

**FAST FINANCE PAY CORP.**  
**147 West 35th Street, Suite 1203**  
**New York, NY 10001**  
**Telephone: (718) 459-4562**  
**Website: ok-secure.com**  
**ir@ok-secure.com**

**Annual Report**  
**For the period ended March 31, 2026 (the “Reporting Period”)**

**Outstanding Shares**

The number of shares outstanding of our Common Stock was:

30,544,426 as of March 31, 2026

27,544,861 as of March 31, 2025 (as adjusted for reverse stock split of 1:40 effective January 27, 2025, subject to rounding up for fractional shares)

**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 of the company has occurred during this reporting period: Yes:  No:

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

The Company was incorporated as Xuan Wu International Group Holding Company in Nevada on December 29, 2008. We changed our name to Standard Vape Corporation on October 15, 2019. We changed our name to Fast Finance Pay Corp. on October 29, 2021.

The Company is incorporated in Nevada. Our current status is active.

The Company and its predecessors have not had any trading suspension orders issued by the SEC since inception:

The Company has not had any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On January 27, 2025, FINRA announced a reverse stock split of 1 share for each 40 existing issued and outstanding shares.

The address of our principal executive office and principal place of business is: 147 West 35<sup>th</sup> Street, New York, NY 10001.

Neither the Company nor any of our predecessors have been in bankruptcy, receivership,

or any similar proceeding in the past five years.

## 2) Security

### Information

#### Transfer Agent

VStock Transfer, LLC  
(212) 828-8436  
info@vstocktransfer.com  
18 Lafayette Place, Woodmere, NY 11598

#### Publicly Quoted or Traded Securities:

Trading symbol:	FFPP
Exact title and class of securities outstanding:	Common Stock
CUSIP:	85423F 304
Par or stated value	\$0.0001 par value per share
Total shares authorized:	1,990,000,000 at March 31, 2026
Total shares outstanding:	30,544,426 at March 31, 2026
Total number of shareholders of record:	329 at March 31, 2026

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

Exact title and class of the security:	Class F Convertible Preferred Stock
Par or stated value:	\$0.0001
Total shares authorized:	300,000 shares at March 31, 2026
Total shares outstanding (if applicable):	300,000 shares at March 31, 2026
Total number of shareholders of record:	2 at March 31, 2026

Exact title and class of the security:	Class G Convertible Preferred Stock
Par or stated value:	\$0.0001
Total shares authorized:	40,000 shares at March 31, 2026
Total shares outstanding (if applicable):	40,000 shares at March 31, 2026
Total number of shareholders of record:	1 at March 31, 2026

#### Security Description:

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

Each share of Common Stock is entitled to one vote, does not have pre-emptive rights, has a right to receive dividends when, as and if declared by the Board of Directors and has a right to receive in liquidation all the assets remaining after payment of creditors and preferential payment to outstanding shares of preferred stock.

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

Each share of Class F Convertible Preferred Stock are multiplied by 25 to determine its right to vote with common stock as a single class; does not have preemptive rights; a right

to receive dividends when, as and if declared on common stock by the Board of Directors; right to convert at any time into 25 shares of common stock for each share of preferred stock; a right to receive \$10 in liquidation all of the assets remaining after payment of creditors and before any payments to holders of common stock; and, is protected against any change applicable to common stock with respect to dividends, reverse splits but not forward splits, combinations or reclassifications that would seek to reduce treatment of Class F preferences below the 10 to 1 conversion ratio to dividends, conversion shares or liquidation rights of \$1.00 per share.

On February 11, 2025, the Company issued 100,000 Series G Convertible Preferred Shares for \$2.50 per share. Each share of convertible preferred stock has voting rights equal to an equivalent number of shares of common stock into which it is convertible and votes together as one class with the common stock. One Convertible Preferred Series G Share can convert into one share of common stock valued at \$2.50 per share. In the event of a voluntary or involuntary liquidation, dissolution or winding up of the Company or the incurrence of a deemed liquidation event, the holders of shares of Series G are entitled to receive one dollar per share in any distribution out of the assets of the corporation over the holders of common stock. Series G Convertible Preferred Shares are only redeemable upon a deemed liquidation of the Company. The holders of these Convertible Preferred Share currently control the Company, and as such could effectuate a deemed liquidation at any time.

Each share of Series G Convertible Preferred Stock is convertible at the option of the holder, at any time after the date of issuance of such share, into shares of common stock of the Company. The conversion ratio per share of Series G Convertible Preferred Shares is defined by the Company's articles of incorporation, as amended. Each share of Series G Convertible Preferred Stock will automatically be converted into shares of common stock at the then-effective conversion rate of such shares upon the closing of a firm commitment underwritten public offering pursuant to an effective registration statement under the Securities Act of 1933, as amended, covering the offer and sale of common stock of the Company to the public.

On March 2, 2026, the holders of Series G Convertible Preferred Stock converted 60,000 shares into common shares of the Company. As a result, 60,000 common shares were issued to the holders of Series G Convertible Preferred Stock.

**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**

**A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.**

**Shares outstanding as of Second Most Recent Fiscal Year Ends**

**Balances as of December 31, 2024:**

Common- 27,534,420 shares, as adjusted for reverse stocks split of 1:40 effective January 27, 2025, (subject to rounding up for fractional shares)

Series F Convertible Preferred Stock – 300,000 shares

Date of Transaction	Transaction Type	Number of Shares	Class of Stock	Value of Shares at Issuance	Discount to Market at time of Issuance*	Individual/Entity Shares were Issued To	Reason for Share Issuance	Restricted or Unrestricted	Exemption Type
2/11/2025	New Issue	100,000	Series G	2.50	No	My Next Habitat	Cash	Restricted	Regulation S
2/6/2026	New Issue	8	Common	-	Yes	CEDE & CO	Cash	Restricted	Regulation S
2/7/2025	New Issue	507	Common	-	Yes	CEDE & CO	Cash	Restricted	Regulation S
3/5/2025	New Issue	10000	Common	2.50	No	Daniel Fisheer	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Jacob Abraham	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	1.00	No	Jacob Abraham	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	1.00	No	Bresch Andreas	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	30,000	Common	1.00	No	Bresch Andreas	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	200,000	Common	2.50	No	Jozsef Balogh	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	300,000	Common	2.50	No	Jozsef Balogh	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	100,000	Common	2.50	No	Jozsef Balogh	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,500	Common	1.00	No	Klaus Bornschein	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Martin Bühling	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,425	Common	4.00	No	Peter Deiritz	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Siegfried Elstner	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	4.00	No	Siegfried Elstner	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	4.00	No	Siegfried Elstner	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Siegfried Elstner	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	4,000	Common	2.50	No	Johann Flubacher	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	16,000	Common	2.50	No	Johann Flubacher	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	2.50	No	Johann Flubacher	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	2.50	No	Johann Flubacher	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	9,800	Common	2.50	No	Johann Flubacher	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	7,500	Common	0.50	No	Johann Flubacher	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Johann Flubacher	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Walter Freitag	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	4,000	Common	2.50	No	Walter Freitag	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,500	Common	2.50	No	Walter Freitag	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	557	Common	2.50	No	Dirk Graubohm	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	15,000	Common	1.00	No	Achim Gruber	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	50,000	Common	1.00	No	Michael Gruber	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	1.00	No	Michael Gruber	Cash	Restricted	Regulation S

9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Wolfgang Grun	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,000	Common	4.00	No	Wolfgang Grun	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	30,000	Common	1.00	No	Uwe Hentrich	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	12,000	Common	2.50	No	Armin Herrmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Michael Heuler	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Michael Heuler	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	15,000	Common	1.00	No	Michael Heuler	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,250	Common	4.00	No	Tim Hoesmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	400,000	Common	1.00	No	Jörg Jaegers	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	250,000	Common	1.00	No	Jörg Jaegers	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	2.50	No	Edwin Kahl	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	30,000	Common	1.00	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	25,000	Common	1.00	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	15,000	Common	1.00	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	33,250	Common	1.00	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	30,000	Common	1.00	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	14,000	Common	2.50	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	8,000	Common	2.50	No	Hans Kaiser	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	3,200	Common	2.50	No	Daniel Karliner	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	4.00	No	Daniel Karliner	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,500	Common	4.00	No	Johann Kattinger	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,500	Common	4.00	No	Johann Kattinger	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Theodor Kellner	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	22,150	Common	1.00	No	Klemme Klaus	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	8,750	Common	1.00	No	Max Lehmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Max Lehmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,000	Common	2.50	No	Max Lehmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,000	Common	2.50	No	Max Lehmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Inge Lehmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	2.50	No	Manfred Leupolt	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	2.50	No	Lintermanns Kurt	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	0.50	No	Rudolf Mai	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	0.50	No	Manfred Masal	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	0.50	No	Manfred Masal	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Manfred Masal	Cash	Restricted	Regulation S

9/26/2025	New Issue from Unissued Shares	15,000	Common	0.50	No	Manfred Masal	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	4.00	No	Peter Matzke	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Meyer Gernot	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	9,720	Common	1.00	No	Meyer Gernot	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Meyer Gernot	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Meyer Gernot	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	25,000	Common	1.00	No	Wolfgang Murmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	2.50	No	Wolfgang Murmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	12,000	Common	2.50	No	Wolfgang Murmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	3,750	Common	4.00	No	Wolfgang Murmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	2.00	No	Wolfgang Murmann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,500	Common	2.50	No	Florian Neumayr	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Ulrich Niemann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Ulrich Niemann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	2.50	No	Ulrich Niemann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Ulrich Niemann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Ulrich Niemann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	1.00	No	Ulrich Niemann	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Franz Osmers	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	4,116	Common	2.50	No	Franz Osmers	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	2.50	No	Franz Osmers	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,353	Common	2.50	No	Aigner Peter	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	12,500	Common	1.00	No	Deuise Prejawa	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Stepan Pustka	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,250	Common	4.00	No	Stepan Pustka	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,500	Common	4.00	No	Alfons Raiber	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Wolfgang Rothermund	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	500	Common	2.50	No	Wolfgang Rothermund	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	2.50	No	Ruckgaber Stephan	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,500	Common	2.50	No	Stephan Ruckgaber	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	2.50	No	Thomas Ruf	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Manfred Runge	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	2.50	No	Manfred Runge	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	4,000	Common	2.50	No	Michael Schäfer	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	2,000	Common	2.50	No	Peter Schäfer	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,000	Common	4.00	No	Bemd Schäfer	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,807	Common	2.50	No	Rainer Schlothauer	Cash	Restricted	Regulation S

9/26/2025	New Issue from Unissued Shares	2,206	Common	4.00	No	Eberhard Schlücker	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	46,600	Common	0.50	No	Martin Schneeberger	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	1.00	No	Edwin Sebening	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	9,250	Common	1.00	No	Edwin Sebening	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	1.00	No	Edwin Sebening	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,250	Common	4.00	No	Elke Seitz	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	3,000	Common	2.50	No	Ingolf Sibert	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	60,000	Common	1.00	No	Günter Steinrücken	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	100,000	Common	0.55	No	Rainer Thiel	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	25,000	Common	1.00	No	Rainer Thiel	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Rainer Thiel	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	6,250	Common	4.00	No	Rainer Thiel	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	15,000	Common	1.00	No	Wim Toebes	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	1,167	Common	1.00	No	Jorg Tolke	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	0.50	No	Günter Volquardsen	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	38,200	Common	0.50	No	Günter Volquardsen	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	24,000	Common	0.50	No	Günter Volquardsen	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	20,000	Common	0.50	No	Günter Volquardsen	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	10,000	Common	2.50	No	Günter Volquardsen	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	4,600	Common	2.50	No	Günter Volquardsen	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	30,000	Common	0.50	No	Matthias Vonderbank	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	8,000	Common	2.50	No	Jörg Walter	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	6,250	Common	4.00	No	Jörg Walter	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	3.50	No	Jörg Walter	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	3,000	Common	2.50	No	Dieter Weber	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	30,000	Common	1.00	No	Johannes Wengler	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	5,000	Common	1.00	No	Ulrich Wolff	Cash	Restricted	Regulation S
9/26/2025	New Issue from Unissued Shares	12,000	Common	1.00	No	Rainer Wolff	Cash	Restricted	Regulation S
12/30/2025	New Issue	1,000	Common	6.96	No	Ingolf Sibert	Cash	Restricted	Regulation S
12/30/2025	New Issue	3,000	Common	7.04	No	Rainer Schlothauer	Cash	Restricted	Regulation S
12/30/2025	New Issue	1,000	Common	7.05	No	Peter Aigner	Cash	Restricted	Regulation S
12/30/2025	New Issue	9,166	Common	7.02	No	Hans-Joachim Unruh	Cash	Restricted	Regulation S
12/30/2025	New Issue	1,000	Common	6.91	No	Detlef Lorenz	Cash	Restricted	Regulation S
10/9/2025	New Issue	100,000	Common	6.97	No	Jozsef Balogh	Cash	Restricted	Regulation S
11/12/2025	New Issue	29,167	Common	4.82	No	Johann Kattinger	Cash	Restricted	Regulation S
11/25/2025	New Issue	1,667	Common	6.91	No	Ronni Detert	Cash	Restricted	Regulation S
12/4/2025	New Issue	8,333	Common	4.69	No	Denise Prejawa	Cash	Restricted	Regulation S
12/10/2025	New Issue	3,516	Common	6.99	No	Erich Kubert	Cash	Restricted	Regulation S
12/12/2025	New Issue	1,667	Common	7.03	No	Jacob Abraham	Cash	Restricted	Regulation S

1/13/2026	New Issue	5,000	Common	7.01	No	Wolfgang Murmann	Cash	Restricted	Regulation S
1/19/2026	New Issue	1,667	Common	7.00	No	Jochen Brückner	Cash	Restricted	Regulation S
1/20/2026	New Issue	6,700	Common	7.00	No	Peter Matzke	Cash	Restricted	Regulation S
1/26/2026	New Issue	6,000	Common	7.00	No	Günther Volquardsen	Cash	Restricted	Regulation S
1/29/2026	New Issue	1,666	Common	7.11	No	Rainer Schlothauer	Cash	Restricted	Regulation S
1/30/2026	New Issue	2,000	Common	7.15	No	Herbert Buchgraber	Cash	Restricted	Regulation S
1/19/2026	New Issue	1,000	Common	7.04	No	Jörg Tölke	Cash	Restricted	Regulation S
1/30/2026	New Issue	2,000	Common	7.10	No	Herbert Buchgraber	Cash	Restricted	Regulation S
2/16/2026	New Issue	1,000	Common	7.12	No	Frank Jansch	Cash	Restricted	Regulation S
2/13/2026	New Issue	1,625	Common	9.52	No	Jesper Lidgaard	Cash	Restricted	Regulation S
2/23/2026	New Issue	5,000	Common	7.05	No	Johann Kattinger	Cash	Restricted	Regulation S
2/23/2026	New Issue	1,000	Common	7.04	No	Gernot Meyer	Cash	Restricted	Regulation S
3/2/2026	Conversion of Convertible Series G to Common	60,000	Common	2.50	No	MyNextHabitat	Cash	Restricted	Regulation S

### Balances as of March 31, 2026:

Common- 30,544,426 shares  
Series F Convertible Preferred Stock – 300,000 shares  
Series G Convertible Preferred Stock – 40,000 shares

## B. Promissory and Convertible Notes

The Company does not have any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities with the exception of its Series F and G Convertible Preferred Shares.

### 4) Issuer's Business, Products and Services

#### Forward-Looking Statements

The information contained herein includes certain "forward-looking" statements within the meaning of Section 27A of the United States Securities Act of 1933, as amended, and Section 21E of the United States Securities Exchange Act of 1934, as amended. You can identify these and other forward-looking statements by the use of words such as "anticipates," "expects," "intends," "plans," "predicts," "believes," "seeks," "estimates," "may," "might," "will," "should," "would," "could," "potential," "future," "continue," "ongoing," "forecast," "project," "target" or similar expressions, and variations or negatives of these words. You should not place undue reliance on these forward-looking statements, which apply only as of the date of this report. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from historical results or our predictions. Although we believe the expectations reflected in these forward-looking statements are reasonable, such expectations cannot guarantee future results, levels of activity, performance, or achievements. Forward-looking statements included in this report and all subsequent written or oral forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by these cautionary statements. The forward-looking statements speak only as of the date made, other than as required by law, and we undertake no obligation to publicly update or

revise any forward- looking statements, whether because of new information, future events or otherwise.

#### A. Summary of our business operations

Our operations are coordinated from our premises at Uhlandstrasse 165/166, Berlin 10719, Federal Republic of Germany (please see also 6) below). We have an employee complement of five, including the Director and Officers named and described in these statements under 7) below.

### **Visual OK. Rebranding**

The long-term strategy is to rebrand under a unified “OK.” identity, establishing a consistent and recognizable presence across all markets. This approach will consolidate all services and subsidiaries under a single visual brand, while allowing operating companies to retain their existing legal names. The initial focus will be on visual branding to support a seamless transition and pave the way for the upcoming initial public offering. In practice, OK.secure will take visual prominence as the lead consumer-facing brand, with clear attribution to its parent company, Fast Finance Pay Corp. To ensure transparency and prevent confusion, the OK.secure logo will include the designation “a Fast Finance Pay Corp. brand,” aligning the visual identity with the legal entity while reinforcing the unified “OK.” brand presence.

#### B. Our subsidiaries, parent company, or affiliated companies.

OK.de Holding Inc. and OK.de Services GmbH (“OK.de | OKsecure.net”),  
FF24 Ventures GmbH (“ok-pay.com”),  
FF24 Merchant Services GmbH (“ok-secure.com/portfolio/#okmerchants”).

#### C. Our principal products or services.

### **OK.secure**

OK.secure (*provided by Ok.de Services GmbH*) is an all-in-one, end-to-end encrypted platform developed by cybersecurity experts, offering a secure messaging service available on iOS, Android, and as a web application. It allows users to privately chat, group chat, make calls and video calls, securely share media such as images, videos, documents, and even their current location. In line with its privacy-focused design, OK.secure also integrates a crypto wallet that supports over 40 blockchains and more than 4,000 digital assets, enabling users to send and receive crypto directly in chat through its fully non-custodial setup, where only users hold their private encryption keys.

### **OK.pay**

OK.pay (*FF24 Ventures GmbH*) is a global cryptocurrency payment and trading platform that enables users to buy, sell, swap, and spend digital assets securely and seamlessly. Available in over 170 countries and supporting more than 4,000 cryptocurrencies, the platform facilitates frictionless transactions with minimal Know Your Customer (KYC) requirements for smaller-value trades. Through its integration with OK.secure, OK.pay offers encrypted financial communication, cryptocurrency-to-fiat (crypto-to-fiat) conversions, creating a comprehensive financial ecosystem. Businesses benefit from

OK.pay's advanced payment wallet, which simplifies cryptocurrency acceptance and settlement, while users can take advantage of the OK.pay debit card for real-world crypto spending with seamless fiat conversions. With blockchain-based security, access to global payment networks such as Single Euro Payments Area (SEPA) and Society for Worldwide Interbank Financial Telecommunication (SWIFT), and a custodial wallet for safe asset management, OK.pay is driving the adoption of digital finance. Additionally, the platform's Partner and Tell-a-Friend Programs incentivize growth through commission-based earnings and referral rewards. By combining cutting-edge technology with a user-centric approach, OK.pay is redefining cryptocurrency transactions and bridging the gap between digital and traditional finance.

## **OK.merchants**

OK.merchants (*FF24 Merchant Services GmbH*) will let customers pay their way — with crypto or fiat — offering unmatched flexibility and convenience. From Bitcoin to bank transfers, the platform supports smooth, secure, and instant payments. It's the ideal solution for modern businesses that want to provide an innovative, globally versatile checkout experience, online or in-store. Empowering businesses with fast settlements, crypto-to-fiat conversions, and no chargebacks. Enjoy low transaction fees, simplified onboarding, and full control through easy-to-integrate APIs. Whether global scaling or optimizing locally, OK.merchants will provide a future-ready toolset for efficient, borderless, and secure payment processing.

## **OK.de**

OK.de (*OK.de Services GmbH*) is a free email service provider based in Germany, best known for its 'free mailer' mobile email service. It offers users an unlimited email inbox, a professional organizer, cloud storage through OK-Drive, and a comprehensive entertainment package. In addition, OK.de features a news portal, exclusive deals, and a comparison tool for insurance and services, designed to help users save money. The platform aims to create an active user interface that connects people worldwide on a single platform, currently catering to approximately 2.3 million users of its email service.

## **DigiClerk**

Fast Finance Pay Corp continued the soft launch of DigiClerk.com throughout the half of 2025. DigiClerk is an AI-powered document processing platform specifically designed for Certified Public Accountants (CPAs) and Real Estate Investment Trusts (REITs). Its primary goal is to streamline complex financial workflows, improve regulatory compliance, and boost productivity through advanced machine learning automation.

To strengthen brand visibility and attract potential customers, DigiClerk employs a multi-channel digital marketing strategy. This includes search engine optimization (SEO) to improve website rankings, targeted online advertising for niche industry segments, and content marketing that highlights DigiClerk's expertise while delivering valuable insights to the CPA and REIT communities. Social media platforms also play a central role in engaging with target audiences and sharing informative, finance-focused content.

DigiClerk combines affordability with an intuitive, user-friendly interface, making it easier for financial professionals to manage and navigate large volumes of documents. Its advanced AI automates data extraction, simplifies hidden data interactions, and reduces the

complexities of tasks such as cost tracking, invoice processing, and financial statement preparation. This data-driven approach empowers CPAs and REIT professionals to make faster, more informed decisions while optimizing operational efficiency.

To further engage its target audience, DigiClerk plans to host webinars, seminars, and interactive sessions tailored for REITs and CPA firms. These events will address industry-specific challenges, offer practical solutions, and provide opportunities for networking and knowledge exchange. Breakfast meetings and focused group discussions will also be organized to foster deeper relationships and showcase how DigiClerk's technology can transform document processing workflows.

With its innovative AI capabilities and tailored financial focus, DigiClerk offers an affordable, efficient, and modern solution designed to elevate financial operations and drive long-term success for CPAs and REITs alike.

### *Reverse Stock-Split*

On January 27, 2025, the Company's Board of Directors approved a 1 for 40 reserve stock-split on all issued and outstanding common shares, effective immediately. The per share data included within these consolidated financial statements has been retroactively adjusted to reflect the number of shares resulting from this reverse stock-split.

### *Series G Preferred Shares*

On February 11, 2025, the Company issued 100,000 Series G Convertible Preferred Shares for \$2.50 per share. Each share of convertible preferred stock has voting rights equal to an equivalent number of shares of common stock into which it is convertible and votes together as one class with the common stock. One Convertible Preferred Series G Share can convert into one share of common stock valued at \$2.50 per share. In the event of a voluntary or involuntary liquidation, dissolution or winding up of the Company or the incurrence of a deemed liquidation event, the holders of shares of Series G are entitled to receive one dollar per share in any distribution out of the assets of the corporation over the holders of common stock. Series G Convertible Preferred Shares are only redeemable upon a deemed liquidation of the Company. The holders of these Convertible Preferred Share currently control the Company, and as such could effectuate a deemed liquidation at any time.

Each share of Series G Convertible Preferred Stock is convertible at the option of the holder, at any time after the date of issuance of such share, into shares of common stock of the Company. The conversion ratio per share of Series G Convertible Preferred Shares is defined by the Company's articles of incorporation, as amended. Each share of Series G Convertible Preferred Stock will automatically be converted into shares of common stock at the then-effective conversion rate of such shares upon the closing of a firm commitment underwritten public offering pursuant to an effective registration statement under the Securities Act of 1933, as amended, covering the offer and sale of common stock of the Company to the public.

On March 2, 2026, the holders of Series G Convertible Preferred Stock converted 60,000 shares into common shares of the Company. As a result, 60,000 common shares were issued to the holders of Series G Convertible Preferred Stock.

## **5) Issuer's Facilities**

Our primary parent company, Fast Finance 24 Holding AG, provides office space within its headquarters facility located in Berlin, Federal Republic of Germany. We further entered a new lease with an independent third party for space at 147 West 35th Street, Suite 1203, New York, NY 10001 for approximately \$525 per month.

## 6) Officers, Directors, and Control Persons of the Company

Individual Name or Entity Name (Include names of control person(s) if a corporate entity)	Position/ Company Affiliation (ex: CEO, 5% Control person)	Residential Address (City / State Only)	Number of Common Shares Owned (undiluted)	Number of Preferred Series F Shares Held	% of Common Shares Owned	Number of Preferred Series G Shares Held	% of Preferred Series F Owned	% of Preferred Series G Owned
Armin Dartsch	Secretary & Director	Berlin, Federal Republic of Germany	0	0	0.00%	0	0.00%	0.00%
Fast Finance 24 Holding AG/ Armin Dartsch & Ole Jensen	Mr. Jensen (our CEO) & Mr. Dartsch (our Secretary) are control persons	Berlin, Federal Republic of Germany	13,076,102	0	42.89%	0	0.00%	0.00%
Gaetano, LLC	Mr. Jensen (our CEO) & Mr. Dartsch (our Secretary) are control persons	Berlin, Federal Republic of Germany	13,864,072	0	45.47%	0	0.00%	0.00%
Ole Jensen	Chairman, Chief Executive Officer and President	Berlin, Federal Republic of Germany	0	0	0.00%	0	0.00%	0.00%
Prithwiraj Mukherjee	Owner of more than 5%	India	0	180,000	0.00%	0	60.00%	0.00%
Rupesh Chaudhuri	Owner of more than 5%	India	0	120,000	0.00%	0	40.00%	0.00%
Sayed Muhammad Iqbal	CFO/ Treasurer	Berlin, Federal Republic of Germany	0	0	0.00%	0	0.00%	0.00%
MyNextHabitat	Owner of more than 5%	Berlin, Federal Republic of Germany	0	0	0.00%	60,000	0.00%	100%

OLE JENSEN is our Chairman, CEO and President, beginning August 2024. His Employment history is:

- a) As CEO, Ole has spearheaded the launch of numerous ventures over the past 30 years, including a German retail chain, European online retail shops and platforms, a furniture e-commerce platform, online financial services, a communication and advertising portal, and various mobile applications.
- b) With over 31 years of experience in managing and operating high-level business networks, Ole has spent the past 23 years as a business founder and advisor. Leveraging his extensive expertise in retail and e-commerce, he has played an active role in scaling online businesses globally. As a founder, mentor, and motivator, he has provided strategic guidance to operating companies in product management and purchasing across Europe and the U.S.
- c) A highly skilled financial analyst, Ole has been instrumental in the success of several startups and mid-cap companies, including mergers and IPOs across Europe.

ARMIN DARTSCH is our Secretary and Director, beginning June 2022. His Employment history is:

- a) Armin studied law at the Christian-Albrechts University of Kiel and Humboldt University of Berlin. After passing his second state examination, he was admitted to the bar in 2006 and began his legal career as a staff attorney at a boutique law firm specializing in copyright and art law.

- b) In 2007, Armin established his own independent practice, focusing on national and international tax and corporate law, as well as intellectual property law. He has advised both companies — particularly in the e-commerce sector — and individuals across Germany, the EU, the US, and Hong Kong.
- c) Beyond his legal career, Armin Dartsch has served as managing director of several companies in Germany and the UK since 2009. He currently serves as the Chairman of the Supervisory Board at Fast Finance 24 Holding AG, a publicly listed company in Germany.

SAYED MUHAMMAD IQBAL is our Chief Accountant/Treasurer, beginning June 2022. His employment history is:

- a) Fast Finance 24 Holding AG, Accounting Manager (June 2020 to Present). Conducting cash flow analysis and summarizing reports related to cash in-flow and cash out-flow. Responsible for proposing overall budget, delivering monthly revenue forecasts. Assisting managers to process Balance Sheet, Profit/Loss statements (IFRS & GAAP) and other financial statements as required. Analyzed Profit/Loss statements such as revenues, cost of sales, expenses, EBIT and operating margin to determine the company's financial position.
- b) MyStylo GbR, Junior Manager Business Development (December 2018 to May 2020). Created different Cost/Profit centers in company's accounting software. Allocation of company's bank transactions to the respective Cost/Profit centers. Responsible for bookkeeping for Accounting and Finance Dept. Planning and overseeing new marketing initiatives.

## **7) Legal/Disciplinary History**

- A. None of the persons named above as directors and officers, and to the best of their knowledge, and other named persons have, in the past 10 years, been the subject of:
  - 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);
  - 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;
  - 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;

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
  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.
  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.
- B.** Neither the Company nor its subsidiaries are engaged in 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.

#### **8) Third Party Service Providers**

##### Securities Counsel

Name: Ellenoff Grossman & Schole LLP  
Address: 1345 Avenue of the Americas  
New York, NY 10105  
Phone: (212) 370-1300  
Email: [ellenoff@egsllp.com](mailto:ellenoff@egsllp.com)

##### Accountant or Auditor

Name: External financial accountants  
Firm: External financial accountants  
Address: External financial accountants based within the  
United States

##### Investor Relations

Name: Barwicki Investor Relations  
Address: 30 Wall Street, 8 FL  
New York, NY 10005  
Phone: (516) 662-9461  
Email: [andrew@barwicki.com](mailto:andrew@barwicki.com)

*All other means of Investor Communication:* None

#### **9) Disclosure & Financial Information**

- A. This Disclosure Statement was

prepared by (name of individual):

Name: Armin

Dartsch

Title: Corporate Secretary

Relationship to Issuer: Corporate Secretary

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:

External financial accountants

Title: External financial accountants

Relationship to Issuer: External financial accountants

#### Index to Financial Statements

- a. Consolidated Balance Sheet (unaudited);
- b. Consolidated Statement of Comprehensive Loss for the three months ended March 31, 2026 and 2025 (unaudited);
- c. Consolidated Statement of Changes in Stockholders' Equity for the three months ended March 31, 2026 and 2025 (unaudited);
- d. Consolidated Statement of Cash Flows for the three months ended March 31, 2026 and 2025 (unaudited); and,
- e. Disclosures to the unaudited consolidated financial statements (unaudited)

**FAST FINANCE PAY CORP.**  
**CONSOLIDATED BALANCE SHEETS**  
**(Unaudited)**

	<b>March 31,</b>	<b>December 31,</b>
	<b>2026</b>	<b>2025</b>
Assets		
Current assets		
Cash	\$ 228,893	\$ 314,413
Trade receivables	6,515,110	3,916,699
Affiliated party receivable	345,756	67,132
Note receivable	89,700	-
Notes receivable from affiliates	1,372,221	1,246,915
Other receivables	-	184,860
Deferred offering costs	695,383	391,095
Prepaid expenses and other current assets	14,613	26,562
Total current assets	9,261,676	6,147,676
Capitalized internal use software, net	3,968,315	3,804,214
Intangible assets, net	952,821	1,016,901
Note receivable due from Fast Finance Holdings AG	9,066,625	9,277,795
Property and equipment, net	1,541	6,261
<b>Total Assets</b>	<b>\$ 23,250,978</b>	<b>\$ 20,252,847</b>
Liabilities, Mezzanine Equity and Stockholders' Equity		
Current liabilities		
Trade payables and accrued expenses	\$ 895,344	\$ 248,314
Taxes payable	157,751	154,449
Affiliated party payable	3,219,859	1,862,364
Liability for unissued shares	167,505	131,171
Current portion of bank loans, lines of credit, and promissory notes	193,950	60,418
Contract liability	1,732,351	1,762,479
Other liabilities	172,938	104,120
Total current liabilities	6,539,698	4,323,315
Non-current portion of bank loans, lines of credit, and promissory notes	128,364	288,186
<b>Total liabilities</b>	6,668,062	4,611,501
Contingencies (Note 15)		
Mezzanine Equity		
Series G Convertible Preferred Stock; par value \$0.0001; as of March 31, 2026 and December 31, 2025 there are 40,000 and 100,000 shares outstanding, respectively	100,000	250,000
<b>Total mezzanine equity</b>	100,000	250,000
Stockholders' Equity		
Series F Convertible Preferred Stock; par value \$0.0001; authorized 300,000 shares; as of March 31, 2026 and December 31, 2025, there are 300,000 outstanding; liquidation preference of \$3,000,000 as of March 31, 2026 and December 31, 2025	30	30
Common Stock; par value \$0.0001; 1,990,000,000 shares authorized; as of March 31, 2026 and December 31, 2025, there are 30,554,426 and 30,449,678 shares outstanding, respectively	3,054	3,044
Additional paid-in capital	24,555,749	24,028,111
Accumulated other comprehensive income (loss)	909,714	527,298
Retained earnings (accumulated deficit)	(8,985,631)	(9,167,137)
<b>Total stockholders' equity</b>	16,482,916	15,391,346
<b>Total liabilities, mezzanine equity and stockholders' equity</b>	<b>\$ 23,250,978</b>	<b>\$ 20,252,847</b>

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

Reflects a 1-for-40 reverse stock split effective January 27, 2025.

**FAST FINANCE PAY CORP.**  
**CONSOLIDATED STATEMENTS OF COMPEHENSIVE LOSS**  
**(Unaudited)**

	<b>Three Months Ended March 31,</b>	
	<b>2026</b>	<b>2025</b>
Service revenues	\$ 3,327,785	\$ 2,338,086
Service revenues from affiliates	-	64,050
Total revenues	3,327,785	2,402,136
Cost of services	464,641	778,828
Cost of services with affiliates	435,123	553,665
Total cost of services	899,764	1,332,493
Gross profit	2,428,021	1,069,643
Operating expenses		
General and administrative expenses	656,383	1,266,252
General and administrative expenses with affiliates	1,268,218	518,991
Depreciation and amortization	104,223	85,483
Total operating expenses	2,028,824	1,870,726
Gain (Loss) from operations	399,197	(801,083)
Other expense		
Interest expense	12,544	6,769
Foreign currency (gain) loss	119,302	(253,602)
Change in fair value of unissued shares	24,914	2,808,188
Loss before income taxes	242,437	(3,362,438)
Income tax expense	60,931	-
Net income (loss)	\$ 181,506	\$ (3,362,438)
Other comprehensive income (loss)		
Foreign currency translation adjustments	382,416	373,952
Comprehensive income (loss)	563,922	(2,988,486)

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

Reflects a 1-for-40 reverse stock split effective January 27, 2025.

**FAST FINANCE PAY CORP.**  
**CONSOLIDATED STATEMENTS OF MEZZANINE EQUITY AND STOCKHOLDERS' EQUITY**  
**THREE MONTHS ENDED MARCH 31, 2026 AND 2025**  
**(Unaudited)**

	Preferred Shares subject to Possible Redemption				Common Stock		Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Retained Earnings (Accumulated Deficit)	Total Shareholders' Equity
	Preferred Series G		Preferred Series F							
	Shares	Amount	Shares	Amount	Shares	Amount				
Balances, as of December 31, 2024	-	\$ -	\$ 300,000	30	27,534,346	\$ 2,753	\$ 10,120,531	\$ 39,561	\$ (2,414,551)	\$ 7,748,324
Series G Convertible Preferred issuance	100,000	250,000	-	-	-	-	-	-	-	-
Share issuances	-	-	-	-	10,515	1	24,999	-	-	25,000
Share issuances from unissued shares	-	-	-	-	-	-	-	-	-	-
Foreign currency translation	-	-	-	-	-	-	-	373,952	-	373,952
Net loss	-	-	-	-	-	-	-	-	(3,362,438)	(3,362,438)
Balances, March 31, 2025	100,000	\$ 250,000	\$ 300,000	30	27,544,861	\$ 2,754	\$ 10,145,530	\$ 413,513	\$ (5,776,989)	\$ 4,784,838

	Preferred Shares subject to Possible Redemption				Common Stock		Additional Paid-In Capital	Accumulated Other Comprehensive Income (Loss)	Retained Earnings (Accumulated Deficit)	Total Shareholders' Equity
	Preferred Series G		Preferred Series F							
	Shares	Amount	Shares	Amount	Shares	Amount				
Balances, as of December 31, 2025	100,000	\$ 250,000	300,000	\$ 30	30,431,602	\$ 3,044	\$ 24,028,111	\$ 527,298	\$ (9,167,137)	\$ 15,391,346
Share issuances	-	-	-	-	34,658	3	234,167	-	-	234,170
Share issuances from shares that were unissued	-	-	-	-	10,000	1	143,477	-	-	143,478
Conversion of Series G convertible preferred shares	(60,000)	(150,000)	-	-	60,000	6	149,994	-	-	150,000
Foreign currency translation	-	-	-	-	-	-	-	382,416	-	382,416
Net loss	-	-	-	-	-	-	-	-	181,506	181,506
Balances, as of March 31, 2026	40,000	\$ 100,000	300,000	\$ 30	30,536,260	\$ 3,054	\$ 24,555,749	\$ 909,714	\$ (8,985,631)	\$ 16,482,916

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

Reflects a 1-for-40 reverse stock split effective January 27, 2025.

**FAST FINANCE PAY CORP.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(Unaudited)**

	For the three months ended March 31,	
	2026	2025
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net Loss	\$ 181,506	\$ (3,362,438)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	104,223	85,483
Noncash foreign currency (gain)/loss	119,302	(253,602)
Noncash change in fair value of unissued share liability	24,914	2,808,188
Changes in operating assets and liabilities:		
Trade receivables	(2,598,411)	(474,814)
Affiliated party receivable	(278,624)	(120,161)
Note receivable	-	-
Other receivables	184,860	-
Deferred offering costs	(304,288)	(140,626)
Prepaid expenses	11,949	(5,622)
Trade payables	647,030	(182,022)
Taxes payable	3,302	30,971
Affiliated party payable	1,357,495	300,957
Other liabilities	68,818	3,874
Net cash used in (provided by) operating activities	(477,924)	(1,309,812)
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Capitalization of software	(228,919)	-
Loans made to Fast Finance 24 Holding AG	60,510	-
Loans made to affiliates	(342,805)	-
Payments received on loans from affiliates	197,848	-
Loans made to external parties	(89,700)	(114,903)
Net cash used in investing activities	(403,066)	(114,903)
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Proceeds from issuance of bank loans, lines of credit, and promissory notes	-	75,590
Payment of bank loans, lines of credit, and promissory notes	(26,290)	(12,966)
Issuance of convertible preferred series G	-	250,000
Proceeds received for common stock that were issued	234,170	25,000
Proceeds received for common stock that remain unissued	145,071	1,003,522
Net cash provided by financing activities	352,951	1,341,146
Effect of exchange rate changes on cash	442,519	325,203
Increase (decrease ) in cash	(85,520)	241,634
Cash, beginning of period	314,413	262,206
Cash, end of period	\$ 228,893	\$ 503,840
Supplemental disclosures of cash flow information:		
Cash paid for interest	\$ 12,544	\$ 6,769
Supplemental disclosures of noncash investing and financing information:		
Noncash conversion of convertible preferred series G	\$ 150,000	\$ -
Issuance of common stock previously unissued	\$ 143,478	\$ -

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

**FAST FINANCE PAY CORP.**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(Unaudited)**

**Note 1. Organization and Description of Business Operations**

Fast Finance Pay Corp. and its subsidiaries (“FFPP” or the “Company”) is a financial technology company headquartered in New York City, New York. The Company, as it develops its various applications, plans on specializing in merchant payment processing, consumer e-banking, and instant money transfer solutions across various currencies and industries. Currently, the Company derives the majority of its revenues from its free web-based mailing service, Ok.de, and from commissions from its partners throughout Europe.

As of 2026, the Company provides a global messenger with web applications that not only enable simple communication, but also offer digital payments via crypto wallets including a crypto-based debit card and business to business (“B2B”) merchant tools. Our model combines messaging, payment solutions and crypto trading services to create seamless digital interactions for fiat and cryptocurrencies. Through our brands OK.de, OK.secure, OK.merchants, OK.pay and DigiClerk, we offer innovative and scalable business to consumer (“B2C”) and B2B solutions for payment processing, as well as noncustodial crypto wallets that enable users to trade cryptocurrencies and participate in Decentralized Finance (“DeFi”).

OK.de Services©: Acquired in 2019, OK.de is a free email provider that includes web-based advertising on its website. OK.de is compliant with the provisions of General Data Protection Regulation (“GDPR”) and provides innovative email box functions, offers end customers with its own messenger service, cloud storage, as well as video and entertainment packages.

In 2022, the Company expanded its offering with OK.Secure. This offering is a secure messenger service that is available as an application. This offering provides chat, video calls, file sharing, and a cryptocurrency wallet feature that was added in 2023. The non-custodial cryptocurrency wallet allows end users to use their cryptocurrencies to buy vouchers that are used at common retail stores. Additionally, the Company expanded its offering with OK.pay in 2024. The platform is designed to provide secure, real-time processing of various payment methods, including MasterCard, VISA, SEPA and PayPal.

The Company initially focused its Ok. Secure offering on marketing and integration with German online shops. The companies extended their services to the broader European Union in 2024. However, expansion into the United States and Asia is not anticipated soon for this service. Merchants benefit from easy integration into diverse shop systems and websites, allowing them to offer preferred local payment options to customers globally, thereby providing a platform to enhance conversion rates in different countries.

DigiClerk: Acquired in 2023, DigiClerk specializes in AI-powered document processing solutions tailored for Certified Public Accountants (CPAs) and Real Estate Investment Trusts (REITs). The platform automates data extraction from various documents, enhancing efficiency and accuracy in financial operations. Navigating through extensive documents becomes effortless with DigiClerk’s advanced machine learning. This automation enhances productivity by simplifying data extraction. The DigiClerk platform is still in development, and as such has no revenues.

Our Chairman, Chief Executive Officer and President and our Secretary & Director, indirectly through their ownership in Fast Finance 24 Holding AG and Gaetano, LLC, both affiliates of the Company, currently hold approximately 88% of the voting power of our Company.

*Reverse stock split*

On July 10, 2024, we filed an Articles of Amendment to Articles of Incorporation of the Company with the Secretary of State of Nevada to effect a reverse split of the Company’s issued and outstanding shares of common stock at a ratio of 1-for-40. On January 27, 2025, this reverse stock split was approved and announced by the Financial Industry Regulatory Authority with an effective date on January 27, 2025. As a result of the reverse stock split, every 40 issued and outstanding shares of the Company’s common stock prior to the effective time of the reverse stock split were combined into 1 share of common stock. The reverse stock split had no impact on the Company’s issued and outstanding shares of preferred stock.

The share data and per share data included within these consolidated financial statements and notes thereto has been retroactively adjusted to reflect the number of shares resulting from this reverse stock split.

### ***Going Concern, Liquidity and Capital Resources***

The Company has comprehensive income of approximately \$0.6 million for the three months ended March 31, 2026 and has an accumulated deficit of approximately \$9.0 million as of March 31, 2026. To date, the Company has been funded by issuing common and convertible preferred equity securities. As of March 31, 2026, the Company has approximately \$0.2 million of cash. Historically, the Company has had ongoing comprehensive losses and has only recently achieved a comprehensive income position.

The Company evaluated whether there are any conditions and events, considered in the aggregate that raise substantial doubt about its ability to continue as a going concern over the next twelve months from the issuance date of the consolidated financial statements. The Company's cash requirements include, but are not limited to, operating expenses and working capital requirements. Due to these cash requirements, the Company does not believe that it will have sufficient cash to fund operations for one year after the date that the accompanying consolidated financial statements are issued without raising additional funds through the issuance of common or convertible preferred equity securities.

Accordingly, the Company has concluded that there is substantial doubt about its ability to continue as a going concern within one year of the issuance date of the accompanying consolidated financial statements. These consolidated financial statements do not include any adjustments relating to the recovery of the recorded assets or the classification of the liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company intends to raise additional cash through additional equity financings, debt financings or other arrangements to fund operations. However, there can be no assurance that the Company will be able to raise adequate capital under acceptable terms, if at all. The sale of additional equity may dilute existing shareholders and newly issued shares may contain senior rights and preferences compared to currently outstanding ordinary shares. Furthermore, the Company intends to receive additional funding from Fast Finance 24 Holding AG, its parent company. However, there can be no assurance that Fast Finance 24 Holding AG will provide the necessary funding to the Company when needed. If the Company is unable to obtain such additional financing or additional funding from Fast Finance 24 Holding AG, future operations would need to be reevaluated.

### **Note 2. Significant Accounting Policies**

There have been no significant changes to the accounting policies during the three months period ended March 31, 2026, as compared to the significant accounting policies described in Note 2 of the Notes to Consolidated Financial Statements in the Company's consolidated financial statements included in the Company's latest Annual Report for the year ended December 31, 2025 and 2024.

#### *Basis of Presentation and Principles of Consolidation*

The Company's consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") as determined by the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") and pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC"). The consolidated financial statements include the accounts of the Company and its consolidated subsidiaries. All intercompany balances and transactions have been eliminated in consolidation.

#### *Use of Estimates*

The preparation of the consolidated financial statements in conformity with U.S. GAAP requires the Company's 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 consolidated financial statements and the reported amounts of expenses during the reporting periods. Significant estimates in these consolidated financial statements include purchase price allocations for business combinations and asset acquisitions, the fair value of convertible preferred shares issued, income taxes, revenue recognition, useful lives of intangible assets, and impairment of intangible assets. The Company bases its estimates on historical experience, anticipated market participant decisions, and on various other assumptions believed to be reasonable. Due to the inherent uncertainty involved in making estimates, actual results may differ materially and adversely from these estimates.

#### *Comprehensive Loss*

Comprehensive loss consists of two components, net loss and other comprehensive income (loss), net of tax. The Company's other comprehensive income (loss) consists of foreign currency translation adjustments that result from consolidation of its foreign subsidiaries that have a functional currency other than the U.S. Dollar.

#### *Trade Receivables*

Trade receivables are carried at the original invoice amount, less any estimate made for doubtful accounts or credit losses. The allowance for credit losses is the Company's best estimate of the amount of expected credit losses in the Company's existing receivables over the contractual term. The Company evaluates such receivables by considering any relevant available information, which begins with historical credit loss experience and consideration of current and expected conditions and market trends (such as general economic conditions, other microeconomic and macroeconomic considerations, etc.) and reasonable and supportable forecasts that could impact the collectability of such receivables over the contractual term. Changes in circumstances relating to these factors may result in the need to increase or decrease the allowance for credit losses in the future. The allowance for credit losses was immaterial as of both March 31, 2026 and 2025.

#### *Capitalized Software*

Direct costs incurred to develop software for internal use and website development costs, including those costs incurred in expanding and enhancing our platform, are capitalized and amortized generally over an estimated useful life of seven to ten years and are recorded as amortization expense. Costs related to the maintenance of internal use software and website development costs are expensed as incurred. During the three months ended March 31, 2026, the Company capitalized approximately \$0.2 million of capitalized software costs. No costs were capitalized during the three months ended March 31, 2025.

#### *Property and Equipment*

Property and equipment are stated at cost, net of accumulated depreciation. Depreciation is computed using the straight-line method, based upon the estimated useful life of the asset. As of March 31, 2026 and December 31, 2025 the Company's property and equipment consists of office fittings with a useful life of seven years.

Major renewals and improvements are capitalized, while replacements, maintenance and repairs, which do not improve or extend the lives of the respective assets, are expensed as incurred. When property and equipment is retired or otherwise disposed of, the related cost and accumulated depreciation are removed from the accounts, and any gain or loss on the disposition is recorded in the consolidated statements of comprehensive loss as a component of other (expense) income.

Depreciation expense is excluded from Cost of services on the consolidated statement of comprehensive loss as it does not relate to assets that are revenue-generating. During the three months ended March 31, 2026 and 2025, depreciation expense was immaterial.

#### *Impairment of Long-lived Assets*

The Company periodically evaluates its long-lived assets for potential impairment. Potential impairment is assessed when there is evidence that events or changes in circumstances indicate that the carrying amount of an asset may not be fully recoverable. Recoverability of these assets is based on undiscounted expected future cash flows from the assets, considering several factors, including past operating results, budgets and economic projections, market trends, and product development cycles. An impairment of the carrying value of each asset is assessed when the undiscounted expected future cash flows derived from the asset are less than its carrying value. The impairment loss would be measured as the excess of the carrying value of the impaired asset over its fair value. No impairments were recognized as of March 31, 2026 or 2025.

#### *Revenue Recognition*

The Company recognizes revenue in accordance with the guidance of ASC 606, *Revenue From Contracts With Customers*. Under ASC 606, the Company recognizes revenue when its customer obtains control of promised services, in an amount that reflects the consideration that the entity expects to receive in exchange for those services provided. To determine revenue recognition for arrangements the Company determines are within the scope of ASC 606, the Company performs the following five steps: (i) identify the contract with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations in the contract; and (v) recognize revenue when (or as) the Company satisfies a performance obligation. The Company only applies the five-step model to contracts when it is probable that the Company will collect the consideration it is entitled to in exchange for the services it transfers to the customer. At contract inception, once the contract is determined to be within the scope of ASC 606, the Company assesses the services promised within each contract and determines those that are performance obligations, and assesses whether each promised good or service is distinct. The Company then recognizes as revenue the amount of the transaction price that is allocated to the respective performance obligation when (or as) the performance obligation is satisfied.

#### *Web-based advertising*

The Company earns revenue from web-based marketing and advertising banners. For the Company's web-based marketing and advertising banner services, the Company is the primary obligor in the arrangement as it controls its Ok.de website.

These contracts with the Company's customers typically have one performance obligation that is satisfied at a point in time. The transaction price does not include any fixed components. The arrangements contain variable consideration as pricing is based upon the number of impressions it receives on its website. Variable consideration is estimated at each measurement date at its most likely amount to the extent that it is probable that a significant reversal of cumulative revenue recognized will not occur. Adjustments to the most likely amount are applied prospectively as such estimates change. In practice, any variability relating to the Company's arrangements is resolved immediately and revenue is then recognized each month for services provided that same period.

#### *Referral services*

The Company contracts with a network of partners to provide a competitive price structure without the need for external distribution costs. Under this arrangement, the Company recognizes commission revenues for the referral of its customers to the providers, which represents the single performance obligation in this type of arrangement.

These contracts with the Company's customers typically have one performance obligation that is satisfied over time and revenue is recognized over the life of the contract. The transaction price does not include any fixed components. The arrangements contain variable consideration as pricing is based upon the revenue generated by the third party energy provider from these referred customers. Variable consideration is estimated at each measurement date at its most likely amount to the extent that it is probable that a significant reversal of cumulative revenue recognized will not occur. A constraint is applied to any estimated variable consideration to the extent that it is not probable that a significant reversal of cumulative revenue recognized will not occur. Adjustments to the most likely amount and the removal of the constraints are applied prospectively as such estimates change. The Company recognizes revenue based upon the agreed upon contractual commission and the volume of revenue generated by the partner for the referred customer. Such transactions are settled within a short period of time.

#### *Software development services*

In 2022, the Company entered into a software agreement with a customer to develop a software platform specifically for the facilitation of payment services throughout the Asia-Pacific market. This contract with the customer has one performance obligation that meets the criteria for satisfaction over time, however, there were no explicit milestones included within the agreement, and therefore, no reliable measure of progress to recognize the revenue as the performance obligation is satisfied. As such, the Company cannot recognize any revenue relating to these software development services until the completed software is delivered to the customer. As such, the Company will retain this contract liability until its performance obligation is satisfied. The contract liability recorded relating to this agreement was approximately \$1.7 million and \$1.8 million as of March 31, 2026 and December 31, 2025, respectively.

The Company elected the practical expedient that allows an entity to not assess a contract for a significant financing component if the period between the customer's payment and the transfer of the services is expected to be one year or less at contract inception. There were no significant financing components identified in the Company's contracts as of March 31, 2026 or December 31, 2025.

Payment terms provided to the Company's customers are generally 30 days from the receipt of an invoice from the Company.

#### *Contract Liability*

When customers pay us prior to the satisfaction of our obligation to transfer control of promised goods or services, we record the amount that reflects the consideration to which we expect to be entitled as a contract liability until such time as we satisfy our performance obligation.

#### *Income Taxes*

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently payable plus deferred taxes related primarily to differences between the bases of certain assets and liabilities for financial and tax reporting and net operating loss carryforwards.

Tax laws are complex and subject to different interpretations by the taxpayer and respective government taxing authorities. Significant judgment is required in determining our tax expense and in evaluating our tax positions, including evaluating uncertainties. We review our tax positions quarterly and adjust the balances as new information becomes available. Our income tax rate is significantly affected by the tax rates that apply to our foreign earnings. In addition to local country tax laws and regulations, our income tax rate depends on the extent that our foreign earnings are taxed by the U.S. through provisions such as the Global Intangible Low Tax Income ("GILTI") tax and base erosion anti-abuse tax.

Deferred tax assets represent amounts available to reduce income taxes payable on taxable income in future years. Such assets arise

because of temporary differences between the financial reporting and tax bases of assets and liabilities, as well as from net operating loss and tax credit carryforwards. We evaluate the recoverability of these future tax deductions and credits by assessing the adequacy of future expected taxable income from all sources, including reversal of taxable temporary differences, forecasted operating earnings, and available tax planning strategies. These sources of income rely heavily on estimates that are based on several factors, including our historical experience and short-range and long-range business forecasts. To the extent deferred tax assets are not expected to be realized, we record a valuation allowance by jurisdiction.

We recognize and measure uncertain tax positions in accordance with U.S. GAAP, pursuant to which we only recognize the tax benefit from an uncertain tax position if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such positions are then measured based on the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement. We report a liability for unrecognized tax benefits resulting from uncertain tax positions taken or expected to be taken in a tax return. U.S. GAAP further requires that a change in judgment related to the expected ultimate resolution of uncertain tax positions be recognized in earnings in the quarter in which such change occurs. We recognize interest and penalties, if any, related to unrecognized tax benefits in income tax expense.

The Company determined that it did not appropriately file required Form 5471, Information Return of U.S. Persons with Respect to Certain Foreign Corporations related to its ownership of its international subsidiaries and the Company determined that it did not file required Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business for the 2023 and 2024 tax years. Because the assessment of penalties for late or incomplete Forms 5471 and 5472 filings involves judgment by the taxing authority and uncertainty regarding reasonable cause relief, the Company has concluded that it meets the recognition threshold for asserting that some penalty will be imposed by the taxing authority. As such, the Company has recorded an uncertain tax position as of December 31, 2025 and December 31, 2024 of \$0.2 million and \$0.2 million, respectively. These amounts are included in Taxes payable within the consolidated balance sheets. The Company is in the process of evaluating corrective actions, including the potential submission of delinquent international information returns and supporting reasonable cause statements. The ultimate resolution of this matter may differ from the amounts recorded, and such differences could be material to the Company's financial statements.

We file annual income tax returns in multiple taxing jurisdictions around the world. A number of years may elapse before an uncertain tax position is audited by the relevant tax authorities and finally resolved. While it is often difficult to predict the final outcome or the timing of resolution of any particular uncertain tax position, we believe that our reserves for income taxes are adequate. We adjust these reserves, as well as the related interest and penalties, where appropriate in light of changing facts and circumstances. Settlement of any particular position could require the use of cash. We are no longer subject to U.S. federal, state and local, or non-U.S. income tax examinations by tax authorities for years before 2020.

#### *Net Income (Loss) per Share*

The Company computes earnings per share using the two-class method. The two-class method of computing Net Loss Per Share ("EPS") is an earnings allocation formula that determines EPS for common stock and any participating securities according to dividends declared and participation rights in undistributed earnings. As of March 31, 2026 and as of December 31, 2025, the Company has three classes of participating securities outstanding- common stock, Series F Convertible Preferred Shares, and Series G Convertible Preferred Shares. The Company's Convertible Preferred Stock has the same rights as the Company's common stock, other than being convertible into shares of common stock and preferences as further discussed in Note 14. Convertible Preferred Shares. Under the two-class method, the Company's issued and outstanding convertible preferred shares are considered a separate class of stock for EPS purposes for each period the convertible preferred shares were outstanding. During periods of loss, there is no allocation required under the two-class method due to there being no distributed earnings for the period coupled with the fact that the Company's convertible preferred shares do not contain a contractual right to absorb losses. Thus, all undistributed losses are allocated entirely to the Company's outstanding common stock for the three months ended March 31, 2025.

EPS is computed by dividing the sum of distributed and undistributed earnings for each class of stock by the weighted average number of shares outstanding for each class of stock for each period presented in the Company's consolidated statements of comprehensive loss.

A reconciliation of net income per share is as follows for the three months ended March 31, 2026:

	<b>Common Stock</b>	<b>Preferred Stock</b>
	<b>The Three months ended March 31, 2026</b>	
	<b>2026</b>	<b>2026</b>
Net income (loss) available to common shareholders	\$ 179,719	\$ 1,787
Weighted-average shares outstanding	30,465,738	300,000
Basic EPS	\$ 0.01	\$ 0.01
Diluted EPS	\$ 0.01	\$ 0.00

A reconciliation of net loss per share is as follows for the three months ended March 31, 2025:

	<b>Common Stock</b>	<b>Preferred Stock</b>
	<b>The Three months ended March 31, 2026</b>	
	<b>2025</b>	<b>2025</b>
Net income (loss) available to common shareholders	\$ (3,362,438)	\$ -
Weighted-average shares outstanding	27,537,568	300,000
Basic EPS	\$ (0.12)	\$ -
Diluted EPS	\$ (0.12)	\$ -

#### *Recently Issued Accounting Pronouncements –Adopted*

In December 2023, the FASB issued Accounting Standards Update 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. The standard requires entities to disclose additional categories about federal, state and foreign income taxes in the effective tax rate reconciliation as well as provide annual income taxes paid disaggregated by federal, state and foreign taxes. The standard was effective for annual periods beginning after December 15, 2024. The adoption of this standard did not have a material impact on its financial statements and related disclosures.

In July 2025, the FASB issued ASU 2025-05, *Financial Instruments — Credit Losses (Topic 326): Measurement of Credit Losses for Accounts Receivable and Contract Assets*. The amendments provide a practical expedient and, if applicable, an accounting policy election to simplify the measurement of credit losses for certain receivables and contract assets. The amendments are effective for annual reporting periods beginning after December 15, 2025, and interim reporting periods within those annual reporting periods. Early adoption is permitted in any interim or annual period in which financial statements have not yet been issued or made available for issuance. The adoption of this standard did not have a material impact on its financial statements and related disclosures.

#### *Recently Issued Accounting Pronouncements – Not Yet Adopted*

In November 2024, the FASB issued ASU 2024-03, Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses. This standard improves the disclosures about a public business entity’s expenses and addresses requests from investors for more detailed information about the types of expenses in commonly presented expense captions. The amendments in this update are effective for public entities for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. The Company is evaluating the impact of adopting this standard on its financial statements and related disclosures.

In September 2025, the FASB issued ASU No. 2025-06, Intangibles—Goodwill and Other—Internal-Use Software (Subtopic 350-40): Targeted Improvements to the Accounting for Internal-Use Software (“ASU 2025-06”). ASU 2025-06 amends certain aspects of the accounting for and disclosure of software costs under ASC 350-40, and is effective for annual reporting periods beginning after December 15, 2027. Early adoption is permitted. The Company is currently evaluating the impact of ASU 2025-05 on its financial statements and disclosures.

In November 2025, the FASB issued ASU 2025-09, Derivatives and Hedging (Topic 818): Hedge Accounting Improvements. ASU 2025-09 clarifies areas of the current hedge accounting guidance and addresses new hedge accounting related to global reference-rate reform. ASU 2025-09 is effective for the Company for fiscal years beginning after December 15, 2026, and interim periods within those annual reporting periods. Early adoption is permitted. The Company is currently evaluating the impact that this guidance will have on its disclosures.

Management does not believe that any additional recently issued, but not yet effective, accounting standards, if currently adopted, would have a material impact on the Company's financial statements.

### Note 3. Segments

We determined our operating segments based on how our Chief Operating Decision Maker ("CODM") (our Chief Executive Officer) views and evaluates operations. Various factors, including market separation and customer-specific applications, go-to-market channels, and products and services, were considered in determining these operating segments. Our CODM regularly reviews our segment operating results to make decisions about resources that are allocated to each segment and to assess performance. Our operating segments were also determined to be our reportable segments.

Our reportable segments are described below:

- FF24 Merchant Services: This segment provides lead generation services to individuals and businesses both large and small.
- FF24 Ventures: This segment provides lead generation services to online merchants and operators of websites.
- Ok.de Services: This segment provides advertising services to consumers and other businesses through its free webmail portal.
- DigiClerk: This segment serves CPA and REIT communities and is currently under development.

Revenue and costs and expenses are directly attributed to our segments. These costs and expenses include certain product development related operating expenses, product costs, and content costs. There are no material indirect costs that are allocated to our segments.

The following table reflects the results of our reportable segments under our management reporting system. This is consistent with the way the CODM evaluates each of the segment's performance and allocates resources.

	Reportable Segments						TOTAL
	FF24 Merchant Services	FF24 Ventures GmbH	Ok.de Services	DigiClerk	Corporate	Eliminations (2)	
<i>(in \$)</i>							
<b>Three Months ended March 31, 2026</b>							
Segment service revenue	\$ 824,850	\$ 713,972	\$ 1,788,947	\$ -	\$ -	\$ -	\$ 3,327,769
Revenue from other segments	-	155,250	-	-	-	(155,250)	-
Segment cost of services	-	-	464,641	-	-	-	464,641
Segment cost of services from affiliates	195,683	109,629	129,811	-	-	-	435,123
Employee compensation (1)	-	-	8,775	-	3,600	-	12,375
Segment general and administrative	162,693	258,918	106,936	-	127,820	-	656,367
Segment general and administrative with affiliates	332,339	356,148	579,731	-	-	-	1,268,218
Segment depreciation and amortization	2,346	6,342	95,535	-	-	-	104,223
Segment operating income (loss)	131,789	(17,065)	412,293	-	(127,820)	-	399,197
Investments in capitalized software	-	-	232,899	-	-	-	232,899
<b>Three months ended March 31, 2025</b>							
Segment service revenue	\$ 447,773	\$ 116,923	\$ 1,773,390	\$ -	\$ -	\$ -	\$ 2,338,086
Segment service revenue from affiliates	27,300	36,750	-	-	-	-	64,050
Revenue from other segments	11,025	-	-	-	-	(11,025)	-
Segment cost of services	3,150	-	775,678	-	-	-	778,828
Segment cost of services from affiliates	127,155	-	426,510	-	-	-	553,665
Employee compensation (1)	2,573	1,565	15,068	-	4,182	-	23,387
Segment general and administrative	726,190	304,541	240,609	-	(5,088)	-	1,266,252
Segment general and administrative with affiliates	7,665	27,921	483,405	-	-	-	518,991
Segment depreciation and amortization	2,108	5,695	77,680	-	-	-	85,483
Segment operating income (loss)	(391,195)	(184,484)	(230,492)	-	5,088	-	(801,083)
Investments in capitalized software	-	-	-	-	-	-	-

- (1) Employee compensation includes employee payroll, bonus, and employee benefits for medical care, retirement, insurances and other and is recorded as a component of General and administrative expenses in the consolidated statement of comprehensive loss. The Company heavily relies on external third party services and services provided by affiliates for its operations.
- (2) Represents the elimination of intercompany revenues between the Company's reportable segments.

A reconciliation of our consolidated segment operating income to consolidated income before income taxes was as follows:

	<b>Three months ended March 31,</b>	
	<b>2026</b>	<b>2025</b>
Consolidated segment operating income (loss)	\$ 527,017	\$ (806,171)
Unallocated general corporate expenses	(127,820)	5,088
Consolidated operating loss	399,197	(801,083)
Total non-operating expenses	156,760	2,561,355
Consolidated loss before taxes	<u>\$ 242,437</u>	<u>\$ (3,362,438)</u>

Revenue is defined as revenue from external customers attributed to countries based on the location of the customer. For the three months ended March 31, 2026 and 2025, all revenue was recognized from customers throughout Europe.

The following table reflects the significant assets of our reportable segments under our management reporting system. This is consistent with the way the CODM evaluates each of the segment's performance and allocates resources.

	<b>FF24 Merchant Services</b>	<b>FF24 Ventures GmbH</b>	<b>Ok.de Services</b>	<b>DigiClerk</b>	<b>Corporate</b>	<b>TOTAL</b>
<i>(in \$)</i>						
<b>As of March 31, 2026</b>						
Accounts receivable	\$ 1,656,432	\$ 912,135	\$ 3,946,543	\$ -	\$ -	\$ 6,515,110
Capitalized software, net	-	23,566	1,091,432	2,608,758	-	3,723,756
Intangible assets, net	-	-	1,197,379	-	-	1,197,379
Due from Fast Finance Holding AG	-	3,450	2,203,297	-	6,859,878	9,066,625
<b>As of December 31, 2025</b>						
Accounts receivable	\$ 893,422	\$ 362,761	\$ 2,660,516	\$ -	\$ -	\$ 3,916,699
Capitalized software, net	-	27,971	1,167,485	2,608,758	-	3,804,214
Intangible assets, net	-	-	1,016,901	-	-	1,016,901
Due from Fast Finance Holding AG	-	-	2,241,615	-	7,036,180	9,277,795

The following table sets forth our significant assets by geographic area, which consist of trade receivables, capitalized software, intangible assets, property and equipment, and our Due from Fast Finance 24 Holding AG:

	Reportable Segments					TOTAL
	FF24 Merchant Services	FF24 Ventures GmbH	Ok.de Services	DigiClerk	Corporate	
<i>(in \$)</i>						
<b>As of March 31, 2026</b>						
Europe	\$ 1,958,938	\$ 1,323,430	\$ 9,734,239	\$ -	\$ 7,625,612	\$ 20,642,219
North America	-	-	-	2,608,758	-	2,608,758
Total	\$ 1,958,938	\$ 1,323,430	\$ 9,829,114	\$ 2,608,758	\$ 7,530,737	\$ 23,250,977
<b>As of December 31, 2025</b>						
Europe	\$ 996,183	\$ 517,335	\$ 8,477,822	\$ -	\$ 7,652,749	\$ 17,644,089
North America	-	-	-	2,608,758	-	2,608,758
Total	\$ 996,183	\$ 517,335	\$ 8,572,697	\$ 2,608,758	\$ 7,557,874	\$ 20,252,847

#### Note 4. Revenue Recognition

As discussed within Note 3. Segments, all of the Company's revenue was recognized within countries located within the European Union.

The Company's revenue disaggregated by revenue stream for the three months ended March 31, 2026 and 2025 were as follows:

	Three months ended March 31,	
	2026	2025
Web-based advertising	\$ 1,788,947	\$ 1,773,390
Referral services	1,538,822	564,696
Total revenue	\$ 3,327,769	\$ 2,338,086

The Company did not recognize any contract assets other than trade receivables, net as of March 31, 2026 or December 31, 2025.

Contract liabilities consist of deferred revenue and customer deposits which arise when amounts are billed to or collected from customers in advance of revenue recognition.

The following table summarizes the contract liability activity:

Balance as of December 31, 2024	\$ 1,565,835
Impact of foreign currency fluctuations	196,644
Balance as of December 31, 2025	\$ 1,762,479
Impact of foreign currency fluctuations	(30,128)
Balance as of March 31, 2026	\$ 1,732,351

During the three months ended March 31, 2026 and 2025 no revenue was recognized that was included in the contract liability balances as of the beginning of the periods, as discussed in Note 2.

#### Note 5. Intangible Assets

Identifiable intangible assets consist of the following at March 31, 2026:

Weighted Average Remaining Amortization Period	Gross Amount	Accumulated Amortization	Currency Translation Adjustment	Net Amount
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Customer relationships	5.4 years	\$ 1,793,760	\$ (1,015,670)	\$ 64,692	\$ 842,782
Tradename	3.4 years	308,580	(209,670)	11,129	110,038
		<u>\$ 2,102,340</u>	<u>\$ (1,225,340)</u>	<u>\$ 75,821</u>	<u>\$ 952,821</u>

Identifiable intangible assets consist of the following at December 31, 2025:

	<u>Weighted Average Remaining Amortization Period</u>	<u>Gross Amount</u>	<u>Accumulated Amortization</u>	<u>Currency Translation Adjustment</u>	<u>Net Amount</u>
Customer relationships	5.8 years	\$ 1,793,760	\$ (993,943)	\$ 97,002	\$ 896,819
Tradename	3.8 years	308,580	(205,185)	16,687	120,082
		<u>\$ 2,102,340</u>	<u>(\$1,199,128)</u>	<u>\$ 113,689</u>	<u>\$ 1,016,901</u>

Estimated amortization expense for the Company’s Tradename and Customer relationship assets over the next five years and thereafter is expected to be as follows below:

<u>Year ending December 31,</u>	<u>Total</u>
2026 (remaining)	\$ 140,128
2027	186,837
2028	186,837
2029	176,979
2030	154,867
Thereafter	101,172
Total	<u>\$ 952,821</u>

For each of the three months ended March 31, 2026 and 2025, amortization expense recognized by the Company was immaterial to the condensed consolidated financial statements.

**Note 6. Capitalized Internal Use Software**

Internal use software consists of the following as of March 31, 2026:

	<u>Weighted Average Remaining Amortization Period</u>	<u>Gross Amount</u>	<u>Accumulated Amortization</u>	<u>Currency Translation Adjustment</u>	<u>Net Amount</u>
Internally Developed Software	7.0 years	\$1,724,543	\$ (609,545)	\$ 15,640	\$ 1,130,638
Internally Developed Software Under Development	N/A	2,837,677	-	-	2,837,677
		<u>\$ 4,562,220</u>	<u>\$ (609,545)</u>	<u>\$ 15,640</u>	<u>\$ 3,968,315</u>

Internal use software consists of the following as of December 31, 2025:

	<b>Weighted Average Remaining Amortization Period</b>	<b>Gross Amount</b>	<b>Accumulated Amortization</b>	<b>Currency Translation Adjustment</b>	<b>Net Amount</b>
Internally Developed Software	7.2 years	\$ 1,754,536	\$ (561,258)	\$ (13,734)	\$ 1,179,544
Internally Developed Software Under Development	N/A	<u>2,624,670</u>	<u>-</u>	<u>-</u>	<u>2,624,670</u>
Total		<u>\$ 4,379,206</u>	<u>\$ (561,258)</u>	<u>\$ (13,734)</u>	<u>\$ 3,804,214</u>

During the three months ended March 31, 2026, the Company made \$0.2 million of capital additions relating to its development of internal use software. During the three months ended March 31, 2025, the Company made no capital additions relating to its development of internal use software. During the year ended December 31, 2023, the Company made approximately \$2.6 million in capital additions, which relate to an asset is still in the development stage and not currently subject to amortization. See Note 10. Digiclerk Acquisition.

Estimated amortization expense for the Company's internal use software assets over the next five years and thereafter is expected to be as follows below:

<b>Year ended December 31,</b>	<b>Total</b>
2026 (remaining)	\$ 87,930
2027	162,714
2028	77,647
2029	77,647
2030	77,647
Thereafter	<u>647,055</u>
Total	<u>\$ 1,130,638</u>

For each of the three months ended March 31, 2026 and 2025, amortization expense recognized by the Company was immaterial to the condensed consolidated financial statements

#### **Note 7. Unissued Shares**

Throughout the past, the Company completed multiple rounds of fundraising under the requirements of Regulation S, a safe harbor rule provided by the SEC that allows companies to offer and sell securities outside of the United States without registration.

During the year ended December 31, 2023, the Company raised approximately €0.4 million and issued 16,137 common shares. Additionally, the Company raised approximately €0.1 million, for which it did not deliver the subscribed 170,904 common shares to the respective investors. The Company recorded a liability for these shares due to the investors, totaling \$0.1 million as of December 31, 2023.

During the year ended December 31, 2024, 385 shares that were due to be delivered to investors for purchases during 2023 were delivered. Furthermore, the Company raised an additional €1.2 million through additional Regulation S fundraising rounds. During the 2024 fundraising rounds, the Company did not deliver 1,496,420 of common shares, resulting in a total number of common shares owed to investors of 1,666,939 as of December 31, 2024.

As of December 31, 2024, the fair value of the 1,666,939 shares that were not delivered to the investors totaled \$1.8 million and are recorded as a liability within the consolidated balance sheet. The revaluation of the unissued share liability during the year ended December 31, 2024, resulted in a loss on the change in fair value of the liability totaling \$0.4 million, included in Change in fair value of unissued share liability in the accompanying statement of comprehensive loss.

During the year ended December 31, 2025, the Company sold approximately €3.9 million, or approximately \$4.5 million, of additional Regulation S fundraising rounds. On September 30, 2025, the Company delivered 2,725,151 shares that were unissued, inclusive of the 1,666,939 shares that were not delivered to investors in previous periods and additional shares sold during the nine months ended

September 30, 2025. An additional 159,516 shares were issued to shareholders prior to December 31, 2025. Of these shares that were issued to shareholders, a total of €0.2 million was due to the Company relating to these shares issued as of December 31, 2025. The funds relating to these shares issued were paid in January and February of 2026.

During the three months ended March 31, 2026 the Company issued 18,166 shares that were not delivered to investors as of December 31, 2025 and accordingly were recorded as a liability on the consolidated balance sheet as of that date. Additionally, during the three months ended March 31, 2026, the Company sold an additional 34,658 common shares for a total of approximately \$0.3 million. As of March 31, 2026, a total of 18,207 shares totaling \$0.2 million were not delivered to investors and are recorded as a liability within the consolidated balance sheet.

#### **Note 8. Bank Loans, Lines of Credit, and Promissory Notes**

On January 10, 2023, three of the Company’s subsidiaries entered into lines of credit agreements with an affiliated party, each totaling €0.25 million and set to expire on January 10, 2028. As of December 31, 2024 and 2025, no amounts had been drawn on these lines of credit.

On January 3, 2024, the Company’s OK.de Services GmbH subsidiary entered into a bank loan due December 31, 2030, with Berliner Volksbank (the “Bank Loan”) for a total of approximately €0.35 million (approximately \$0.36 million) as of December 31, 2024 that accrues interest at a simple 6.5% interest rate. Repayments of principal were not due to begin until January 1, 2025. The total interest expense recognized relating to this Bank Loan was immaterial to the consolidated financial statements. This Bank Loan agreement outlines standard covenants. As of March 31, 2026 the Company was not in violation of any of these covenants.

The estimated maturity of the Company’s Bank Loan, Lines of Credit, and Promissory Note is as follows:

<u>Years ended December 31,</u>	<u>Amount</u>
2026 (remaining)	\$ 39,055
2027	\$ 63,636
2028	\$ 68,204
2029	\$ 73,097
2030	\$ 78,322
Total	<u>\$ 322,314</u>

#### **Note 9. Fair Value**

The Company’s financial assets and liabilities are accounted for in accordance with FASB ASC 820, *Fair Value Measurements and Disclosures*, which defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

The fair value hierarchy requires an entity to maximize the use of observable inputs when measuring fair value and classifies those inputs into three levels:

Level 1 — Observable inputs, such as quoted prices in active markets for identical assets or liabilities.

Level 2 — Inputs other than Level 1 inputs that are either directly or indirectly observable, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the instrument’s anticipated life.

Level 3 — Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

To the extent the valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires more judgement. Accordingly, the degree of judgement exercised by management in determining fair value is greatest for instruments categorized as Level 3. A financial instrument’s level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The carrying values reported in the Company’s consolidated balance sheets for trade receivables, prepaid expenses and other current assets, trade payable and accrued expenses, taxes payable, contract liabilities, and other liabilities are reasonable estimates of their fair values due to the short-term nature of these items.

### *Assets and Liabilities Measured at Fair Value on a Recurring Basis*

As discussed in Note 7, throughout prior periods the Company completed multiple rounds of fundraising under the requirements of Regulation S, a safe harbor rule provided by the SEC that allows companies to offer and sell securities outside of the United States without registration. The Company revalued its unissued share liability to equal the fair value of those shares that remain to be issued to shareholders based upon per share values of shares sold as of March 31, 2026 and December 31, 2025, and thus is considered a level 1 estimate. Please see Note 7 for further information. There were no other material assets or liabilities measured at fair value on a recurring basis.

In accordance with the disclosure requirements of ASC 825, "Financial Instruments", it was noted that the Company's bank loans, lines of credit, and promissory notes are not required to be carried at its fair value.

### **Note 10. DigiClerk Asset Acquisition**

On October 16, 2023, the Company acquired a software asset that was under development from DigiClerk.com. As consideration for the acquisition of these certain assets, the Company issued 300,000 Series F Convertible Preferred Shares. These convertible preferred shares were valued on a nonrecurring basis on the date of the acquisition using a combination of a discounted cash flow valuation methodology and a market approach methodology. The values determined using these valuation methodologies were then allocated to the different classes of common stock and convertible preferred equity outstanding as of the date of acquisition using an option pricing method allocation. These valuation methodologies were considered to be level 3 valuation methodologies by the Company.

The significant unobservable inputs included within the Company's discounted cash flow valuation included a discount rate of 20% and a terminal revenue growth rate of 3.5%. The significant unobservable inputs included within the Company's market approach methodology included a projected revenue multiple of 5.5 times and a projected EBITDA multiple of 16.5 times and a discount for lack of marketability of the Company's shares of 20%.

The total estimated fair value of these Series F Convertible Preferred Shares as of the date of acquisition was \$8.69 per share, equaling a consideration of \$2.6 million, all of which was allocated to the acquired asset. The Company has not capitalized any additional development costs for this asset, but expects to incur additional development costs in the future. As the asset is not yet in service, no amortization has been recognized associated with these assets acquired for the period then ended. The \$2.6 million of capitalized costs is included in Capitalized software in the accompanying consolidated balance sheets as of March 31, 2026 and December 31, 2025.

### **Note 11. Notes Receivable**

#### ***Notes Receivable From Related Parties***

#### ***Fast Finance 24 Holding AG ("Parent")***

In November of 2022, the Company raised €5.5 million through the sale of 469,102 Series E Convertible Preferred Shares to outside investors through share sales compliant with Regulation S under the Securities Act of 1933. Upon the issuance of the Series E Convertible Preferred Shares to outside investors, the proceeds of the investment received were not retained by the Company. Rather, the proceeds were provided through a note receivable (the "Note Receivable") to Fast Finance 24 Holding AG, the Company's Parent. This was because when these proceeds were received, the Company did not have an established bank account within the US. These proceeds were held by Fast Finance 24 Holding AG and were used for general corporate purposes.

The Note Receivable is not interest bearing and matures nine months from the date that the Company completes its consummation of its initial public offering. This is because the Parent expects to sell a portion its ownership of the common shares of the Company subsequent to the completion of the initial public offering and the satisfaction of any lock up provisions to satisfy this Note Receivable. There were no other stated or implied rights or privileges associated with the Note Receivable within the agreement. If repayment of the full amount does not occur as of the maturity date, any unpaid portion is to accrue interest at a rate of 1.3% per year. As a result, the Company has recorded a receivable due from Fast Finance 24 Holding AG. This receivable is expected to be repaid by Fast Finance 24 Holding AG and partial payments have been received by the Company.

As of March 31, 2026, the Note Receivable, which is a monetary asset, is held in part by the Company's corporate entity, and in part by one of the Company's European subsidiary. The US corporate entity's functional currency is the US Dollar. As such, the balance of this Note Receivable held by the US corporate entity is subject to foreign currency transaction gains and losses as the Note Receivable is denominated in Euros. During the three months ended March 31, 2026, the Company recognized a foreign currency transaction loss of \$0.2 million. During the three months ended March 31, 2025, the Company recognized a foreign currency transaction gain of \$0.3 million. Such foreign currency transaction gains and losses are recorded within Foreign currency (gain) loss within the consolidated

statements of operations.

The balance of this receivable from Fast Finance 24 Holding AG as of March 31, 2026 and 2025 was \$9.1 million and \$9.3 million, respectively.

The Company separately assessed if an allowance for credit losses was necessary for this Note Receivable. The Company assessed the current conditions would remain in the foreseeable future and estimated that no allowance was required for this receivable as of March 31, 2026 and December 31, 2025, respectively. The Company will continue to assess its historical credit loss experience and consideration of current and expected conditions and market trends (such as general economic conditions, other microeconomic and macroeconomic considerations, etc.) and reasonable and supportable forecasts that could impact the collectability of such receivables over the contractual term individually or in the aggregate.

#### *Notes receivable from related parties*

During the year ended December 31, 2025, the Company loaned approximately \$1.2 million to several companies under common control. During the three months ended March 31, 2026, the Company made additional loans of approximately \$0.4 million and received payment in cash for loans previously issued of approximately \$0.2 million from these related parties. These related party notes receivable are non-interest bearing and mature on December 31, 2026. If the outstanding amount is not paid on the maturity date, interest will accrue at a rate of 1.3% per year. The related party notes receivable are expected to be repaid in cash. The balance of \$1.4 million as of March 31, 2026 and \$1.2 million as of December 31, 2025 is included in Note receivable from affiliates in the accompanying consolidated balance sheet.

#### **Notes Receivable**

On January 1, 2026 and March 31, 2026, the Company loaned approximately \$0.1 in total to a third party. These notes receivable are non-interest bearing and mature on January 1, 2027 and March 31, 2027, respectively. The related party notes receivable are expected to be repaid in cash. The balance of \$0.1 million is included in Note receivable in the accompanying consolidated balance sheet.

#### **Note 12. Related Party Transactions**

Throughout the three months ended March 31, 2026 and 2025, the Company increased its transactions with its affiliates. Such affiliates are defined as companies that controlled by our Parent, Fast Finance 24 Holding AG. As these affiliates and the Company are under common control, any transactions with these affiliates are separately presented within our consolidated financial statements. Due to the existence of the common control relationships among the Company's affiliates, the operating results or the financial position of the Company could be significantly different from those that would have been reached if our affiliates were autonomous and external entities.

#### *Affiliated party payables*

As of March 31, 2026 and December 31, 2025, the Company had a liability to its related parties of \$3.2 million and \$1.9 million, respectively.

#### *Affiliated party receivables*

As of March 31, 2026 and December 31, 2025, the Company had a receivable from related parties of \$0.4 million and \$0.1 million, respectively. The Company separately assessed if an allowance for credit losses was necessary for these affiliated party receivables. The Company assessed the current conditions would remain in the foreseeable future and estimated that no allowance was required for this receivable as of March 31, 2026 and December 31, 2025. These assets are reflected within Affiliated party receivable within the consolidated balance sheet.

#### *Service revenue from affiliates*

During the three months ended March 31, 2025, the Company recognized service revenue from a company under common control totaling \$0.1 million for advertising services provided to this related party. No service revenue from related parties was recognized during the three months ended March 31, 2026.

#### *Cost of services with affiliates*

During the three months ended March 31, 2026 and 2025, the Company recognized costs of services incurred with several companies under common control totaling \$0.4 million and \$0.6 million, respectively, for support and maintenance services provided to support

the Company's Ok.Secure revenue and platform.

*General and administrative expenses with affiliates*

During the three months ended March 31, 2026 and 2025, the Company incurred general and operating expenses with an affiliate totaling \$1.2 million and \$0.5 million, respectively, and are reported within the General and administrative expenses with affiliates line item within the statements of comprehensive loss.

**Note 13. Income Taxes**

Net loss for the years ended December 31, 2025 and 2024 were as follows

	<b>March 31,</b>	
	<b>2026</b>	<b>2025</b>
Domestic	\$ (272,036)	\$ (2,549,498)
Foreign	514,473	(812,940)
Total	<u>\$ 242,437</u>	<u>\$ (3,362,438)</u>

Provision for income taxes for the three months ended March 31, 2026 and 2025, consisted of the following:

	<b>March 31,</b>	
	<b>2026</b>	<b>2025</b>
Current tax provision		
Federal	\$ -	\$ -
State and Local	-	-
Foreign	-	-
Total current tax provision	<u>\$ -</u>	<u>\$ -</u>
Deferred tax provision		
Federal	\$ (60,931)	\$ -
State and Local	-	-
Foreign	-	-
Total deferred tax provision	<u>(60,931)</u>	<u>\$ -</u>
Total provision for income taxes	<u>\$ (60,931)</u>	<u>\$ -</u>

The provision (benefit) for income taxes includes income taxes currently payable and those deferred because of temporary differences between the financial statement and tax bases of assets and liabilities. The Company has an effective tax rate of (25%) and 0% for the three months ended March 31, 2026 and 2025, respectively.

Significant components of the Company's deferred tax assets and liabilities are calculated at an estimated effective tax rate of 21% for the Company's United States subsidiaries and at 30% for the Company's German-based subsidiaries.

Significant components of the Company's net deferred tax assets and liabilities are as follows at March 31, 2026 and 2025:

	<b>March 31,</b>	
	<b>2026</b>	<b>2025</b>
Deferred tax asset		
Net operating loss carryforward	\$ 1,071,449	\$ 1,750,873
Total deferred tax assets	1,071,449	1,750,873
Less: valuation allowance	(990,808)	(1,750,873)
Deferred tax asset, net of valuation allowance	<u>\$ 80,641</u>	<u>\$ -</u>
Deferred tax liabilities		
Foreign currency	(141,572)	-

Deferred tax liabilities	\$	(141,572)	\$	-
Net deferred tax liabilities	\$	(60,931)	\$	-

As of March 31, 2026, the Company had gross federal net operating loss carryforwards of approximately \$384,004, resulting in a tax effected benefit of \$80,641, which will be carried forward indefinitely. The Company also has net operating losses in Germany that can be carried forward indefinitely and utilized to offset future taxable income. The gross value of these NOLs is \$2,848,861 with an anticipated future tax benefit of \$990,808.

In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Due to the uncertainty of the Company's ability to realize the benefit of the deferred tax assets, the net deferred tax assets are fully offset by a valuation allowance at March 31, 2026 and 2025 of \$990,808 and \$1,750,873, respectively.

Beginning in 2025 annual reporting, we adopted ASU 2023-09 retrospectively. See Note 1 for additional details on the adoption of ASU 2023-09. A reconciliation of the U.S. federal statutory income tax rate to our effective tax rate pursuant to the disclosure requirements of ASU 2023-09 for the three months ended March 31, 2026 and 2025, respectively:

	March 31,		December 31	
	2025		2024	
<b>U.S. Federal Statutory Tax Rate</b>	21.00%	\$ 50,912	21.00%	\$ (706,112)
<b>Foreign tax effects</b>				
Germany				
Statutory tax rate difference between Germany and United States	51.20%	124,128	-44.03%	1,480,532
Changes in valuation allowances	-44.56%	(108,039)	44.03%	(1,480,532)
<b>Effect of Cross-Border Tax Laws</b>				
Foreign-derived intangible income	44.56%	108,039	0.00%	-
<b>Changes in Valuation Allowances</b>	-99.49%	(241,203)	-21.00%	706,112
<b>Nontaxable or Nondeductible Items</b>				
Change in fair value of unissued shares	2.16%	5,232	0.00%	-
Penalties	0.00%	-	0.00%	-
<b>Effective Tax Rate</b>	-25%	\$ (60,932)	0%	\$ -

The Company's effective tax rate could also fluctuate due to changes in the valuation of its deferred tax assets or liabilities, or by changes in tax laws, regulations, and accounting principles.

#### Note 14. Convertible Preferred Shares

The Company has authorized 10,000,000 shares of Convertible Preferred Stock. The total preferred shares designated, issued and outstanding as of March 31, 2026 and December 31, 2025.

Convertible Preferred Shares consisted of the following as of March 31, 2026:

	<u>Shares Designated</u>	<u>Shares Issued and Outstanding</u>
Series F	300,000	300,000
Series G	250,000	40,000

Convertible Preferred Shares consisted of the following as of December 31, 2025:

	<u>Shares Designated</u>	<u>Shares Issued and Outstanding</u>
--	------------------------------	--

Series F	300,000	300,000
Series G	250,000	100,000

On June 3, 2024 all of the holders of Series D Convertible Preferred Shares elected to convert their 95,973 shares into 24,836,000 shares of common stock. During 2024, the remaining holders of the Series E Convertible Preferred Shares elected to convert all their preferred shares to 2,291,501 common shares in the Company.

While no Series D Convertible Preferred Shares were outstanding, on June 18, 2024, the Company submitted a withdrawal of designation cancelling these Convertible Preferred Shares. No Series D Convertible Preferred Shares were authorized after this date.

#### *Series D*

On March 9, 2021, the Company (d/b/a Standard Vape Corporation) acquired 100% interest in FF24 Merchant Services GmbH and FF24 Ventures GmbH from Fast Finance 24 Holding AG (a related party and the majority shareholder of the Company) through the issuance of 100,000 Series D convertible preferred shares. Both FF24 Merchant Services GmbH and FF24 Ventures GmbH were wholly owned subsidiaries of Fast Finance 24 Holding AG, the Company's majority shareholder, prior to the exchange. Both FF24 Merchant Services GmbH and FF24 Ventures GmbH were both individually determined to meet the definition of a business. As such, this transaction resulted in a change in reporting entity. The transaction among entities under common control was accounted for at its carrying amount. Furthermore, given the Company issued 100,000 Series D Convertible Preferred Shares, the carrying value of the Series D Preferred Shares was recorded at an amount equal to the carrying value of the net assets transferred. Given the holders of the Series D Convertible Preferred Shares can control a deemed liquidation of the Company and redemption of these shares, these Series D Convertible Preferred Shares have been recorded within the consolidated balance sheet as Mezzanine equity. Throughout 2024, all the holders of Series D Convertible Preferred Shares elected to convert all their preferred shares to common shares in the Company.

#### *Series E*

Throughout the fourth quarter of 2022, the Company issued Series E Convertible Preferred Shares to multiple external investors. In connection with this, the Company received €5.5 million through the sale of 478,747 Series E Preferred Shares. Upon the issuance of the Preferred Series E Shares to outside investors in November of 2022, the proceeds of the investment received were provided directly to Fast Finance 24 Holding AG, the Company's parent, through a Note Receivable (see Note 11). These proceeds were held by Fast Finance 24 Holding AG and were used for general corporate purposes. As a result, the Company has recorded a Note Receivable due from Fast Finance 24 Holding AG. For further information regarding this, please see Note 11.

On November 8, 2022, the Company acquired 100% interest in Ok.de Service Holdings, Inc. ("OK.de") from Fast Finance 24 Holding AG (a related party and the majority shareholder of the Company) by issuing 3,461,459 Series E Convertible Preferred Shares. OK.de was a wholly owned subsidiary of Fast Finance 24 Holding AG, the Company's majority shareholder, prior to the exchange. It was determined that OK.de met the definition of a business, and as such, this transaction resulted in a change in reporting entity. The transaction was accounted for as a transaction among entities under common control. Furthermore, given the Company issued 3,461,459 Series E Convertible Preferred Shares, the carrying value of these Series E Convertible Preferred Shares was recorded at an amount equal to the carrying value of the net assets transferred, or approximately \$5.9 million as of the date of the transaction. Given the holders of the Series D Convertible Preferred Shares can control a deemed liquidation of the Company and redemption of these shares, these Series D Convertible Preferred Shares have been recorded within the consolidated balance sheet as Mezzanine equity. Throughout 2023 and 2024, all the holders of Series E Convertible Preferred Shares elected to convert all their preferred shares to common shares in the Company.

#### *Series F*

On October 16, 2023, the Company acquired certain assets that were under development from DigiClerk.com. As consideration for the acquisition of these certain assets, the Company issued 300,000 Series F Preferred Shares. These Series F Convertible Preferred Shares were issued to unrelated parties to acquire certain assets that were under development from DigiClerk.com. These parties cannot effectuate a redemption of these shares. As such, these Series F Convertible Preferred Shares have been recorded as a component of Stockholders' Equity within the consolidated balance sheet.

#### *Series G*

During 2025, the Company issued 100,000 Series G Convertible Preferred Shares for \$2.50 per share.

#### *Rights and Preferences of Convertible Preferred Shares*

The holders of Series F, and G Convertible Preferred Shares have various rights and preferences as follows:

#### *Voting rights*

Each share of convertible preferred stock has voting rights equal to an equivalent number of shares of common stock into which it is convertible and votes together as one class with the common stock.

#### *Dividends*

The holders of Series F, and G Convertible Preferred Shares shall be entitled to receive, out of any funds legally available, noncumulative dividends prior and in preference to any dividends paid on the common stock. The Series F, and G Convertible Preferred Shares rank pari passu to common stock in regards to any dividends.

#### *Liquidation Preference*

In the event of a voluntary or involuntary liquidation, dissolution or winding up of the Company or the incurrence of a deemed liquidation event, the holders of shares of Series F, and G Convertible Preferred Shares would receive the following:

The holders of Series F Convertible Preferred Shares are entitled to a preference of ten dollars per share in any distribution of the assets of the Company over the holders of common stock.

The holders of Series G Convertible Preferred Shares are entitled to a preference of one dollar per share in any distribution out of the assets of the Company over the holders of the common stock.

#### *Redemption*

Series F and G preferred shares of Convertible Preferred Shares are only redeemable upon a deemed liquidation. As it relates to Series G Convertible Preferred Shares, the holders of these Convertible Preferred Share controlled the Company, and as such could effectuate a deemed liquidation at any time. Due to the ability of the Series G holders of these Convertible Preferred Shares to effectuate a deemed liquidation at any time, the Series G Convertible Preferred Shares have been reflected as mezzanine equity within the consolidated balance sheet. The holders of Series F Convertible Preferred Shares are external parties and cannot effectuate a deemed liquidation. As such, Series F Convertible Preferred Shares are recorded as a component of Stockholders' Equity.

#### **Conversion**

Each share of preferred stock is convertible at the option of the holder, at any time after the date of issuance of such share, into shares of common stock of the Company. The conversion ratio per share of Series F and G Convertible Preferred Shares is defined by the Company's articles of incorporation, as amended. These conversion ratios are as follows:

- One Convertible Preferred Series F Share can convert into 10 shares of common stock.
- One Convertible Preferred Series G Share can convert into 1 share of common stock at \$2.50 per share of common stock.

Each share of preferred stock will automatically be converted into shares of common stock at the then-effective conversion rate of such shares upon the closing of a firm commitment underwritten public offering pursuant to an effective registration statement under the Securities Act of 1933, as amended, covering the offer and sale of common stock of the Company to the public.

#### **Note 15. Contingencies**

##### *Litigation*

The Company is subject to routine legal claims, proceedings, and regulatory matters, most of which are incidental to the ordinary course of its business.

The Company accrues for potential liability arising from legal proceedings and regulatory matters when it is probable that such liability has been incurred and the amount of the loss can be reasonably estimated. This determination is based upon currently available information for those proceedings in which the Company is involved, taking into account its best estimate of such losses for those cases for which such estimates can be made. The Company's estimate involves significant judgement, given the varying stages of proceedings (including issues regarding class certification and the scope of many of the claims), and the related uncertainty of the potential outcomes of these proceedings.

In making determinations of the likely outcome of pending litigation, the Company considers many factors, including, but not limited to, the nature of the claims, the Company's experience with similar types of claims, the jurisdiction in which the matter is filed, input from outside legal counsel, the likelihood of resolving the matter through alternative mechanisms, the matter's current status and the damages sought or demands made. Accordingly, the Company's estimate will change from time to time, and actual losses could be more or less than the current estimate.

As of March 31, 2026 and December 31, 2025, there are no matters for which a reserve is required to be established.

**Note 16. Subsequent Events**

The Company evaluated subsequent events from March 31, 2026, the date of these financial statements, through the date on which the financial statements were issued (the "Issuance Date"), for events requiring recording or disclosure in the financial statements as of and for the year ended March 31, 2026. The Company identified no items requiring disclosure.

## 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, Ole Jensen, certify that:

1. I have reviewed this Disclosure Statement for Fast Finance Pay Corp.;
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.

May 15, 2026  
/s/ Ole Jensen

Ole Jensen

*Principal Financial Officer:*

I, Sayed Muhammad Iqbal, certify that:

1. I have reviewed this disclosure statement for Fast Finance Pay Corp.;
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.

May 15, 2026  
/s/ Sayed Muhammad Iqbal

Sayed Muhammad

Chief Financial Officer