

## **Pure Harvest Corporate Group, Inc.**

1500 N Grant St., Ste R  
Denver, CO 80203  
(480) 788-7420

[pureharvestgroup2024@gmail.com](mailto:pureharvestgroup2024@gmail.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:

179,512,263 Shares as of 12/31/2025 (Current Reporting Period Date or More Recent Date)

153,442,576 Shares as of 12/31/2024 (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>4</sup> of the company has occurred during this reporting period:

Yes:  No:

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<sup>4</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.

From June 8, 2020 to Current	Pure Harvest Corporate Group, Inc.
From May 2019 to June 8, 2020	Pure Harvest Cannabis Group
From April 2004 to May 2019	The Pocket Shot Company

Current State and Date of Incorporation or Registration: Colorado April 2004

Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

February 2019 - Articles of Amendment filed to change Company name to Pure Harvest Cannabis Group, Inc.

November 2025 – Articles of Amendment filed with the Colorado Secretary of State to change Company name to Mixie Technologies, Inc.

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:

1500 Grant Srt, Ste R  
Denver, CO 80203

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: Mountain Share Transfer, LLC  
Phone: 404-474-3110  
Email: service@mountainsharetransfer.com  
Address: 2030 Powers Ferry Road SE, Suite 212  
Atlanta, GA 30339

**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>PHCG</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>74625M101</u>
Par or stated value:	<u>\$0.01</u>
Total shares authorized:	<u>1,000,000,000</u> as of date: <u>December 31, 2025</u>
Total shares outstanding:	<u>179,512,263</u> as of date: <u>December 31, 2025</u>
Total number of shareholders of record:	<u>191</u> as of date: <u>December 31, 2025</u>

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

\_\_\_\_\_

**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.

**The Company is authorized to issue up to 25,000,000 Preferred Shares one or more series. To date only two series have been approved and issued. Upon redemption of any outstanding Preferred Shares, such shares will be returned to the unissued pool of Authorized but unissued Preferred Shares and made available for future preferred series.**

Exact title and class of the security:	<u>Series "A" Preferred Stock</u>
Par or stated value:	<u>\$0.01</u>
Total shares authorized:	<u>40,000</u> as of date: <u>December 31, 2025</u>
Total shares outstanding:	<u>20,000</u> as of date: <u>December 31, 2025</u>
Total number of shareholders of record:	<u>1</u> as of date: <u>December 31, 2025</u>

Exact title and class of the security:	<u>Series "B" Preferred Stock</u>
Par or stated value:	<u>\$0.01</u>
Total shares authorized:	<u>2,000,000</u> as of date: <u>December 31, 2025</u>
Total shares outstanding:	<u>33,051</u> as of date: <u>December 31, 2025</u>
Total number of shareholders of record:	<u>3</u> as of date: <u>December 31, 2025</u>

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.**

One vote per one share of common stock.

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

#### **Series A Convertible Preferred Stock**

The Series A Preferred Stock is convertible into common stock at a fixed conversion ratio of 10,000 shares of common stock for each share of Series A Preferred Stock, subject to adjustment as provided in the Certificate of Designation. Holders vote together with the holders of common stock on an as-converted basis and are entitled to certain separate class consent rights with respect to specified corporate actions. The Series A Preferred Stock carries a 10% cumulative quarterly dividend. In the event of liquidation, holders are entitled to receive the greater of (i) the stated value of \$100 per share plus any accrued and unpaid dividends or (ii) the amount payable on an as-converted basis. The Series A Preferred Stock may be subject to mandatory conversion upon the occurrence of specified financial or transactional conditions. No sinking fund provisions apply.

#### **Series B Convertible Preferred Stock**

The Series B Preferred Stock is convertible into common stock at a price equal to the lesser of (i) the valuation cap price or (ii) 80% of the price per share in a qualified offering, in each case subject to the terms set forth in the Certificate of Designation. The Series B Preferred Stock carries a 10% cumulative, compounding annual dividend. Holders do not vote with the holders of common stock except with respect to limited protective provisions requiring class consent. In the event of liquidation, holders are entitled to receive the stated value of \$1,000 per share plus any accrued and unpaid dividends prior to distributions to junior securities. Conversions are subject to a 9.99% beneficial ownership limitation. No sinking fund provisions apply.

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

See Item 2 above for Series A and B Preferred shares

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:									
<p style="text-align: center;"><u>Opening Balance</u></p> <p>Date <u>12/31/2023</u> Common: <u>120,290,932</u> Preferred A: <u>6,660</u> Preferred B: <u>0</u></p>			*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 (entities must have individual with voting / investment control disclosed).	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.
04/12/2024	New Issuance	6,000,000	Common	\$0.01	No	1800 Diagonal fka Sixth Street Lending / Curt Kramer	Debt settlement	Restricted	Rule 144
06/06/2024	New Issuance	6,331,731	Common	\$0.01	No	1800 Diagonal fka Sixth Street Lending / Curt Kramer	Debt settlement	Restricted	Rule 144
06/24/2024	New Issuance	6,644,970	Common	\$0.01	No	1800 Diagonal fka Sixth Street Lending / Curt Kramer	Debt settlement	Restricted	Rule 144
06/28/2024	New Issuance	6,646,154	Common	\$0.01	No	1800 Diagonal fka Sixth Street Lending / Curt Kramer	Debt settlement	Restricted	Rule 144
07/31/2024	New Issuance	7,307,692	Common	\$0.01	No	1800 Diagonal fka Sixth Street Lending / Curt Kramer	Debt settlement	Restricted	Rule 144
08/06/2024	New Issuance	5,579,897	Common	\$0.01	No	1800 Diagonal fka Sixth Street Lending / Curt Kramer	Debt settlement	Restricted	Rule 144
12/13/2024	Cancellation	(6,000,000)	Common	\$0.01	No	Stephen O Bentley Holdings LLC / Stephen Bentley	Voluntary Surrender of shares	Restricted	N/A

04/09/2025	Cancellation	(6,660)	Preferred A	\$0.01	N/A	Blue Ridge Investments, LLC – Rick O’Shea	Settlement / Surrender of shares	Restricted	N/A
04/16/2025	New Issuance	6,500,000	Common	\$0.01	Yes	Richard Hawkins	Executive Compensation	Restricted	Rule 144
06/30/2025	New Issuance	1,250,000	Common	\$0.10	Yes	Jersey Peak LLC / Curtis Frank	Debt settlement	Restricted	N/A
06/30/2025	New Issuance	719,367	Common	\$0.10	Yes	Comback-Aurora LLC / Amber Sands	Debt settlement	Restricted	N/A
06/30/2025	New Issuance	12,871,456	Common	\$0.10	Yes	Tim Topp	Settlement of AP & Notes	Restricted	N/A
06/30/2025	New Issuance	621,200	Common	\$0.10	Yes	Rebecca Gregarek	Debt settlement	Restricted	N/A
06/30/2025	New Issuance	4,348,864	Common	\$0.10	Yes	Eric Boivin	Debt settlement	Restricted	N/A
06/30/2025	New Issuance	400,000	Common	\$0.10	Yes	MCom Management LLC / Mike Morfit	Debt settlement	Restricted	N/A
07/17/2025	New Issuance	20,000	Preferred A	\$0.01	N/A	AJB Capital Investments LLC (Ari Blaine)	Debt Settlement	Restricted	Rule 144
08/01/2025	New Issuance	250	Preferred B	\$0.01	N/A	Matthew Gregarek	Debt Settlement	Restricted	Rule 144
08/05/2025	New Issuance	4,783	Preferred B	\$0.01	N/A	AJB Capital Investments LLC (Ari Blaine)	Debt Settlement	Restricted	Rule 144
10/20/2025	New Issuance	8,018	Preferred B	\$0.01	N/A	AJB Capital Investments LLC (Ari Blaine)	Debt Settlement	Restricted	Rule 144
11/12/2025	New Issuance	20,000	Preferred B	\$0.01	N/A	IntelliNovus Holdings, LLC / Darshan Sedani	Consideration MIPA	Restricted	Rule 144
Shares Outstanding on Date of This Report:									
Ending Balance									
Date <u>12/31/2025</u> Common: <u>179,512,263</u>									
Preferred A: 20,000									
Preferred B: 33,051									

**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:

\_\_\_\_\_

## 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.)
12/27/22	\$ 791,250	\$ -0-	12/27/23	Lowest close price previous 20 days if defaulted	N/A	N/A	AJB Capital (A. Blaine)	Term Note
02/02/23	\$ 234,240	\$ -0-	5/2/23	Lowest close price previous 20 days if defaulted	N/A	N/A	AJB Capital (A. Blaine)	Term Note
04/16/25	\$ 82,500	\$ -0-	4/16/26	Lowest close price previous 20 days if defaulted	N/A	N/A	AJB Capital (A. Blaine)	Term Note

Total Outstanding Balance: \$ -0-

Total Shares: -0- 0

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

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

The Company operates as a technology-focused platform engaged in the acquisition, development, and integration of digital assets and intellectual property. Its current strategy centers on identifying and acquiring scalable technology platforms and related intellectual property that can be developed, commercialized, or licensed across multiple industries. The Company's operations are focused on building an integrated ecosystem of digital solutions, including software platforms, media technologies, and data-driven applications, with an emphasis on long-term value creation through strategic acquisitions and partnerships.

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

The Company has acquired or maintains ownership interests in, or affiliations with, the following entities:

- Mixie IP Holdings, LLC (wholly owned)
- Mixie Labs, LLC (wholly owned)
- HoloTwin, LLC (minority interest)
- Mixie Realty, LLC (minority interest)

These entities are part of the Company's broader technology and intellectual property ecosystem and support its platform development and strategic initiatives.

<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.

C. Describe the issuers' principal products or services.

The Company's principal activities relate to the development, integration, and commercialization of digital platforms and intellectual property. These include technologies and applications focused on intelligent video processing, AI-assisted media workflows, digital twin systems, real estate management tools, immersive and interactive environments, and data-driven platforms for training, simulation, and event management. The Company's model is to acquire or develop these technologies and deploy them across multiple use cases through licensing, partnerships, and direct commercialization strategies.

**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 does not maintain dedicated leased office space and operates on a remote basis. Management and administrative functions are conducted by its officers and consultants from distributed locations. The Company does not currently own or lease any material physical properties and does not rely on physical facilities for its operations.

**6) All Officers, Directors, and Control Persons 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% Control person)	<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)
<u>Richard Hawkins</u>	CEO	<u>Scottsdale, AZ</u>	6,500,000	Common	3.62%
<u>Eric Boivin</u>	Owner of more than 5%	<u>Arvada, CO</u>	32,098,864	Common	17.87%
<u>AJB Capital Investments LLC – Ari Blaine</u>	>5% Voting Control	<u>Hollywood, FL</u>	10,000	Preferred A	50%
<u>AJB Capital Investments LLC – Ari Blaine</u>	Owner of more than 5%	<u>Hollywood, FL</u>	12,801	Preferred B	38.73%
<u>IntelliNovus Holdings, LLC – Darshan Sedani</u>	>5% Voting Control	<u>Dover, DE</u>	10,000	Preferred A	50%
<u>IntelliNovus Holdings, LLC – Darshan Sedani</u>	Owner of more than 5%	<u>Dover, DE</u>	20,000	Preferred B	60.51%

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);

**No**

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

**No**

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

**No**

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

**No**

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

**No**

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

**No**

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party 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: Kenneth Grace  
Firm: Lash Wilcox & Grace PL  
Address 1: 2202 West Shore Blvd, Ste 200  
Address 2: Tampa, FL 33607  
Phone: 813-639-4205  
Email: [LGrace@LashWilcoxandGrace.com](mailto:LGrace@LashWilcoxandGrace.com)

Accountant or Auditor

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

Investor Relations

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

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

**9) Disclosure & Financial Information**

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

Name: Richard Hawkins  
Title: CEO and CFO  
Relationship to Issuer: Sole officer and 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: Richard Hawkins  
Title: CFO  
Relationship to Issuer: Officer

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

Extensive experience in business, regulatory, and financial reporting, including preparation of consolidated financial statements for public company disclosures.

## 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 Hawkins certify that:

1. I have reviewed this Disclosure Statement for Pure Harvest. for the Year ended December 31, 2025;
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.

April 15, 2026

/s/ Richard Hawkins

*Principal Financial Officer:*

I, Richard Hawkins certify that:

1. I have reviewed this Disclosure Statement for Pure Harvest. for the Year ended December 31, 2025;
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.

April 15, 2026

/s/ Richard Hawkins

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<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.

**Pure Harvest Corporate Group, Inc.**  
**Balance Sheets**  
**(Unaudited)**

	December 31, 2025	December 31, 2024
<b><u>ASSETS</u></b>		
<b>Current assets:</b>		
Cash	\$ 7,979	\$ 2,890
Total current assets	7,979	2,890
<b>Total assets</b>	<b>\$ 7,979</b>	<b>\$ 2,890</b>
<b><u>LIABILITIES AND STOCKHOLDERS (DEFICIT)</u></b>		
<b>Current liabilities:</b>		
Accounts payable	\$ -	\$ 583,831
Accrued expenses	-	2,282,408
Notes payable - current portion	-	151,740
Convertible Notes payable (net of debt discount of \$-0- and \$-0-, respectively)	-	5,217,396
Derivative instrument liability	132,934	-
<b>Total current liabilities</b>	<b>132,934</b>	<b>8,235,376</b>
<b>Total long-term liabilities</b>	<b>-</b>	<b>-</b>
<b>Total liabilities</b>	<b>\$ 132,934</b>	<b>\$ 8,235,376</b>
Commitments and contingencies (Note 9)	-	-
<b>Stockholders' deficit</b>		
Preferred Stock - \$0.01 par value; authorized – 2,000,000 shares authorized for assignment to various series of preferred shares as directed by the Board.		
Preferred Series A - \$0.01 par value, authorized - 40,000 shares; issued and outstanding – 20,000 and 6,660 shares, as of December 31, 2025 and December 31, 2024, respectively	200	538,842
Preferred Series B - \$0.01 par value, authorized – 2,000,000 shares; issued and outstanding – 33,051 and -0- shares, as of December 31, 2025 and December 31, 2024, respectively	330	-
Common stock - \$0.01 par value, authorized – 1,000,000,000 shares; issued and outstanding – 179,512,263 and 153,442,576 shares as of December 31, 2025 and December 31, 2024, respectively	1,795,123	1,534,226
Additional paid-in capital	22,802,932	20,413,429
Accumulated deficit	(24,729,540)	(30,718,982)
<b>Total Shareholders' Deficit</b>	<b>(124,955)</b>	<b>(8,232,485)</b>
<b>Total liabilities and stockholders' deficit</b>	<b>\$ 7,979</b>	<b>\$ 2,890</b>

See accompanying notes to the unaudited financial statements

F-1

**Pure Harvest Corporate Group, Inc.**  
**Statements of Income**  
**(Unaudited)**

	For the Three Months Ended		For the Nine Months Ended	
	December 31, 2025	December 31, 2024	December 31, 2025	December 31, 2024
Revenues	\$ -	\$ -	\$ -	\$ -
Cost of sales	-	-	-	-
Gross (loss) profit	-	-	-	-
Operating expenses:				
General and administrative including stock based comp.	47,943	4,389	103,020	26,313
Total operating expenses	47,943	4,389	103,020	26,313
Loss from operations	(47,943)	(4,389)	(103,020)	(26,313)
Other (Expense) / Income:				
Interest expense	-	(152,148)	(39,020)	(457,748)
Debt discount	(132,934)	-	132,934)	-
Gain (loss) on debt settlements	2,548,557	(12,887)	6,264,416	(80,197)
Total other (expenses) income	2,415,623	(165,035)	6,225,396	(537,945)
Provision for income taxes	-	-	-	-
Net income (loss) applicable to shareholders	<u>\$ 2,500,614</u>	<u>\$ (169,424)</u>	<u>\$ 6,122,376</u>	<u>\$ (564,258)</u>
Preferred stock dividends	-	-	-	-
Net income (loss) applicable to common stockholders	<u>\$ 2,500,614</u>	<u>\$ (169,424)</u>	<u>\$ 6,122,376</u>	<u>\$ (564,258)</u>
Per share data				
Net Profit (Loss) per share - basic and diluted	<u>\$ 0.01</u>	<u>\$ (0.00)</u>	<u>\$ 0.04</u>	<u>\$ (0.00)</u>
Weighted average number of shares outstanding- basic and diluted	<u>179,512,263</u>	<u>157,901,656</u>	<u>162,214,705</u>	<u>134,740,927</u>

See accompanying notes to the unaudited financial statements

F-2

**Pure Harvest Corporate Group, Inc.**  
**Statement of Stockholders' Deficit**  
**(Unaudited)**

	Preferred A Stock - Par \$0.01		Preferred B Stock - Par \$0.01		Common Stock - Par \$0.01		Additional	Accumulated	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Paid-In Capital	Deficit	Stockholders' Deficit (Equity)
<b>Balance, December 31, 2023</b>	<u>6,660</u>	<u>538,842</u>	<u>-</u>	<u>-</u>	<u>120,912,132</u>	<u>1,209,121</u>	<u>20,658,336</u>	<u>\$(30,009,711)</u>	<u>\$ (7,603,412)</u>
Issuance of common stock for debt settlement	-	-	-	-	38,510,447	385,105	(304,907)	-	80,197
Return of shares for cancellation	-	-	-	-	(6,000,000)	(60,000)	60,000	-	-
Net loss	-	-	-	-	-	-	-	(709,270)	(709,270)
<b>Balance, December 31, 2024</b>	<u>6,660</u>	<u>\$ 538,842</u>	<u>-</u>	<u>\$ -</u>	<u>153,422,579</u>	<u>\$1,534,226</u>	<u>\$20,413,429</u>	<u>(30,718,982)</u>	<u>\$ (8,232,485)</u>
Issuance of common stock for debt settlement	-	-	-	-	25,689,684	256,897	2,134,033	-	2,390,930
Stock issued for services	-	-	-	-	400,000	4,000	-	-	4,000
Return of shares for cancellation	(6,660)	(538,842)	-	-	-	-	-	-	(538,842)
Issuance of Preferred Series A	20,000	200	-	-	-	-	5,220	-	5,420
Issuance of Preferred Series B	-	-	33,051	331	-	-	256,249	-	256,580
Net loss	-	-	-	-	-	-	-	5,989,442	5,989,442
<b>Balance, December 31, 2025</b>	<u>20,000</u>	<u>\$ 200</u>	<u>33,051</u>	<u>\$ 331</u>	<u>179,512,263</u>	<u>\$1,795,123</u>	<u>\$ 22,808,932</u>	<u>\$(24,729,540)</u>	<u>\$ (124,955)</u>

See accompanying notes to the unaudited financial statements

F-3

# Pure Harvest Corporate Group, Inc.

## Notes to the Financial Statements

For the Quarter Ended December 31, 2025

(Unaudited)

### Pure Harvest Corporate Group, Inc.

#### Statement of Cash Flows

(Unaudited)

	For the Quarters Ended	
	December 31, 2025	December 31, 2024
Cash flows from operating activities:		
Net gain (loss)	\$ 5,989,442	\$ (564,258)
Adjustments to reconcile net loss to net cash used in operating activities:		
Common stock issued for services	(1,856,049)	-
Common stock issued for debt settlements	(4,000)	67,310
Change in fair value of derivative liability	132,934	-
Changes in operating asset and liability account balances:		
Accrued expenses	(2,282,408)	446,768
Accounts payable	(583,831)	(4,920)
Total adjustments	(4,593,354)	509,158
Net cash used in operating activities	1,396,088	(55,100)
Cash flows from financing activities:		
Proceeds from notes payable	(151,740)	57,990
Proceeds from convertible notes	(1,239,259)	-
Net cash provided by financing activities	(1,390,999)	57,900
Net increase (decrease) in cash	5,089	(2,890)
Cash at beginning of period	2,890	-
Cash at end of period	\$ 7,979	\$ (2,890)
<i>Supplemental Schedule of Cash Flow Information:</i>		
Cash paid for interest	\$ -	\$ -
Cash paid for income taxes	\$ -	\$ -

See accompanying notes to the unaudited financial statements

F-4

**Pure Harvest Corporate Group, Inc.**  
Notes to the Financial Statements  
For the Quarter Ended December 31, 2025  
(Unaudited)

**NOTE 1 DESCRIPTION OF BUSINESS AND BASIS OF PRESENTATION**

During the fourth quarter of 2025, the Company began its transition toward technology-focused operations through the acquisition of Mixie IP Holdings, LLC and Mixie Labs, LLC, which became wholly owned subsidiaries of the Company. The transaction is described further in Note 8.

Pure Harvest Corporate Group, Inc. (the “Company”), formerly Pure Harvest Cannabis Group, Inc., and formerly The Pocket Shot Company, Inc, was formed as a Colorado corporation in April 2004.

On December 31, 2018, the Company acquired all the outstanding common stock of Pure Harvest Cannabis Producers, Inc., (“PHCP”) in exchange for 17,906,016 (post-split) shares of the Company’s common stock. The transaction was accounted for as a reverse acquisition.

On May 6, 2023, the Company divested Pure Harvest Cannabis Producers, Inc’s operations including all related equipment and licenses and exited the cannabis and hemp-CBD industries and shut down all current operations.

The Company is focused on the acquisition, development, and integration of digital assets, software-related intellectual property, and technology platforms.

The Company changed its name to Pure Harvest Cannabis Group, Inc. in February 2019.

The Company changed its name to Pure Harvest Corporate Group, Inc. on June 8, 2020.

**NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Basis of Presentation

These financial statements are presented in United States dollars and have been prepared in accordance with United States generally accepted accounting principles (“U.S. GAAP”).

In the opinion of management, the accompanying unaudited consolidated financial statements contain all accruals and adjustments (each of which is of a normal, recurring nature) necessary for a fair presentation of the Company’s financial position as of December 31, 2025, and the results of its operations for the period then ended.

Going Concern Basis of Accounting

The Company’s financial statements are prepared using accounting principles generally accepted in the United States (“U.S. GAAP”) applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. As reflected in the financial statements, the Company has an accumulated deficit balance of \$27,111,677 as of December 31, 2025, and has suffered significant net losses and negative cash flows from operations and has limited working capital. The Company expects to incur ongoing expenses for the foreseeable future related to the development and commercialization of potential future technologies. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it establishes a revenue stream and becomes profitable. Management’s plans to continue as a going concern include raising additional capital through sales of equity securities and borrowing. However, management cannot provide any assurances that the Company will be successful in accomplishing any of its plans. If the Company is not able to obtain the necessary additional financing on a timely basis, the Company will be required to delay, reduce the scope of, or eliminate one or more of the Company’s research and development activities or commercialization efforts or perhaps even cease the operation of its business. These factors raise substantial doubt about the Company’s ability to continue as a going concern for one year from the date the financials were issued.

# Pure Harvest Corporate Group, Inc.

## Notes to the Financial Statements

For the Quarter Ended December 31, 2025

(Unaudited)

The accompanying condensed financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the settlement of liabilities and commitments in the normal course of business. The financial statements do not include any adjustments that might result from this uncertainty.

### Uncertainty Due to Geopolitical Events

The ongoing Israel-Hamas war which began in October 2023 has precipitated ongoing conflict between the two parties and has enveloped the Middle East region in unrest. This conflict has extended to the Persian Gulf where increasing attacks on international shipping have caused worldwide concern due to its potential economic impact due to supply chain concerns. These recent events coupled with Russia's invasion of Ukraine, which began in February 2022, resulting in sanctions and other actions against Russia and Belarus, have created uncertainty and disruption in the global economy. Although neither of the aforementioned conflicts have had a material adverse impact on the Company's financial results for the periods from December 31, 2023 through December 31, 2025, at this time the Company is unable to fully assess the aggregate impact that both conflicts will have on its business due to various uncertainties, which include, but are not limited to, the duration of the conflicts, their effect on the economy, their impact to the business of the Company's, and actions that may be taken by governmental authorities related to these conflicts.

### Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP 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 the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### Cash

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. The Company had no cash equivalents as of December 31, 2025 and December 31, 2024.

### Concentration of Credit Risk

Financial instruments that potentially subject the Company to concentration of credit risk primarily consist of cash. The Company maintains its cash in bank deposits accounts, which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts. The Company believes it is not exposed to any significant credit risk in cash.

### Prepaid Expenses

Prepaid expenses consist primarily of short-term prepaid expenditures or deposits that will be amortized within one year.

### Leases

The Company determines if an arrangement contains a lease at inception. Leases are included in lease right-of-use ("ROU") assets and lease liabilities on the balance sheet.

Lease ROU assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. As most of the Company's leases do not provide an implicit rate, the Company uses its incremental borrowing rate based on the information available at commencement date in determining the present value of future payments. The operating lease ROU asset includes any lease payments made and initial direct costs incurred and excludes lease incentives. The Company's lease terms may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise that option. Lease expense for minimum lease payments is recognized on a straight-line basis over the lease term.

The Company has elected as an accounting policy not to apply the recognition requirements in ASC 2016-02, Leases ("ASC 842") to short-term leases. Short-term leases are leases that have a term of 12 months or less and do not include an option to purchase the

# Pure Harvest Corporate Group, Inc.

## Notes to the Financial Statements

For the Quarter Ended December 31, 2025

(Unaudited)

underlying asset that the Company is reasonably certain to exercise. The Company recognizes the lease payments for short-term leases on a straight-line basis over the lease term. As of December 31, 2025 and December 31, 2024, the Company did not have leases that qualified as right of use assets.

### Income Taxes

In accordance with FASB ASC Topic 740, Income Taxes (“ASC 740”), the Company recognizes deferred tax assets and liabilities for the expected future tax consequences or events that have been included in our financial statements and/or tax returns. Deferred tax assets and liabilities are based upon the differences between the financial statement carrying amounts and the tax bases of existing assets and liabilities and for loss and credit carryforwards using enacted tax rates expected to be in effect in the years in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance if it is more likely than not that some portion or all of the deferred tax assets will not be realized.

The Company provides reserves for potential payments of tax to various tax authorities related to uncertain tax positions when management determines that it is more likely than not that a loss will be incurred related to these matters and the amount of the loss is reasonably determinable. No tax liabilities were recorded as of December 31, 2024 and December 31, 2023.

### Segment Information

Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision maker (“CODM”), or decision-making group, in making decisions on how to allocate resources and assess performance. The Company has one operating segment.

### Advertising Costs

Advertising and promotion costs are expensed as incurred. The Company had no material advertising expenses during the periods ending December 31, 2025 and December 31, 2024, respectively.

### Research and Development

The Company expenses internal and external research and development costs, including costs of funded research and development arrangements, in the period incurred. The Company incurred \$-0- in external research and development costs during the years ended December 31, 2025 and December 31, 2024, respectively.

### Stock-Based Compensation

The Company accounts for stock-based compensation in accordance with the guidance of FASB ASC Topic 718, Compensation-Stock Compensation (“ASC 718”), which requires all share-based payments be recognized in the consolidated financial statements based on their fair values. In accordance with ASC 718, the Company has elected to use the Black-Scholes option pricing model to determine the fair value of options granted and recognizes the compensation cost of share-based awards on a straight-line basis over the vesting period of the award.

### Net loss per Common Share

Net loss per common share is computed by dividing net loss by the weighted average common shares outstanding during the period as defined by Financial Accounting Standards, ASC Topic 260, “Earnings per Share”. Basic earnings per common share (“EPS”) calculations are determined by dividing net income by the weighted average number of shares of common stock outstanding during the period. Diluted earnings per common share calculations are determined by dividing the net income or loss by the weighted average number of common shares and dilutive common share equivalents outstanding during the period. For the periods ended December 31, 2025 and December 31, 2024, dilutive instruments consisted of convertible notes payable, options and warrants to purchase shares of

# Pure Harvest Corporate Group, Inc.

## Notes to the Financial Statements

For the Quarter Ended December 31, 2025

(Unaudited)

the Company's common stock totaling approximately 125.4 million and 119.9 million shares of common stock, respectively, the effects of which to the net loss are anti-dilutive.

### Related Party Transactions

Parties are considered to be related to the Company if the parties that, directly or indirectly, through one or more intermediaries, control, are controlled by, or are under common control with the Company. Related parties also include principal owners of the Company, its management, members of the immediate families of principal owners of the Company and its management and other parties with which the Company may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. The Company discloses all related party transactions. All transactions shall be recorded at fair value of the goods or services exchanged. Property purchased from a related party is recorded at the cost to the related party and any payment to or on behalf of the related party in excess of the cost is reflected as a distribution to the related party.

### Derivative Liabilities

The Company assessed the classification of its derivative financial instruments as of December 31, 2025 and 2024, respectively, which consist of convertible instruments and rights to shares of the Company's common stock and determined that such derivatives meet the criteria for liability classification under ASC 815.

ASC 815 generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free-standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument subject to the requirements of ASC 815. ASC 815 also provides an exception to this rule when the host instrument is deemed to be conventional, as described. There were no derivative liabilities as of December 31, 2025 and December 31, 2024.

### Convertible Instruments

The Company evaluates and accounts for conversion options embedded in its convertible instruments in accordance with professional standards.

ASC 480 "Distinguishing Liabilities From Equity" provides that instruments convertible predominantly at a fixed rate resulting in a fixed monetary amount due upon conversion with a variable quantity of shares ("stock settled debt") be recorded as a liability at the fixed monetary amount.

ASC 815 "Derivatives and Hedging" generally provides three criteria that, if met, require companies to bifurcate conversion options from their host instruments and account for them as free-standing derivative financial instruments. These three criteria include circumstances in which (a) the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risks of the host contract, (b) the hybrid instrument that embodies both the embedded derivative instrument and the host contract is not re-measured at fair value under otherwise applicable generally accepted accounting principles with changes in fair value reported in earnings as they occur and (c) a separate instrument with the same terms as the embedded derivative instrument would be considered a derivative instrument. Professional standards also provide an exception to this rule when the host instrument is deemed to be conventional as defined under professional standards as "The Meaning of 'Conventional Convertible Debt Instrument'".

The Company accounts for convertible instruments (when it has determined that the embedded conversion options should not be bifurcated from their host instruments) in accordance with professional standards when "Accounting for Convertible Securities with

# Pure Harvest Corporate Group, Inc.

## Notes to the Financial Statements

For the Quarter Ended December 31, 2025

(Unaudited)

Beneficial Conversion Features,” as those professional standards pertain to “Certain Convertible Instruments.” Accordingly, the Company records, when necessary, discounts to convertible notes for the intrinsic value of conversion options embedded in debt instruments based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note. Debt discounts under these arrangements are amortized over the term of the related debt to their earliest date of redemption. The Company also records when necessary deemed dividends for the intrinsic value of conversion options embedded in preferred shares based upon the differences between the fair value of the underlying common stock at the commitment date of the note transaction and the effective conversion price embedded in the note.

ASC 815-40 provides that, among other things, generally, if an event is not within the entity’s control or could require net cash settlement, then the contract shall be classified as an asset or a liability.

### Property and equipment

Property and equipment are stated at cost less accumulated depreciation. The Company provides for depreciation using the straight-line method over the estimated useful lives of the related assets, which range from three to five years. Maintenance and repair costs are expensed as they are incurred while renewals and improvements which extend the useful life of an asset are capitalized. At the time of retirement or disposal of property and equipment, the cost and related accumulated depreciation are removed from the accounts and any resulting gain or loss is reflected in the consolidated results of operations.

### Impairment of Long-Lived Assets

The carrying value of long-lived assets is reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable. An impairment loss is recognized when the carrying amount of an asset exceeds the estimated undiscounted future cash flows expected to result from the use of the asset and its eventual disposition. The amount of the impairment loss to be recorded is calculated by the excess of the asset’s carrying value over its fair value. Fair value is generally determined using a discounted cash flow analysis. As of December 31, 2025 and December 31, 2024, there was no impairment of long-lived assets.

### Recently Adopted Accounting Pronouncements

From time to time, new accounting pronouncements are issued by the Financial Accounting Standards Board (“FASB”) and are adopted by us as of the specified effective date. We believe that the impact of recently adopted and recently issued accounting pronouncements will not have a material impact on our balance sheets, results of operations and cash flows.

In June 2016, the FASB issued ASU 2016-13, Financial Instruments – Credit Losses: Measurement of Credit Losses on Financial Instruments. The guidance in Accounting Standards Update (“ASU”) 2016-13 replaces the incurred loss impairment methodology under current GAAP. The new impairment model requires immediate recognition of estimated credit losses expected to occur for most financial assets and certain other instruments. It will apply to trade receivables, loans, and held-to-maturity debt securities. Entities will be required to estimate lifetime expected credit losses. This may result in earlier recognition of credit losses. In November 2019 the FASB issued ASU No. 2019-10, which delays this standard’s effective date for SEC smaller reporting companies to the fiscal years beginning on or after December 15, 2022. The Company determined that this update did not have a material impact on the financial statements upon adoption on January 1, 2023.

In August 2017, the FASB issued Accounting Standards Update No. 2017-12, Derivatives and Hedging (Topic 815): The amendments in the update make targeted improvements to the optional hedge accounting model with the objective of improving hedge accounting to better portray the economic results in a Company’s financial statements. Prior to the issuance of the amendments in Update 2017-12, companies struggled with achieving fair value hedge accounting for interest rate risk hedges of portfolios of prepayable financial assets. The amendments in this update will apply to all entities that elect to apply the portfolio layer method of hedge accounting in accordance with Topic 815. The amendments in this update are effective for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. The Company determined that this update did not have a material impact on the financial statements upon

# Pure Harvest Corporate Group, Inc.

## Notes to the Financial Statements

For the Quarter Ended December 31, 2025

(Unaudited)

adoption on January 1, 2023. Any new accounting standards, not disclosed above, that have been issued or proposed by FASB that do not require adoption until a future date are not expected to have a material impact on the consolidated financial statements upon adoption.

### NOTE 3 – FAIR VALUE OF FINANCIAL INSTRUMENTS

ASC 825-10 defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be recorded at fair value, the Company considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability, such as inherent risk, transfer restrictions, and risk of nonperformance. ASC 825-10 establishes a fair value hierarchy that requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 825-10 establishes three levels of inputs that may be used to measure fair value:

Level 1 - Quoted prices in active markets for identical assets or liabilities.

Level 2 - Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which all significant inputs are observable or can be derived principally from or corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 - Unobservable inputs to the valuation methodology that are significant to the measurement of fair value of assets or liabilities.

To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgment. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement is disclosed is determined based on the lowest level input that is significant to the fair value measurement.

### NOTE 4 - LEASE AGREEMENTS

The Company currently operates on a remote basis and does not maintain a long-term lease obligation.

### NOTE 5 - NOTES PAYABLE

During 2025, the Company entered into a series of debt settlement and exchange transactions pursuant to which outstanding notes and related obligations were settled, cancelled, restructured, exchanged, or otherwise extinguished, including through the issuance of Series A Preferred Stock and Series B Preferred Stock. As a result, the Company had no notes payable or convertible debt outstanding on its balance sheet as of December 31, 2025. The disclosures below are provided for historical reference only.

### NOTE 6 - STOCKHOLDER'S EQUITY

During the year ended December 31, 2025, the Company issued shares of common stock and preferred stock in connection with debt settlements, negotiated creditor resolutions, strategic transactions, and certain compensation arrangements. These issuances were recorded based on the fair value of the consideration exchanged or the market price of the Company's common stock on the date of issuance, as applicable.

On November 12, 2025, the Company issued 10,000 shares of Series A Preferred Stock and 20,000 shares of Series B Preferred Stock to IntelliNovus Holdings, LLC as consideration in connection with the acquisition of Mixie IP Holdings, LLC and Mixie Labs, LLC.

On October 20, 2025, the Company entered into a second exchange agreement with AJB Capital Investments, LLC pursuant to which

**Pure Harvest Corporate Group, Inc.**  
Notes to the Financial Statements  
For the Quarter Ended December 31, 2025  
(Unaudited)

the Company issued 8,018 shares of Series B Preferred Stock in exchange for (i) a \$12,000 promissory note and (ii) 10,000 shares of Series A Preferred Stock surrendered in connection with the transaction.

On August 5, 2025, the Company entered into an exchange agreement with AJB Capital, LLC in connection with the issuance of 4,783 Preferred B shares in settlement of \$4,765,140 of debt.

On August 1, 2025, the Company issued 250 shares of Series B Preferred Stock to Matthew Gregarek in connection with a debt settlement.

On June 30, 2025, the Company issued 12,871,456 common shares in connection with a final settlement of prior debt with Tim Topp. The shares were recorded at the market price on the date of issue of \$0.001 per share.

On June 30, 2025, the Company issued 621,200 common shares in connection with a final settlement of prior debt with Rebecca Gregarek. The shares were recorded at the market price on the date of issue of \$0.10 per share.

On June 30, 2025, the Company issued 4,348,864 common shares in connection with a final settlement of prior debt with Eric Boivin. The shares were recorded at the market price on the date of issue of \$0.001 per share.

On June 30, 2025, the Company, by mutual written agreement with David Burcham wrote off approximately \$830,000 of notes and \$263,625 of accrued interest. No shares were issued in connection with this transaction.

On June 30, 2025, the Company, by mutual written agreement with Vicki Burcham wrote off approximately \$500,000 of notes and \$161,567 of accrued interest. No shares were issued in connection with this transaction.

On June 30, 2025, the Company, by mutual written agreement with Nobadeer Ventures, LLC., wrote off approximately \$40,000 of accounts payable in exchange for 400,000 common shares at \$0.10 per share.

On June 30, 2025, the Company, by mutual written agreement with Richard O'Shea settled and wrote off approximately \$876,528 of debt in exchange for a cash payment of \$75,000.

On June 30, 2025, the Company issued 719,367 common shares in connection with a final settlement of prior debt with Cornbuck-Aurora. The shares were recorded at the market price on the date of issue of \$0.10 per share.

On June 30, 2025, the Company issued wrote off the balance of \$458,721 by mutual agreement with Creditor Group .

On April 16, 2025, the Company issued 6,500,000 shares of common stock to Richard Hawkins in connection with executive compensation.

On April 4, 2025, Richard O'Shea surrendered the 6,660 Preferred A shares to the Company for cancellation.

In April 2024, the Company issued 6,000,000 common shares in connection with settlement of prior debt with 1800 Diagonal Lending. The shares were recorded at the market price on the date of issue of \$0.005 per share.

In June 2024, the Company issued 6,331,731 common shares at the market price of \$0.002 per share on the day of issue; 6,644,970 common shares at the market price of \$0.003 per share on the day of issue; and 6,646,154 common shares at the market price of

**Pure Harvest Corporate Group, Inc.**  
Notes to the Financial Statements  
For the Quarter Ended December 31, 2025  
(Unaudited)

\$0.001 per share on the day of issue, in connection with settlement of prior debt with 1800 Diagonal Lending.

In August 2024, the Company issued 5,579,897 common shares in connection with the final settlement of prior debt with 1800 Diagonal Lending. The shares were recorded at the market price on the date of issue of \$0.001 per share.

**NOTE 7 - RELATED PARTY TRANSACTIONS**

See Note 6 for shares and options issued to management under employment contracts. See Note 5 for discussion related to related party convertible notes payable.

**NOTE 8 – WARRANTS**

The Company accounts for stock warrants as either equity instruments or derivative liabilities depending on the specific terms of the warrant agreement. As of December 31, 2025 and December 31, 2024, all outstanding warrants granted were classified as derivative liabilities and are amortized and adjusted on a quarterly basis.

As of December 31,

**NOTE 9 - SUBSEQUENT EVENTS**

As of April 15, 2026, the Company determined to disclose the below information with regard to the Company and its planned growth and development.

The below three items are the first steps mentioned in the first footnote regarding the Company. They are staged in over time and the Company intends to keep as closely to the timeline as possible.

**Acquisition of Mixie IP Holdings and Mixie Labs – Completed in December 2025**

During the year ended December 31, 2025, the Company acquired 100% of the membership interests of Mixie IP Holdings, LLC and Mixie Labs, LLC from IntelliNovus Holdings, LLC. The consideration consisted of 10,000 shares of Series A Preferred Stock, 20,000 shares of Series B Preferred Stock, and warrants to purchase common stock. The transaction was accounted for as a non-cash acquisition, and the assets acquired consist primarily of intellectual property and related intangible assets.

**Investment in HoloTwin, LLC**

On January 5, 2026, the Company acquired a 25% membership interest in HoloTwin, LLC in exchange for warrants to purchase common stock. The Company expects to account for this investment under the equity method.

**Investment in Mixie Realty, LLC**

On February 22, 2026, the Company acquired a 25% membership interest in Mixie Realty, LLC in exchange for warrants to purchase common stock. The Company expects to account for this investment under the equity method.

**Debt Conversion and Extinguishment**

During the period, certain outstanding debt obligations were converted into equity instruments, including preferred stock. As a result, the related liabilities were extinguished and equity was issued in exchange. Any difference between the carrying value of the debt and the fair value of the equity issued should be recognized as a gain or loss on extinguishment of debt.

**Pure Harvest Corporate Group, Inc.**  
Notes to the Financial Statements  
For the Quarter Ended December 31, 2025  
(Unaudited)

**Additional Subsequent Events Information**

Subsequent to the year ended December 31, 2025, the Company entered into the following transactions:

- On January 5, 2026, the Company acquired a 25% membership interest in HoloTwin, LLC in exchange for warrants to purchase common stock.
- On February 22, 2026, the Company acquired a 25% membership interest in Mixie Realty, LLC in exchange for warrants to purchase common stock.

The Company expects to account for both investments under the equity method in the subsequent reporting period.