



## **IMD COMPANIES INC.**

11321 Trade Center Dr. #255  
Rancho Cordova, CA 95742  
650-222-2863  
www.imdcompaniesinc.com  
[info@imdcompaniesinc.com](mailto:info@imdcompaniesinc.com)

# **Annual Report**

**For the period ending December 31, 2025**  
**(the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

**4,926,071,300** as of March 31, 2026 (current date)

**4,826,071,300** as of December 31, 2025

**4,426,071,300** 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 Control<sup>5</sup> of the company has occurred during this reporting period:

Yes:  No:

---

<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

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

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

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

iMD Companies Inc.  
11321 Trade Center Dr. #255  
Rancho Cordova, CA 95742

The original date of Incorporation was March 31, 1993. The Company was originally named ADV Acquisition Corp.

On 06/16/1993 the name of the Company was changed to Empire Capital Corp.;  
On 06/23/1998 the name of the Company was changed to Interfund Resources, Ltd.;  
On 03/23/1999 the name of the Company was changed to Interactive Technologies.com Inc.;  
On 02/15/2008 the name of the Company was changed to International Coastal Biofuels, Inc.;  
On 09/23/2010 the name of the Company was changed to iMD Companies Inc.

Current State and Date of Incorporation or Registration: Florida

Standing in this jurisdiction: Active

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

None

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

None

List any stock split, 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:

11321 Trade Center Dr. #255  
Rancho Cordova, CA 95742

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: Olde Monmouth Stock Transfer Co., Inc  
Phone: (732) 872-2727  
Email: transferagent@oldemonmouth.com  
Address: 200 Memorial Parkway, Atlantic Highlands, NJ 07716

**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:	ICBU	
Exact title and class of the securities outstanding:	Common Stock	
CUSIP:	44969G 10 1	
Par or stated value:	\$0,001	
Total shares authorized:	8,000,000,000	as of date: 12/31/2025
Total shares outstanding:	4,826,071,300	as of date: 12/31/2025
Total number of shareholders of record:	792	as of date: 12/31/2025

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

None

**Other classes of authorized or outstanding equity securities that do not have a trading symbol:**

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	Preferred Class A	
Par or stated value:	\$0.001	
Total shares authorized:	1,000,000	as of date: 12/31/2025
Total shares outstanding:	11	as of date: 12/31/2025
Total number of shareholders of record:	1	as of date: 12/31/2025

Exact title and class of the security:	Preferred Class B	
Par or stated value:	\$0.001	
Total shares authorized:	100,000	as of date: 12/31/2025
Total shares outstanding:	100,000	as of date: 12/31/2025
Total number of shareholders of record:	1	as of date: 12/31/2025

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.

The company has authorized the issuance of 5,000,000,000 of which 4,106,071,300 have been issued as of 03/31/2024. Each common share is entitled to vote on all matters submitted to a vote of the holders of the company.

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

**Preferred Series A Convertible Voting Preferred Stock.** – 1,000,000 shares authorized, Par value \$.001 shares. 11 shares issued and outstanding; Each share of Series A Preferred is convertible into 100 restricted shares of common stock; Each share of Series A Preferred is convertible into 100 common share votes. Each Series A holder shall be entitled to vote on all matters submitted to a vote of the holders of the company's common stock on an as if converted to common stock basis. Dividends. The Convertible Preferred Series A Stock is not entitled to receive any dividends in any amount during which such shares are outstanding.

**Series B Preferred Stock** - The Series B Preferred Stock shall consist of 100,000 shares. \$.001 par value. 100,000 shares issued and outstanding. Each share of Series B Preferred is convertible into 250 restricted shares of common stock; Each share of Series B Preferred is convertible into 75,000 common share votes. Each Series B holder shall be entitled to vote on all matters submitted to a vote of the holders of the company's common stock on an as if converted to common stock basis. Dividends. The Convertible Preferred Series B Stock is not entitled to receive any dividends in any amount during which such shares are outstanding

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.

#### 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>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date <u>12/31/23</u> Common: <u>3,926,071,300</u> Preferred A: <u>11</u> Preferred B: <u>50,000</u>									
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.
01/02/24	New Issue	90,000,000	Common	0.0004	No	Randall Marc Fuchs	Consulting Agreement	Restricted	4(a)(2)
09/25/24	New Issue	200,000,000	Common	0.00064	Yes	Anything Media Inc. Chris Jensen	Conversion	Restricted	4(a)(2)
11/9/24	New Issue	120,000,000	Common	0.0002	Yes	Solar Advisors Limited Bryan Byers	Conversion	Restricted	4(a)(2)
04/01/25	New Issue	78,000,000	Common	N/A	No	Reilly Schuler	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	99,000,000	Common	N/A	No	Michael Easley	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	15,000,000	Common	N/A	No	Ashish Mehta	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	20,000,000	Common	N/A	No	Ravi Reddy	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	25,500,000	Common	N/A	No	John Wilkerson	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	21,500,000	Common	N/A	No	Prestige Health Solutions LLC Yasser Almuaala	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	5,750,000	Common	N/A	No	Probicon LLC Antoine Mourani	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	5,750,000	Common	N/A	No	Kenwaljit Bains	Settlement	Restricted	4(a)(2)
04/01/25	New Issue	29,500,000	Common	N/A	No	Johnny Georgetti	Settlement	Restricted	4(a)(2)
09/03/25	New Issue	100,000,000	Common	0.0002	Yes	Bob Perkins	Conversion	Restricted	4(a)(2)
Shares Outstanding on Date of This Report:  <u>Ending Balance:</u>									
Date <u>12/31/25</u> Common: <u>4,826,071,300</u> Preferred A: <u>11</u> Preferred B: <u>100,000</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>5</sup>	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
7/15/17	\$83,079	\$76,447	7/15/18	See Note 1	200,000,000	509,647,984	Anything Media, Inc. See Note 3	Loan
9/30/18	\$49,495	\$58,072	9/30/19	See Note 1	None	387,146,925	Anything Media, Inc. See Note 3	Loan
4/29/20	\$21,850	\$31,773	4/29/21	See Note 1	None	211,819,288	Anything Media, Inc. See Note 3	Loan
12/23/20	\$8,500	\$11,917	12/23/21	See Note 1	None	79,445,115	Anything Media, Inc. See Note 3	Loan
1/7/21	\$25,000	\$34,967	1/7/22	See Note 1	None	233,114,156	Reuben Taub	Loan
2/25/21	\$23,500	\$32,617	2/25/22	See Note 1	None	217,444,749	Anything Media, Inc. See Note 3	Loan
3/1/21	\$15,000	\$20,806	3/1/22	See Note 1	None	138,706,850	David Barish	Loan
3/19/21	\$25,000	\$34,578	3/19/22	See Note 2	None	256,133,943	Aurum Capital Corporation See Note 5	Loan
4/8/21	\$100,000	\$137,874	4/8/22	See Note 2	None	1,021,288,686	Anything Media, Inc. See Note 3	Loan
6/30/21	\$60,000	\$81,633	6/30/22	See Note 2	None	604,687,976	Anything Media, Inc. See Note 3	Loan
12/29/21	\$200,000	\$217,416	12/29/22	See Note 2	320,000,000	1,610,491,325	Anything Media, Inc. See Note 3	Loan
1/13/22	\$25,000	\$32,934	1/13/23	See Note 1	None	219,561,644	MiCaddan Marketing Consultants, LLC See Note 4	Loan
2/17/22	\$55,500	\$72,688	2/17/23	See Note 2	None	538,431,660	Anything Media, Inc. See Note 3	Loan
6/30/22	\$74,900	\$95,913	6/30/23	See Note 2	None	710,466,972	Anything Media, Inc. See Note 3	Loan
12/10/22	\$60,000	\$74,689	12/10/23	See Note 2	None	553,254,186	Anything Media, Inc. See Note 3	Loan
5/8/24	\$36,200	\$40,976	5/8/25	See Note 2	None	303,529,011	Anything Media, Inc. See Note 3	Loan
7/28/24	\$27,500	\$30,640	7/28/25	See Note 2	None	226,964,993	Anything Media, Inc. See Note 3	Loan
8/24/24	\$30,000	\$33,248	8/24/25	See Note 2	None	246,283,106	Anything Media, Inc. See Note 3	Loan
9/3/24	\$149,970	\$165,879	9/3/25	See Note 2	None	1,228,734,418	Anything Media, Inc. See Note 3	Loan

<sup>5</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.

9/26/24	\$110,000	\$121,115	9/26/25	See Note 2	None	897,144,597	Anything Media, Inc. See Note 3	Loan
<b>Total Outstanding Balance:</b>		\$1,406,183	<b>Total Shares:</b>		420,000,000	10,194,297,584		

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

- 1 50% Discount to Lowest Price in the 30 days prior to any conversion demand
- 2 55% Discount to Lowest Price in the 6 months prior to any conversion demand
- 3 Chris Jensen holds voting and dispositive control over Anything Media, Inc.
- 4 Allen Rosenthal holds voting and dispositive control over MiCaddan Marketing Consultants, LLC
- 5 John Shebanow holds voting and dispositive control over Aurum Capital Corporation..

#### 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")

iMD Companies, Inc., is a Florida corporation. The company has re-positioned to be a holding company for acquisitions in the cryptocurrency and technology sectors. The company and the principals of the management team have extensive backgrounds in finance, new technologies, manufacturing, marketing, and distribution. ICBU's goal is to create and increase shareholder value by tactically growing our core business while strategically seeking to acquire new businesses and create other business alliances, which generate increased revenues and earnings. To that end, we have focused on cryptocurrency mining operations using miners previously owned by ICBU and new miners being sourced due to the continued value and growth potential of cryptocurrencies. These mining operations are located in the greater Sacramento and/or Reno, NV area. Our ownership in Riize, LLC was reduced to 15% by mutual agreement between ICBU and Riize on March 31, 2025.

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

Riize, LLC (15% ownership). Riize is a telemedicine/pharmacy services provider specializing in men's and women's sexual health and weight loss.

C. Describe the issuers' principal products or services.

ICBU's principal operations involve cryptocurrency mining. We utilize a fleet of miners previously owned by the company, along with newly sourced equipment, to mine various cryptocurrencies. Our mining facilities are located in the greater Sacramento and Reno, NV areas, enabling efficient operations that capitalize on the sustained value and market opportunities in the cryptocurrency sector.

#### 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.

The company has operations in California and Utah. The office in California is for the parent operation and consists of 1500 sq ft. of office and storage for sales, marketing and accounting operations. The company website is [www.imdcompaniesinc.com](http://www.imdcompaniesinc.com).

The facility in Utah consists of 1200 sq ft. Of office and storage space

#### 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 Affiliation</b> (ex: CEO, 5% Control person)	<b>City and State</b> (Include Country if outside U.S.)	<b>Number of Shares Owned</b> (List common, preferred, warrants and options separately)	<b>Class of Shares Owned</b>	<b>Percentage of Class of Shares Owned</b> (undiluted)
Richard Wilson	CEO/President	lone, CA	11	Preferred A	100.00%
Richard Wilson	CEO/President	lone, CA	100,000	Preferred B	50.00%
Richard Wilson	CEO/President	lone, CA	324,500,000	Common	6.87%

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 (must include Counsel preparing Attorney Letters).

Name: The Verona Firm, PLLC  
Brett Allan Verona, Esq.  
Address 1: PO Box 18191  
Address 2: Tampa, FL 33679  
Phone: 813-258-0852  
Email: [brett@theveronafirm.com](mailto:brett@theveronafirm.com)

### Accountant or Auditor

Name: Albert Golusin  
Address 1: 4300 N Northsight Blvd Ste 111  
Address 2: Scottsdale, AZ 85260  
Phone: 602-466-2650  
Email: [aagolusin@mac.com](mailto:aagolusin@mac.com)

### Investor Relations

None

### All other means of Investor Communication:

X (Twitter): [https://twitter.com/imd\\_inc](https://twitter.com/imd_inc)  
Instagram: <https://www.instagram.com/imdcompaniesinc/>

### Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

None

## 9) Disclosure & Financial Information

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

Name: Richard D. Wilson  
Title: CEO  
Relationship to Issuer: CEO

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: Albert Golusin

Title: Accountant

Relationship to Issuer: Accountant

Describe the qualifications of the person or persons who prepared the financial statements:<sup>6</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.

{Financial statements follow on next page}

---

<sup>6</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.

**iMD Companies Inc.**  
**Unaudited Consolidated Balance Sheets**

		For the years ended at December 31,	
		2025	2024
<b>ASSETS</b>			
CURRENT ASSETS:			
Cash	\$	415	\$ 249,917
Accounts receivable		15,955	72,051
Inventory		37,000	97,000
Total current assets		53,370	418,968
OTHER ASSETS:			
Equipment-net		12,510	126,472
Start up expenses - net		-	37,409
Goodwill		-	500,894
Receivables & deposits		944	4,444
Application development		51,000	0
Investment in Riize LLC		240,000	0
Total assets	\$	357,824	\$ 1,088,187
<b>LIABILITIES</b>			
CURRENT			
Accounts payable	\$	240,570	\$ 365,058
Accrued compensation to officer and director		68,459	260,128
Unissued capital stock		0	345,000
Total current liabilities		309,029	970,186
LONG TERM			
Convertible notes payable		1,068,458	1,354,212
Notes payable		340,000	730,782
Due to affiliates		333,759	321,037
Accrued interest		371,333	337,524
Total Liabilities		2,422,579	3,713,741
<b>STOCKHOLDERS' DEFICIT</b>			
Preferred stock		100	100
Common stock		4,826,071	4,426,071
Additional paid-in capital		(320,632)	(180,632)
Non controlling interest		0	117,600
Accumulated (deficit)		(6,570,294)	(6,988,693)
Total stockholders' (deficit)		(2,064,755)	(2,625,554)
Total liabilities and stockholders' deficit	\$	357,824	\$ 1,088,187

See accompanying notes to these unaudited consolidated financial statements.

**iMD Companies Inc.**  
**Unaudited Consolidated Statements of Operations**

	For the years ended December 31,	
	2025	2024
Total sales revenue	\$ 0	\$ 1,018,431
Total cost of sales	<u>0</u>	<u>532,379</u>
GROSS PROFIT	0	486,052
OPERATING EXPENSES		
Bad debts	43,944	19,175
Bank fees	0	631
Computer & Internet		247,260
obsolete inventory		1,316
Professional fees	3,000	71,261
Officer wages	30,600	37,300
Salary & wages	11,725	226,164
General and admin	24,803	76,074
Research & development		34,298
Marketing	6,763	1,018,944
Rent & utilities	21,451	16,197
Travel & meals	8,703	67,585
Trf Agent & regulatory fees	9,519	11,350
Total operating expenses	<u>160,508</u>	<u>1,827,555</u>
TOAL OPERATING INCOME (LOSS)	(160,508)	(1,341,503)
OTHER INCOME AND (EXPENSE)		
Depr & Amort	(17,728)	(24,937)
Interest expense	(98,016)	(80,507)
Gain on deconsolidation-Riize	694,651	0
Consolidated net (loss)	<u>418,399</u>	<u>(1,446,947)</u>
Less net (loss) non controlling	0	194,289
Net (loss)-attributable to IMD	<u>\$ 418,399</u>	<u>\$ (1,252,658)</u>
(Loss) per share	\$ Nil	\$ Nil
Basic	\$ Nil	\$ Nil
Diluted		
* Unissued common shares are anti-dilutive.		
Wtd Avg Shares Outstanding	4,684,975,410	4,177,495,958

See accompanying notes to these unaudited consolidated financial statements.

**iMD Companies Inc.**  
**Unaudited Statement of Stockholders Equity**

	Preferred Shares	Preferred Amount	Common Shares	Common Amount	Paid-In Capital	Noncontrolling Interest	Accumulated (Deficit)	Total
Balance at December 31, 2023	100,011	\$100	4,016,071,300	\$4,016,071	\$41,497	0	(\$5,541,746)	(1,484,078)
Common stock for services			90,000,000	90,000	(54,000)			36,000
Common stock for debt			320,000,000	320,000	(168,129)			151,871
Minority interest in Riize acquisition						(76,689)		(76,689)
Net (loss) for year ended Dec. 31, 2024						194,289	(1,446,947)	(1,252,658)
Balance at December 31, 2024	100,011	100	4,426,071,300	4,426,071	(180,632)	117,600	(6,988,693)	(2,625,554)
Common stock for debt			400,000,000	400,000	(140,000)			260,000
Elimination of non-controlling interest						(117,600)		(117,600)
Net profit for year ended Dec. 31, 2025							418,399	418,399
Balance at December 31, 2025	100,011	100	4,826,071,300	4,826,071	(320,632)	0	(6,570,294)	(2,064,755)

See accompanying notes to these unaudited consolidated financial statements.

**iMD Companies Inc.**  
**Unaudited Consolidated Statements of Cash Flows**

	For the years ended December 31,	
	2025	2024
<b>OPERATING ACTIVITIES</b>		
Net (loss) for the period	\$ 418,399	\$ (1,252,658)
Adjustments to reconcile net loss to net cash (used in) provided by operating activities:		
Common stock issued for services	0	36,000
Common stock issued for debt	100,000	0
Common stock issued for settlement	440,437	0
Depreciation	17,728	24,937
Changes in assets and liabilities:		
(Incr)/decr - Inventory	60,000	(58,684)
(Incr)/decr - accounts receivable	56,096	(65,176)
(Incr)/decr - note receivable	0	4,000
(Incr)/decr - deposits	0	(3,500)
Incr/(decr) in accounts payable	(124,488)	216,195
Incr/(decr) in convertible notes payable	(285,754)	402,417
Incr/(decr) in accrued interest	33,809	59,814
Incr/(decr) in accrued compensation	(191,669)	132,634
Incr/(decr) in due to affiliates	12,722	
Incr/(decr) in due short term loans	(390,782)	65,410
Net cash (used in) provided by operating activities	<u>146,498</u>	<u>(438,611)</u>
<b>INVESTING ACTIVITIES</b>		
Application development	(51,000)	0
Property, Plant & Equipment - net	0	(88,018)
Acquisition cost of Riize	0	(624,508)
Net cash (used in) provided by investing activities	<u>(51,000)</u>	<u>(712,526)</u>
<b>FINANCING ACTIVITIES</b>		
Long term notes payable	0	730,782
Unissued common stock	(345,000)	345,000
Advances from affiliates	0	321,037
Convertible notes payable	0	0
Net cash (used in) provided by financing activities	<u>(345,000)</u>	<u>1,396,819</u>
<b>INCREASE (DECREASE) IN CASH</b>	(249,502)	245,682
CASH, BEGINNING OF PERIOD	249,917	4,235
CASH, END OF PERIOD	<u>\$ 415</u>	<u>\$ 249,917</u>

**NON-CASH TRANSACTIONS IN COMMON SHARES**

Issuance of 200,000,000 common sh for debt	\$	0	\$	151,871
--	----	---	----	---------

See accompanying notes to these unaudited consolidated financial statements.

# iMD Companies Inc.

## Notes to Unaudited Consolidated Financial Statements for the Years ended December 31, 2025, and 2024 (Unaudited)

### NOTE 1. THE COMPANY AND ITS SIGNIFICANT ACCOUNTING POLICIES

#### The Company

The Company was originally incorporated in Delaware on March 31, 1993, as ADV Acquisition Corp. The Company had numerous name changes and on February 15, 2008, re-domiciled in Florida as International Biofuels, Inc. On September 23, 2010, the Company changed its name to iMD Companies, Inc.

On August 26, 2024, the Company acquired 51% ownership of Riize, LLC in a stock-based transaction for 300,000,000 shares of Common Stock which are recorded as an unissued stock liability. The Company consolidates its 51% ownership on its books at its estimated fair value and the remaining 49% as Minority Interest. As a result, the Company has recorded \$500,894 in goodwill.

The unaudited financial statements included herein were prepared from the records of the Company in accordance with Generally Accepted Accounting Principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position for the periods presented. Significant adjustments may be required upon the financial statements being audited to be in conformity with Generally Accepted Accounting Principles.

#### Use of Estimates

The unaudited financial statements included herein were prepared from the records of the Company in accordance with Generally Accepted Accounting Principles. These financial statements reflect all adjustments that are, in the opinion of management, necessary to provide a fair statement of the results of operations and financial position.

#### Cash & Cash Equivalents

The company's policy is to consider cash and cash equivalents to consist of checking accounts, money market accounts or certificates of deposit having maturity dates of 180 days or less.

#### Financial Instruments

Financial instruments consist primarily of cash, security deposits and obligations under accounts payable and accrued expenses. The carrying amounts of cash, accounts receivable, security deposits, accounts payable and accrued expenses approximate fair value because of the short-term maturity of those instruments.

#### Income Taxes

The Company records its federal and state income tax liability as it is incurred.

### NOTE 2. INVESTMENTS

On August 26, 2024, the Company acquired 51% ownership of Riize, LLC in a stock-based transaction for 300,000,000 shares of Common Stock which are recorded as an unissued stock liability. The Company consolidates its 51% ownership on its books at its estimated fair value and the remaining 49% as Minority Interest. As a result, the Company has recorded \$500,894 in goodwill.

During the Quarter ended March 31, 2025, the Company and Riize, LLC agreed that the Company's share of Riize, LLC should be reduced to 15%, and that Riize should assume responsibility for all debt associated with the acquisition. As a result, the Company realized an extraordinary gain from its deconsolidation of Riize in the amount of \$1,162,153.

During the quarter ended June 30, 2025, the Company issued the 300,000,000 shares noted above which reduced the extraordinary gain from its deconsolidation of Riize to \$457,502.

### NOTE 3. CONVERTIBLE NOTES

Please see Information and Item 3(B) above for details on all convertible notes.

## **NOTE 4. STOCKHOLDERS EQUITY**

### **Preferred Stock**

#### ***Class A Preferred Stock***

On December 31, 2021, there were 11 Class A Preferred Stock shares issued and outstanding out of 1,000,000 Class A Preferred Stock shares authorized. Each Preferred A share is convertible to 100 common shares.

On December 31, 2025, there were 11 Class A Preferred Stock shares issued and outstanding

#### ***Class B Preferred Stock***

On December 31, 2021, there were 50,000 Class B Preferred Stock shares issued and outstanding out of 1,000,000 Class B Preferred Stock shares authorized. Each Preferred B share is convertible into 250 common shares at the option of the Holder.

During the quarter ended December 31, 2023, the Company issued 50,000 Preferred B shares to a director for services.

On December 31, 2025, there were 100,000 Class B Preferred Stock shares issued and outstanding.

### **Common Stock**

On December 31, 2021, there were 3,926,071,300 Common Stock shares issued and outstanding out of 5,000,000,000 Common Stock shares authorized.

During the quarter ended June 30, 2022, the Company issued 20,000,000 common shares to a consultant for services.

During the quarter ended March 31, 2023, the Company issued 40,000,000 common shares to consultants for services.

During the quarter ended September 30, 2023, the Company issued 30,000,000 to a consultant for services.

During the quarter ended March 31, 2024, the Company issued 90,000,000 to a consultant for services.

During the quarter ended September 30, 2024, the Company issued 200,000,000 in Conversion of a Convertible Debenture issued July 15, 2017.

During the quarter ended December 31, 2024, the Company issued 120,000,000 shares in Conversion of a Convertible Debenture issued December 29, 2021.

During the quarter ended June 30, 2025, the Company issued the 300,000,000 shares noted above reducing the extraordinary gain from its deconsolidation of Riize to \$457,502.

During the quarter ended December 31, 2025, the Company issued 100,000,000 shares in Conversion of a Convertible Debenture issued December 29, 2021.

On December 31, 2025, the Company had 5,000,000,000 common shares authorized and 4,826,071,300 common shares outstanding.

## **NOTE 5. SUBSEQUENT EVENTS**

On January 6, 2026, the Company issued 100,000,000 shares in Conversion of a Convertible Debenture issued December 29, 2021.

## **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, Richard D. Wilson certify that:

1. I have reviewed this Disclosure Statement for iMD Companies, 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 31, 2026

/s/ Richard D. Wilson

*Principal Financial Officer:*

I, Richard D. Wilson certify that:

1. I have reviewed this Disclosure Statement for iMD Companies, 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 31, 2026

/s/ Richard D. Wilson