow for this future tax benefit. We provided full valuation allowance on the net deferred asset, consisting of net operating loss carry forwards, because management has determined that it is more likely than not that we will not earn income sufficient to realize the deferred assets during the carry forward period.

#### **NOTE 5 - DERIVATIVE LIABILITY**

The Company previously had a derivative liability. The derivative liability was calculated using the Black Scholes method.

#### **NOTE 6 - RELATED PARTY TRANSACTIONS**

NONE

#### **NOTE 7 - CHANGES TO COMPANY NAME AND BOARD OF DIRECTORS**

##### 1. Company Name Change

To align with the Company's strategic upgrade, the Company completed the U.S. administrative name change registration on August 20, 2025, officially changing its legal name from China TMK Battery Systems, Inc. to Dream Buddha Resources Group Co., Ltd..

Current Status: The Company has submitted the name change application to OTC Markets. The process is currently under review. Until the update is reflected by OTC Markets, the trading ticker may temporarily display the previous name.

Note to Investors: This change does not affect the Company's legal entity, equity structure, or any operational activities. The stock ticker symbol remains unchanged. This interim report has been prepared under the new name, with historical financial data adjusted for comparability.

##### 2. Governance Changes

The Company completed adjustments to the Board of Directors and Supervisory Board on August 20, 2025:

Board of Directors:

Mr.Li Jiyong joined the Board as Chairman of the Internal Control Committee and Chief Advisor. With over 25 years of experience in operations and 11 years in capital markets, Mr. Li will enhance the Company's strategic decision-making and operational management capabilities.

Mr.Yao Jinchao stepped down as Chairman of the Board but remains a Board member.

Mr.Cao Qingjie, Ms. Yao Xiaoxiao, Ms. Cheng Xiantao, Mr. Chen Gang, and Mr. Guo Pengcheng were appointed as new Directors.

Mr.Fu Wantao resigned from the Board and no longer serves as a Director.

Ms.Shan Yi resigned as Board Secretary due to personal reasons; Ms. Yao Xiaoxiao has assumed the role.

Supervisory Board:

Mr.Zhang Hailou joined the Supervisory Board as Chairman of the Supervisory Board. With extensive experience in operations, Mr. Zhang will strengthen the Company's compliance and supervisory functions.

Ms.Qi Peizhi and Mr. Fan Demeng were appointed as new Supervisors.

Following these adjustments, the composition of both the Board of Directors and Supervisory Board aligns with international governance standards.

### 3. Senior Management Changes

The Company completed adjustments to its senior management team on August 20, 2025:

Ms.Wu Ni continues to serve as Chief Executive Officer (CEO).

Mr. Cao Qingjie was appointed as Chief Financial Officer (CFO). With extensive experience in financial management, Mr. Cao will enhance the Company's capital operations and financial management capabilities.

### 4. Chairman's Statement

Mr.Li Jiyong, Chairman of the Board, stated, "The name change marks a key step in focusing our strategy on the core new energy business. The board refresh will also inject new vitality into corporate governance. We are actively progressing with the OTC Markets name update and expect completion shortly. Business operations continue unaffected, and management remains committed to enhancing shareholder value."

### 5. Forward-Looking Statements Disclaimer

This announcement contains forward-looking statements. Actual results may differ due to market, regulatory, and operational risks. The Company undertakes no obligation to update these statements.

## **NOTE 8 – MAJOR ASSET ACQUISITION (ASSET TRANSFER COMPLETED)**

As of the end of the reporting period, the Company has completed the asset transfer for a major asset acquisition. Pursuant to an Asset Purchase Agreement dated August 31, 2025, with Mengfo Zhongshu (Guangdong) Technology Co., Ltd. (the "Transferor"), the Company has obtained ownership of a specific manufacturing plant and related equipment (the "Target Assets") located in Xinxiang City, Henan Province, China. The consideration for this acquisition is payable through the issuance of the Company's common stock.

#### 1. Overview of the Transaction and Recent Developments

Asset Purchase Agreement Signing Date:August 1, 2025

Asset Ownership Transfer Date (Closing Date):August 20, 2025

Parties to the Transaction:

Acquirer: Dream Buddha Resources Group Co., Ltd.

Transferor: Mengfo Zhongshu (Guangdong) Technology Co., Ltd.

Form of Transaction: Equity Swap. The consideration shares to be issued shall be calculated based on the fair value per share of the Company's common stock. This fair value is determined by reference to the audited net asset value per share as of the transaction's pricing date, in accordance with U.S. GAAP.

Recent Status: As of the date of approval of these interim financial statements, ownership of the Target Assets has been legally transferred to the Company and is included in the Company's financial statements. Concurrently, the issuance process for the common stock consideration is underway, and the relevant equity registration change procedures are expected to be completed in the fourth quarter of 2025.

## 2. Description of the Target Assets

The Target Assets include:

An industrial plant located in Xinxiang City, Henan Province, China, along with the accompanying production lines, power systems, and related auxiliary equipment within the plant. This plant constitutes a completed fixed asset and does not include the land use rights for the land it occupies. The Company will use the corresponding land through other arrangements.

## 3. Accounting Treatment and Impact on the Financial Statements

In accordance with U.S. GAAP, because ownership of the Target Assets, including the associated risks and rewards, was transferred to the Company during the reporting period, these assets meet the criteria for recognition.

Consequently, in the current period's financial statements:

Asset Recognition: The Company has recognized the Target Assets as fixed assets based on their fair value at the closing date. The amounts initially determined are as follows (subject to potential final adjustment):

Plant and Buildings: \$13,967,292

Machinery and Equipment: \$1,548,086

Total: \$15,515,378

Equity Recognition: As the assets have been recorded and the share issuance process is ongoing, fulfilling the corresponding contractual consideration obligation, the Company has recognized the consideration for this acquisition within equity, under the "Additional Paid-in Capital" account, amounting to \$15,515,378.

Consideration Adjustment: The final recognized amounts for the assets and equity may be adjusted slightly based on the closing accounts adjustment mechanism stipulated in the agreement.

Treatment upon Equity Issuance Completion: Upon the completion of the common stock issuance in the fourth quarter of 2025, the Company will reclassify the amount from "Additional Paid-in Capital" to the "Common Stock" account.

#### 4. Next Steps

The Company is actively advancing the relevant legal and regulatory procedures for the issuance of common stock. The equity registration change is expected to be completed in the fourth quarter of 2025. This acquisition is a strategic initiative by the Company to expand its global production footprint, marking the establishment of its first production base in North China, which lays a solid foundation for future performance growth.

#### **NOTE 9 – SUBSEQUENT EVENTS**

1, In August of 2026, the company had filed for a change of name in the state of Nevada to Dream Buddha Resources Group Co., Ltd.

##### 2. Forward-Looking Statement Disclaimer

This announcement contains "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995, relating to the Company's proposed acquisition of CROWN BRAND LIMITED ("the Target Company"), including related plans, expectations, and potential risks. The transaction is subject to uncertainties including due diligence findings, execution of definitive agreements, regulatory approvals, and other customary closing conditions. Actual outcomes may differ materially from these forward-looking statements due to market fluctuations, transaction term adjustments, or other uncontrollable factors. Investors should not rely excessively on this information.

##### Transaction Profile

OTC Markets-listed company DFEL announced today that it has entered into a non-binding letter of intent to acquire all outstanding shares of CROWN BRAND LIMITED, a leading enterprise specializing in the new energy vehicle supply chain. The proposed merger aims to consolidate strategic resources and enhance the company's market positioning in this sector, with the transaction expected to generate significant synergies.

##### Key Terms Explanation

Subject to the framework of the Letter of Intent:

The consideration structure consists of cash and stock (final terms subject to definitive agreement)

Completion requires:

- (i) Satisfactory due diligence by both parties
- (ii) Execution of legally binding merger agreement
- (iii) Regulatory and shareholder approvals

(iv) No material adverse change in the Target Company

#### Next Steps

As of September 30, 2025, the process for the Company's major asset acquisition is progressing in an orderly manner. To ensure the compliance and professionalism of the transaction, the Company has formally engaged Guangdong Huashang Law Firm as special legal counsel for this acquisition, responsible for legal due diligence, transaction structure design, and agreement review. Simultaneously, the Company intends to appoint HML PLT as the auditing firm for this transaction, and the relevant appointment procedures are currently underway. All preliminary preparations are proceeding as planned, and the acquisition work is advancing smoothly. The Company plans to reach a definitive agreement and complete the acquisition-related matters in the fourth quarter of 2025. Material updates will be disclosed per OTC Markets and SEC regulations.

#### Investor Notice

This is neither an offer to sell nor a solicitation to buy. Transaction completion is not guaranteed and outcomes may change due to negotiation developments, market conditions, or other risks. Investors should consult the Company's subsequent SEC filings.