

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Stratex Oil & Gas Holdings Inc.

1669 Thomaston Ave

Waterbury CT

(845) 518-3386

Www.stratexoil.com

Info@stratexoil.com

SIC CODE: 1311

Annual Report

For the Year ended December 31, 2025 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

129,305,071 as of December 31, 2025

129,305,071 as of December 31, 2024

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: No:

⁴ “Change in Control” shall mean any events resulting in:

(i) Any “person” (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the “beneficial owner” (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

Stratex oil and gas Holdings Inc (The Company) was Incorporated on April 15, 2003 as Poway Muffler and Brake Inc. In California. On December 15, 2008, a merger was affected with Ross investments Inc. a Colorado shell corporation. Ross investments was the inquirer and the surviving corporation. Ross investments and then changed its name to Poway muffler and brake Inc. I made 25, 2012, the company filed an amendment to its certificate of incorporation by which the company changed name from Poway muffler and brake inc. a Colorado Corporation to Stratex oil and gas Holdings Inc. with the secretary of state of Colorado. On July 6, 2012 Stratex acquisition Corp., a holy on subsidiary of stratus welding gas holdings, Inc. merge with him into statics oil and gas Inc., the Delaware corporation (Stratex) Stratex oil and gas Holdings Inc. was the surviving corporation of that merger the company's current name and a Colorado incorporated company.

Current State and Date of Incorporation or Registration: Colorado incorporated 2003. – Active
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 orders issued by the SEC concerning the issuer or its predecessors since inception:

None

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

None

Address of the issuer's principal executive office:

1669 Thomaston Ave. Waterbury CT 06704

Address of the issuer's principal place of business:

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

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

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

2) Security Information

Transfer Agent

Name: Standard Registrar & Transfer Company

Phone 801-571-8844

Email: amy@standardregistrar.com

Address: 440 East 400 South, Suite 200

Salt Lake City, UT 84111

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: STTX
Exact title and class of securities outstanding: Common
CUSIP: 86280B105
Par or stated value: \$0.01
Total shares authorized: 750,000,000 as of 12/31/25
Total shares outstanding 129,305,071 as of 12/31/25
Number of shares Public Float 44,541,765 12/31/25
Total number of shareholders of record: 742 as of 12/31/25

All additional class(es) of publicly quoted or traded securities (if any): 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: Preferred Stock
CUSIP (if applicable): N/A
Par or stated value: \$.0001
Total shares authorized: 1,000 as of date: December 31, 2025
Total shares outstanding (if applicable): 1,000 as of date: December 31, 2025

Total number of shareholders of record (if applicable): 1 as of date: December 31, 2025

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

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. **For common equity, describe any dividend, voting and preemption rights.**

Common shareholders have the right to vote on a one for one basis; are entitled to dividends as declared by the board of directors; have no pre-emptive rights .

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

Preferred has super voting rights that calculates to 1,000,000 votes for each preferred share totaling a majority when all voting included.

No redemption or sinking fund rights..

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 as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>12/31/23</u> Common: <u>129,305,071</u> Preferred <u>1,000</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
Shares Outstanding on Date of This Report: <u>Ending Balance</u> <u>Ending Balance</u> <u>Balance:</u> Date <u>12/31/25</u> Common: <u>129,305,071</u> Preferred <u>1,000</u>									

Example: A company with a fiscal year end of December 31st2024 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	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. <small>*You must disclose the control person(s) for any entities listed.</small>	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Total Outstanding Balance:

Total Shares:

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

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer’s current operations. (Ensure that these descriptions are updated on the Company’s Profile on www.OTCMarkets.com).

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

The companies is engaged in the sale of oil and gas in the exploration and development of oil and gas reserves in Texas, Kansas, North Dakota, Montana, Colorado and Utah.
- B. List any subsidiaries, parent company, or affiliated companies. None
- C. Describe the issuers’ principal products or services.

The companies is engaged in the sale of oil and gas and the exploration for and development of oil and gas reserves.

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

5) Issuer's Facilities

The goal of this section is to provide investor 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.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

1669 Thomaston Ave., Waterbury, CT 06704 - lease is renewed annually.

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, or any person that performs a similar function, regardless of the number of shares they own. **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 in the note section.**

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 an investor 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 shareholders.

Individual Name (First, Last) or Entity Name	Position/ Company Affiliation (ex: CEO 5% Control person)	City / State (Include country if outside U.S.)	Number of shares owned (List common, preferred, warrants and options separately)		Class of Shares Owned	Percentage of Class of Shares Owned (Individual)
Joseph J Mattia	President, Director	Waterbury, CT	1,000		Preferred with Voting rights	<u>100%</u>
Stephen Funk	CEO, Director	Waterbury, CT	4,035,000		common	3.12%

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

7) Legal/Disciplinary History

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

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

None

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. If any updates are needed to your public company profile, update your company profile.

Securities Counsel

Name: Gary L. Blum ESQ
Address 1: 3278 Wilshire Blvd., Suite 603
Address 2: Los Angeles, CA 90010
Phone: (213) 369-8112
Email: gblum@gblumlaw.com

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:

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):

B. Name: **Joseph J. Mattia**
Title: **President**
Relationship to Issuer: **Director**

C. The following financial statements were prepared in accordance with:

- IFRS
 U.S. GAAP

D. The following financial statements were prepared by (name of individual)²:

Name: **Joseph J. Mattia**
Title: **President**
Relationship to Issuer: **Director**

Describe the qualifications of the person or persons who prepared the financial statements: 20 years plus experience in management, finance, economics & accounting. Extensive experience as COO, VP & Director roles. City University of NY Economics & Wharton Business graduate and programs certifications.

Provide the following financial statements for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- a. Audit letter, if audited;
- b. Balance Sheet
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. 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

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, Joseph J. Mattia certify that:

1. I have reviewed this Disclosure Statement for Stratex Oil & Gas Holdings 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 30, 2026 [Date]

/s/ Joseph J. Mattia President, Director

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

Principal Financial Officer:

I, Joseph J. Mattia certify that:

1. I have reviewed this Disclosure Statement for Stratex Oil & Gas Holdings 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 30, 2026 [Date]

/s/ Joseph J. Mattia President, Director (interim CFO)

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

Stratex Oil & Gas Holdings, Inc.

Annual Financial Report
For the Year Ended December 31, 2025
Unaudited

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STRATEX OIL & GAS HOLDINGS, INC.

1669 Thomaston Ave.
Waterbury, CT 06704

March 30, 2026

I hereby certify that the accompanying unaudited consolidated financial statements and related footnotes hereto are based on the best information currently available to the Company. To the best of my knowledge, this information presents fairly, in all material respects, the financial position and stockholders' equity of Stratex Oil & Gas Holdings, Inc. as of December 31, 2025 and December 31, 2024 and the results of its operations and cash flows for the period ended December 31, 2025 and 2024 in conformity with accounting principles generally accepted in the United States of America.

/s/ Joseph Mattia
President

Stratex Oil & Gas Holdings, Inc.
Consolidated Balance Sheets
As of December 31, 2025 and December 31, 2024
(Unaudited)

ASSETS	Balance at December 31,2025	Balance at December 31,2024
Cash & cash equivalents	\$1,380	\$221
Accounts Receivable	\$4,580	\$4,580
Prepaid Expenses	\$2,000	\$2,000
Total Current Assets	\$7,960	\$6,801
Deposits	0	0
Debt Issuance costs	0	0
Proven Property Net	\$425,530	\$425,530
Support Facilities	0	0
Vehicles	0	0
Total Assets	\$433,490	\$432,331
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities		
Accounts Payable	\$23,779	\$38,779
SBA Loan Payable	92,552	96,800
Demand Notes Payable	995,454	935,864
Officers Payable	4,678,313	4,028,313
Current Maturities of Notes Payable	\$ 58,270,949	\$ 54,016,519
Total Current Liabilities	\$64,061,047	\$59,116,275
Notes Payable	\$185,000	\$185,000
Total Liabilities	\$64,246,047	\$59,301,275
Shareholders Deficit:		
Common stock \$.01 Par Value		
750,000,000 authorized 129,305,071		
issued and outstanding Dec. 31, 2025	1,293,051	1,293,051
and 129,305,071 at Dec. 31, 2024 respectively.		
Preferred stock \$.0001 Par Value		
1,000 authorized 1,000		
issued and outstanding Dec. 31, 2025	\$0	\$0
And December 31, 2024 respectively.		
Additional Paid In Capital	10,726,906	10,726,906
Deficit	(75,832,514)	(70,888,901)
Total stockholders equity (deficit)	(63,812,557)	(58,868,944)
Total Liab. & Stockholders Equity	\$433,490	\$432,331

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See notes to financial statements

Stratex Oil & Gas Holdings Inc.
Consolidated Income Statements
For the Years Ended
December 31, 2025 and 2024
(Unaudited)

	Period Ended December 31, 2025	Period Ended December 31, 2024
Revenue	\$ 92,864	\$ 115,141
Cost of revenue	-	-
Gross Profit (loss)	-	-
Operating Expenses	\$ -	\$ -
General and administrative Expense	\$ (91,757)	\$ (121,647)
Operating Income (Loss)	\$ 1,107	\$ (6,506)
Other income (expenses)		
Other income		
Loss on sale or disposal		
Deprecation expense	\$0	\$0
Interest expense	\$ (4,944,720)	\$ (4,744,471)
Total other income (expenses)	\$ (4,944,720)	\$ (4,744,471)
Loss before income taxes	\$ (4,943,613)	\$ (4,750,977)
Minority interest	\$ -	\$ -
Net Income (Loss)	\$ (4,943,613)	\$ (4,750,977)
Net Loss per share	\$ (0.001)	\$ (0.001)
Basic and diluted		
Weighted average number of shares	129,305,071	129,305,071
Basic and diluted		

See notes to the financial statements

Stratex Oil & Gas Holdings, Inc.

Consolidated Statement of Changes in Stockholders Equity (Deficit)

From December 31, 2022 to December 31, 2025

(Unaudited)

	Common stock		Preferred Shares	Amount	Paid-in Capital	Accumulated Deficit	Total
	Shares	Par value .01					
Balance December 31, 2022	129,305,071	\$1,293,051	1,000	\$0	\$ 10,726,906	\$(61,417,993)	\$(49,398,036)
Common shares Issuance Net (Loss) for the Year ended Dec. 31, 2023						\$ (4,719,931)	\$(4,719,931)
Balance December 31, 2023	129,305,071	\$1,293,051	1,000	\$0	\$ 10,726,906	\$(66,137,924)	\$(54,117,967)
Common shares Issuance Net (Loss) for the Year ended 12/31/24						\$ (4,750,977)	\$(4,750,977)
Balance December 31, 2024	129,305,071	\$1,293,051	1,000	\$0	\$ 10,726,906	\$(70,888,901)	\$(58,868,944)
Common shares Issuance Net (Loss) for the Year ended 12/31/25						\$ (4,943,613)	\$(4,943,613)
Balance December 31, 2025	129,305,071	\$1,293,051	1,000	\$0	\$ 10,726,906	\$(75,832,514)	\$(63,812,557)

Stratex Oil & Gas Holdings, Inc.
Consolidated Statement Of Cash Flows
For the Year ended December 31, 2025 and 2024

(Unaudited)	Period Ended <u>.12/31/25</u>	Period Ended <u>.12/31/24</u>
Cash flows from operating activities		
Net Profit/Loss	<u>\$ (4,943,613)</u>	<u>\$ (4,750,977)</u>
Adjustments:		
Provision for doubtful accounts	-	-
Depreciation	\$0	\$0
Amortization of compensatory options	-	-
Gain on sale of equipment	-	-
Common stock issued for:		
Consulting services	-	-
Changes in Assets & Liabilities: Decrease (Increase)		
Accounts Receivables	-	-
Other assets		
Property & equipment	-	-
Accounts payable & accrued expenses	\$ -	\$ 6,727
Demand & Notes Payable	<u>\$ 4,942,454</u>	<u>\$ 4,744,471</u>
Net cash used in operating activities	<u>\$ 1,159</u>	<u>\$ 221</u>
Cash flows from financing activities		
Proceeds from issuance of stock	-	-
Convertible note issued converted	-	-
Subscription receivable	-	-
Proceeds from notes payable	\$ -	\$ -
Net cash provided by financing activities	-	-
Net cash increase (decrease)	<u>\$ 1,159</u>	<u>\$ 221</u>
Cash at the beginning of period	<u>\$221</u>	<u>\$0</u>
Cash at the end of period	<u>\$1,380</u>	<u>\$221</u>
Non-cash Financing Activities		
Common Stock issued for debt	\$ -	\$ -

Stratex Oil & Gas Holdings, Inc.
Notes to Financial Statements
December 31, 2025
(Unaudited)

NOTE – 1 Nature of Operations & Company History:

The financial statements include the accounts of Stratex Oil & Gas Holdings, Inc. (the“Company”), which was incorporated in Delaware.

Stratex Oil & Gas Holdings, Inc. (“ the “Company”) was incorporated on August 15, 2003 as Poway Muffler and Brake Inc. in California to enter the muffler and brake business. On December 15, 2008, a merger was effected with Ross Investments Inc., a Colorado shell corporation. Ross Investments was the acquirer and the surviving corporation. Ross Investments Inc. then changed its name to Poway Muffler and Brake, Inc. On May 25, 2012, we filed an Amendment to our Certificate of Incorporation by which we changed our name from Poway Muffler and Brake, Inc., a Colorado corporation, to Stratex Oil & Gas Holdings, Inc., with the Secretary of the State of Colorado. On July 6, 2012, Stratex Acquisition Corp., a wholly-owned subsidiary of Stratex Oil & Gas Holdings, Inc. merged with and into Stratex Oil & Gas, Inc., a Delaware corporation (“Stratex”) Stratex Oil & Gas Holdings, Inc was the surviving corporation of that Merger. (The Company’s current name)

The Company is engaged in the sale of oil and gas and the exploration for and development of oil and gas reserves in Texas, Kansas, North Dakota, Montana, Colorado and Utah.

NOTE – 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Cash and cash equivalents

For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of three months or less are considered to be cash equivalents.

Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include valuation of convertible notes payable and the valuation allowance of deferred tax assets.

Fair value of financial instruments and financial statements

The Company measures financial assets and liabilities in accordance with generally accepted accounting principles. The financial statements have been prepared in accordance with generally accepted accounting principles.

Stratex Oil & Gas Holdings, Inc.
□ **Notes to Financial Statements**
December 31, 2025
(Unaudited)

□

Revenue recognition

Revenue from sales of products and services is recognized when persuasive evidence of an arrangement exists, products have been shipped or services have been delivered to the customer, the price is fixed or determinable and collection is reasonably assured.

Stock-based compensation

The Company accounts for stock-based instruments issued to employees in accordance with ASC Topic 718. ASC Topic 718 requires companies to recognize in the statement of operations the grant-date fair value of stock options and other equity based compensation issued to employees and earned. The Company accounts for non-employee share-based awards in accordance with ASC Topic 505-50.

Fixed Assets

Fixed assets are recorded at cost, net of accumulated depreciation. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets. Repairs and maintenance are charged to expense as incurred. Expenditures for betterments and renewals are capitalized. The cost of fixed assets and the related accumulated depreciation are removed from the accounts upon retirement or disposal with any resulting gain or loss being recorded in operations.

Intangible Assets

Intangible assets with no determinable life are initially assessed for impairment upon purchase, with subsequent assessments required annually. When there is reason to suspect that their values have been diminished or impaired, a write-down is recognized as necessary. Intangible assets with rights that expire over time are amortized over the time period that the rights exist.

Income taxes

Income Taxes - The Company accounts for income taxes using the provisions of Statement of Financial Accounting Standards ("SFAS") No.109, Accounting for Income Taxes. Under this standard, deferred tax assets and liabilities represent the estimated tax effects of future deductible or taxable amounts attributed to differences between the financial statements carrying amounts and the tax bases of existing assets and liabilities. The standard also allows recognition of income tax benefits for loss carry-forwards, credit carry-forwards and certain temporary differences for which tax benefits have not previously been recorded. Valuation allowances are provided for uncertainties associated with deferred tax assets.

Stratex Oil & Gas Holdings, Inc.
□ **Notes to Financial Statements**
December 31, 2025
(Unaudited)

Net loss per share

The Company computes net earnings (loss) per share in accordance with ASC 260-10, "Earnings per Share." ASC 260-10 requires presentation of both basic and diluted earnings per share ("EPS") on the face of the income statement. Basic EPS is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period. Diluted EPS excludes all dilutive potential common shares if their effect is anti-dilutive

NOTE 3 – Going Concern:

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. Currently, the Company has incurred operating losses, and as of December 31, 2025 the Company also had a working capital deficit and an accumulated deficit. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management believes that the Company's capital requirement will depend on many factors including the success of the Company's development efforts and its efforts to raise capital. Management also believes the Company needs to raise additional capital for working capital purpose. There is no assurance that such financing will be available in the future. The conditions described above raise substantial doubt about our ability to continue as a going concern. The financial statements of the Company do not include any adjustments relating to the recoverability and classification of recorded assets, or the amount and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

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