

**TNR Technical, Inc.**  
QUARTERLY DISCLOSURE STATEMENT  
FOR THE THREE AND NINE MONTHS ENDED MARCH 31, 2018 and 2017

**Item 1. Name of the issuer and its predecessor (if any).**

TNR Technical, Inc. (“TNR”, the “Company”, “We”, “Us”, “Issuer”)

**Item 2. Address of the issuer’s principal executive offices.**

Principal Executive Offices: 301 Central Park Drive  
Sanford, Florida 32771  
Telephone: 407-321-3011  
Facsimile: 407-321-3208  
Website: www.tnrtechnical.com  
www.batterystore.com

Investor Relations Officers: Wayne Thaw, CEO  
Mitchell Thaw, President/COO  
Anne S. Provost, CFO  
301 Central Park Drive  
Sanford, FL 32771

Telephone: 407-321-3011  
Facsimile: 407-321-3208  
Website: www.tnrtechnical.com  
E-mail: wayne@tnrbatteries.com  
anne@tnrtechnical.com

**Item 3. Security Information**

**A. Trading symbol:** TNRK

**Exact title and class:** TNR Technical Inc., common stock

**CUSIP:** 872595202

**Par or Stated Value:** \$.02

**Total shares authorized, 500,000 and outstanding, 319,978 as of:** March 31, 2018

**B. Preferred – None**

**C. Transfer Agent:** American Stock Transfer & Trust Company, LLC  
6201 15<sup>th</sup> Avenue  
Brooklyn, NY 11219  
Telephone: 718-921-8200  
Facsimile: 718-765-8715  
Website: www.amstock.com

American Stock Transfer and Trust Company, LLC is currently registered under the Securities Exchange Act of 1934, and is an authorized transfer agent subject to regulation by the U.S. Securities and Exchange Commission.

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There are no trading suspension orders issued by the SEC on the Company's securities. Of the 319,978 common shares outstanding at March 31, 2018, approximately 140,500 shares are fully tradable in the open market without restrictions. All other shares are either restricted securities under Rule 144 or "control securities" owned by officers, directors and/or affiliated persons.

**Item 4. Issuance History**

In the past two fiscal years and any interim period, there were no sales of the Company's securities by the Company, except for 13,000 shares of treasury stock issued to key members of the staff for performance bonuses, included in accrued expenses as of June 30, 2017.

**Item 5. Financial Statements**

The financial statements for the three and nine months ended March 31, 2018 and 2017 follow this page.

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**Balance Sheets**

TNR Technical, Inc. Assets	Unaudited March 31, 2018	Unaudited June 30, 2017
Current assets:		
Cash and cash equivalents	\$ 1,541,759	\$ 1,688,870
Investments	389,936	348,366
Accounts receivable - trade, less allowance for doubtful accounts of \$12,891 and \$14,159	631,682	694,067
Inventories	2,546,368	1,973,065
Prepaid expenses and other current assets	57,629	105,583
Deferred tax assets	95,000	115,000
Income tax receivable	122,000	17,000
<b>Total current assets</b>	<b>5,384,374</b>	<b>4,941,951</b>
Property and equipment, net of accumulated depreciation and amortization	45,286	52,958
Non-current deferred tax asset, net	-	29,000
Deposits	5,639	8,556
<b>Total assets</b>	<b>\$ 5,435,299</b>	<b>\$ 5,032,465</b>
<b>Liabilities and Shareholders' Equity</b>		
Current liabilities:		
Accounts payable	\$ 520,266	\$ 191,495
Accrued expense	270,589	506,985
<b>Total current liabilities</b>	<b>790,855</b>	<b>698,480</b>
Non-current deferred tax liability	6,000	-
<b>Total liabilities</b>	<b>796,855</b>	<b>698,480</b>
Shareholders' equity:		
Common stock - \$0.02 par value, authorized 500,000 shares; 358,358 shares issued; 319,978 and 306,978 outstanding	7,167	7,167
Additional paid-in capital	3,353,932	3,405,041
Retained earnings	1,483,595	1,337,086
Treasury stock, at cost 38,380 and 51,380 shares outstanding	(206,250)	(415,309)
<b>Total shareholders' equity</b>	<b>4,638,444</b>	<b>4,333,985</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 5,435,299</b>	<b>\$ 5,032,465</b>

See accompanying notes to financial statements.

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<b>Statements of Income</b> TNR Technical, Inc.	(Unaudited)		(Unaudited)	
	For the three months ending March 31,		For the nine months ending March 31,	
	2018	2017	2018	2017
Revenue:				
Net sales	\$ 2,260,061	\$ 2,162,352	\$ 6,264,338	\$ 6,554,721
Cost of goods sold	1,635,292	1,530,778	4,531,536	4,701,504
Gross margin	<u>624,769</u>	<u>631,574</u>	<u>1,732,802</u>	<u>1,853,217</u>
Selling, general and administrative	<u>518,205</u>	<u>491,306</u>	<u>1,496,685</u>	<u>1,447,839</u>
Operating income	106,564	140,268	236,117	405,378
Other income:				
Interest income	91	1	119	24
Realized and unrealized gains	<u>1,533</u>	<u>-</u>	<u>4,273</u>	<u>-</u>
Total other income	<u>1,624</u>	<u>1</u>	<u>4,392</u>	<u>24</u>
Income before income taxes	108,188	140,269	240,509	405,402
Provision for income taxes	<u>52,000</u>	<u>57,000</u>	<u>94,000</u>	<u>161,000</u>
Net income	<u>\$ 56,188</u>	<u>\$ 83,269</u>	<u>\$ 146,509</u>	<u>\$ 244,402</u>
Earnings per share - basic and diluted	<u>\$ 0.18</u>	<u>\$ 0.27</u>	<u>\$ 0.46</u>	<u>\$ 0.80</u>
Weighted average number of shares outstanding - basic and diluted	<u>319,978</u>	<u>306,978</u>	<u>319,478</u>	<u>307,050</u>

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**TNR Technical, Inc.**

**Statements of Shareholders' Equity**

	<u>Common Stock</u>		Additional Paid-in Capital	Retained Earnings	Treasury Stock	Total Shareholders' Equity
	Shares	Amount				
Balances, June 30, 2017	358,358	\$ 7,167	\$ 3,405,041	\$ 1,337,086	\$ (415,309)	\$ 4,333,985
Issuance of treasury stock	-	-	(51,109)	-	209,059	157,950
Net income	-	-	-	146,509	-	146,509
Balances, March 31, 2018	358,358	\$ 7,167	\$ 3,353,932	\$ 1,483,595	\$ (206,250)	\$ 4,638,444

See accompanying notes to financial statements.

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<b>Statements of Cash Flows</b>	<b>(Unaudited)</b>	<b>(Unaudited)</b>
<b>For the nine months ended</b>	<b>March 31, 2018</b>	<b>March 31, 2017</b>
Cash flows from operating activities:		
Net income	\$ 146,509	\$ 244,402
Adjustments to reconcile net income to net cash used for operating activities:		
Deferred income tax expense	55,000	-
Depreciation and amortization	18,181	20,500
Provision for doubtful accounts	(1,268)	2,253
Realized and unrealized gain on investments	(4,273)	-
Gain on disposition of property and equipment	-	(3,000)
Changes in operating assets and liabilities:		
Accounts receivable	63,653	(112,644)
Purchase of investments	(787,298)	-
Proceeds from investments	750,000	-
Inventories	(573,303)	(140,096)
Prepaid expenses and other assets	47,954	26,601
Accounts payable and accrued expenses	250,325	(213,384)
Deposits	2,917	-
Income taxes receivable/payable	(105,000)	36,000
Net cash used for operating activities:	<u>(136,603)</u>	<u>(139,368)</u>
Cash flows from investing activities:		
Purchase of property and equipment	(10,508)	(8,033)
Proceeds from disposition of property and equipment	-	3,000
Net cash used for investing activities:	<u>(10,508)</u>	<u>(5,033)</u>
Cash flows from financing activities:		
Dividend	-	(614,256)
Purchase of treasury stock	-	(1,706)
Net cash used for financing activities:	<u>-</u>	<u>(615,962)</u>
Decrease in cash and cash equivalents	(147,111)	(760,363)
Cash and cash equivalents - beginning of period	1,688,870	2,528,177
Cash and cash equivalents - end of period	\$ 1,541,759	\$ 1,767,814
Non-cash financing activities and supplemental disclosure of cash flow information:		
Issuance of treasury stock as employee compensation	\$ 157,950	\$ -
Cash paid for income taxes	\$ 146,194	\$ 128,084

See accompanying notes to financial statements

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**D. Presentation of Unaudited Financial Statements – Financial Statement Notes**

The accompanying unaudited financial statements of the Company should be read in conjunction with the Company’s Annual Disclosure Statement for the year ended June 30, 2017, as filed with the OTC Marketplace on October 2, 2017. In the opinion of the Company, the unaudited financial statements contain all adjustments (all of which were considered normal and recurring) necessary for a fair statement of the Company’s financial position at March 31, 2018 and the results of operations and cash flows for the three and nine months ended March 31, 2018 and 2017. The preparation of the Company’s financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts and disclosure of certain assets and liabilities at the balance sheet date. Such estimates include revenue recognition, the collectability of receivables, and the carrying value of inventory and property and equipment. Actual results may differ from such estimates. These interim results are not necessarily indicative of results to be expected for a full year or subsequent interim periods.

**(1) Inventories**

Inventories consist of the following:

	<b>(Unaudited) March 31, 2018</b>	<b>(Unaudited) June 30, 2017</b>
Finished goods/work-in-progress	\$ 67,745	\$ 38,092
Purchased product and materials	2,478,623	1,934,973
	<b>\$ 2,546,368</b>	<b>\$ 1,973,065</b>

**(2) Stockholders’ Equity**

Dividend - On September 14, 2016, the Board of Directors declared a special one-time dividend of \$2.00 per share for stockholders of record on October 10, 2016, payable on November 9, 2016 which reduced retained earnings by \$614,256.

Treasury Stock – Shares of common stock repurchased are classified as treasury shares. During the nine months ended March 31, 2018, 13,000 shares of treasury stock that were accrued at June 30, 2017, were issued as compensation to key members of the staff for performance bonuses included in accrued expenses as of June 30, 2017. During fiscal 2016, the Company determined that 1,923 shares of common stock previously reported as treasury shares were actually retired prior to July 1, 2014. This resulted in a restatement of common shares issued from 360,331 to 358,358, a decrease in common stock par value, and an increase in additional paid-in-capital, of \$40. Prior periods in the financial statements reflect this change.

**(3) Income Taxes**

The income tax provision for the nine months ended March 31, 2018 and 2017 consists of the following:

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	<b>(Unaudited)</b> <b>March 31, 2018</b>	<b>(Unaudited)</b> <b>March 31, 2017</b>
Current tax expense		
Federal	\$ 32,000	\$ 131,000
State	7,000	30,000
	<u>39,000</u>	<u>161,000</u>
Deferred tax expense		
Federal	44,000	-
State	11,000	-
	<u>55,000</u>	<u>-</u>
Total income tax expense	<u>\$ 94,000</u>	<u>\$ 161,000</u>

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and liabilities at March 31, 2018 and June 30, 2017 are presented below:

	<b>(Unaudited)</b> <b>March 31, 2018</b>	<b>(Unaudited)</b> <b>June 30, 2017</b>
Deferred tax assets:		
Inventories	\$ 79,000	\$ 73,000
Accounts receivable	5,000	5,000
Stock compensation issued	-	45,000
Other compensation accruals	-	30,000
Accrued paid time off	12,000	7,000
Total deferred tax assets:	<u>96,000</u>	<u>160,000</u>
Deferred tax liabilities:		
Unrealized gain/loss on investments	(1,000)	-
Depreciation and amortization	(6,000)	(16,000)
Net deferred tax assets:	<u>\$ 89,000</u>	<u>\$ 144,000</u>

Deferred taxes are presented in the accompanying March 31, 2018 and June 30, 2017 balance sheets as follows:

	<b>(Unaudited)</b> <b>March 31, 2018</b>	<b>(Unaudited)</b> <b>June 30, 2017</b>
Current deferred tax assets, net	\$ 95,000	\$ 115,000
Noncurrent deferred assets, net	-	29,000
Noncurrent deferred tax liabilities, net	(6,000)	-
	<u>\$ 89,000</u>	<u>\$ 144,000</u>

**(4) Lease Commitments**

The Company leases its Florida office, warehouse and distribution facilities from a partnership controlled by an executive officer, shareholder and director of the Company. The lease agreement provides for payment of real estate taxes and insurance and extends through June 2019. The Company also leases warehouse and distribution facilities in California from an unrelated party under a five-year operating lease agreement expiring in August 2019.

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Future minimum rental payments associated with operating lease obligations are as follows:

Year ending June 30,		
	2018	\$43,132
	2019	174,822
	2020	<u>10,805</u>
		<u>\$228,759</u>

Total lease and rental expense approximated \$130,000 and \$128,000 for the nine months ended March 31, 2018 and 2017, respectively. During the nine months ended March 31, 2018 and 2017, lease expense associated with related parties was \$87,700 and \$84,700 respectively.

**(5) Not Yet Adopted Recent Accounting Pronouncements**

**Revenue**

In May 2014, the FASB issued Accounting Standards Update No. 2014-09, *Revenue from Contracts with Customers* (ASU 2014-09), which supersedes nearly all existing revenue recognition guidance under U.S. GAAP. The core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled for those goods or services. ASU 2014-09 defines a five-step process to achieve this core principle and, in doing so, more judgment and estimates may be required within the revenue recognition process than are required under existing U.S. GAAP.

The standard is effective for annual periods beginning after December 15, 2018, using either of the following transition methods: (i) a full retrospective approach reflecting the application of the standard in each prior reporting period with the option to elect certain practical expedients, or (ii) a retrospective approach with the cumulative effect of initially adopting ASU 2014-09 recognized at the date of adoption (which includes additional footnote disclosures). The new standard allows for early adoption for annual periods beginning after December 15, 2016. The Company is currently evaluating the impact of its pending adoption of ASU 2014-09 on its financial statements and has not yet determined the method by which it will adopt the standard.

**Leases**

In February 2016, the FASB issued Accounting Standards Update No. 2016-02, *Leases*. The new standard establishes a right-of-use (ROU) model that requires a lessee to record a ROU asset and a lease liability on the balance sheet for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement.

The new standard is effective for fiscal years beginning after December 15, 2019. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the

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financial statements, with certain practical expedients available. The Company is currently evaluating the impact of its pending adoption of the new standard on its financial statements.

**Deferred Taxes**

In November 2015, the FASB issued ASU 2015-17, *Balance Sheet Classification of Deferred Taxes*, which will eliminate the guidance in Topic 740, *Income Taxes*, that required an entity to separate deferred tax liabilities and assets between current and noncurrent amounts in a classified balance sheet. Rather, deferred taxes will be presented as noncurrent under the new standard. The amendment is effective for fiscal years beginning after December 15, 2017. The Company does not expect that the adoption of this new standard will have a significant impact on the financial statements.

**Item 6. Describe the Issuer's Business, Products and Services**

**A. Business of Issuer**

TNR Technical, Inc. designs, assembles and markets primary and secondary batteries to a variety of industrial, commercial and retail markets and is an authorized distributor for several major battery manufacturers; the products of which are distributed nationally by the Company's two main facilities in Sanford, Florida and Santa Ana, California.

**B. Date and State (or Jurisdiction) of Incorporation:** 1979, New York

**C. Primary and secondary SIC codes;**

3691 – Manufacturing storage batteries  
3692 – Primary batteries, dry and wet

**D. The issuer's fiscal year end date:** June 30

**E. Principal products or services, and their markets:**

**F.** The Company is an authorized distributor of Ni-Cad and Ni-MH cells, alkaline cells, lithium cells, lithium coin cells, silver oxide and sealed lead acid batteries and battery chargers manufactured by Arts Energy, B&B Battery, Elite, Energizer, EnerSys, FDK, GP Batteries, Hitachi (CSB), Odyssey, Panasonic, Power-Sonic, Renata, Saft America, Tenenergy, and Varta Micro-battery. In addition, the Company distributes batteries and battery chargers manufactured by CTEK, Duracell, Eagle Picher, Electrochem, Intec, Leoch, Northstar, Tadiran, Tekcell, Ultralife, Universal Power Group, and Xenon. As a distributor, the Company purchases cells, assembles them into battery packs and maintains inventory for resale. The Company sells its batteries and/or battery packs to original equipment manufacturers, municipalities, hotels/resorts, military, aerospace, government agencies, refineries, electrical wholesalers, battery distributors, exporters and consumers without geographical limitation and on a non-exclusive basis. The Company also designs and assembles battery packs to customers' specifications. The Company's batteries have applications in memory backup, utilities, power tools, instrumentation, laptops, CNC, surveying equipment, radio

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communications, two-way radios, alarms, U.P.S., door locks, marine, military, medical, mobility, power sport, programmable logic controllers (PLC), bar code scanners, exercise equipment, faucets, flushers, imaging (x-ray), pagers, power utility meters, RAID controller cache, re-closure, downhole drilling and exploration, and emergency lighting as well as other various consumer products. Sales under industrial and distribution programs accounted for substantially all the Company's revenues during the past three fiscal years and no one customer accounted for 10% or more of the Company's total revenues during these years.

**Item 7. Describe the Issuer's Facilities**

The Company's principal executive office, sales and distribution facility is located at 301 Central Park Drive, Sanford, Florida 32771. This facility, which consists of approximately 8,000 square feet of space, is leased from RKW Holdings Ltd., a Florida Limited Partnership, controlled by Wayne Thaw, an executive officer, director and shareholder of the Company. The Florida lease renewed in February 2017 and extends through June 30, 2019 without increase. The Company currently pays a base rent of \$9,365 per month, inclusive of sales tax. The Company is also responsible for the payment of all insurance, property, and other taxes related to the leased facilities. Property taxes currently estimated at \$900 per month, inclusive of sales taxes, are accrued on a monthly basis.

The Company leases from a non-affiliated company, a sales, distribution and assembly facility at 3601 W MacArthur Boulevard, Suites 909-911, Santa Ana, California, 92704. This facility consists of 4,620 square feet of space. The California lease commenced on July 1, 2014 with annual increases in base rent of approximately 4% through the expiration date of August 31, 2019. The Company currently pays a base rent of \$5,012 per month, which is subject to increase for its share of the landlord's increased operating expenses. The Company owns production equipment consisting primarily of welding, soldering, testing, and inspection equipment which has been sufficient for its needs to date.

Information related to future minimum rental payments for operating lease obligations and related party expense can be found under footnote 4, page 8.

**Item 8. Officers, Directors and Control Persons**

**A. Directors and Executive Officers**

**1. Directors**

Name	Position with Company	Director Since
Wayne Thaw	Chairman of the Board, CEO	1983
Mitchell Thaw	Director, President & COO	1998
Anthony Guadagnino	Director	2004

The following information is provided regarding the Company's directors, all of whom are United States citizens:

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Wayne Thaw, age 60, has served as Chairman of the Board and Chief Executive Officer since 2000 and a director since 1983. From 1987 until 2013, Mr. Thaw served as President and Chief Operating Officer of the Company. He has been a full-time employee since 1980.

Mitchell Thaw, age 61, has been a director of the Company since 1998 and President and Chief Operating Officer since 2015. For over 25 years, Mr. Thaw was engaged in various Wall Street trading and management positions and has expertise and experience in numerous Wall Street products, options, structured products, stocks, warrants, program trading, convertible bonds, corporate and government bonds. Mr. Thaw received a BA from the University of Miami.

Anthony Guadagnino, age 70, has been a Director since 2004. He has been determined by the Board of Directors to be “independent” as that term is defined in Rule 10 A-3 under the Securities and Exchange Act of 1934, as amended. Mr. Guadagnino is President and owner of Presidential Group South, LLC, a property management company, since 1985. Mr. Guadagnino has been in property management since 1975 and has served as a senior accountant at Eisen & Lubin, a New York City CPA firm. He is a graduate of the City College of New York, Bernard Baruch School of Business with a BSBA, Accounting.

**2. Executive Officers**

Name	Position with Company	Officer Since
Wayne Thaw	Chairman of the Board, Chief Executive Officer	2000
Mitchell Thaw	President, Chief Operations Officer and Director	2015
Anne S. Provost	Chief Financial Officer	2008

The following information is provided regarding the Company’s executive officers not already described herein, all of whom are United States citizens:

Anne Provost, age 53, has been Chief Financial Officer of the Company since 2008. She was President and Chief Operating Officer from 2013 until 2015. She has served in administration and accounting for the Company since 1996. She has her BSBA, Accounting and MBA from the University of Central Florida.

**B. Legal/disciplinary history**

**Please identify whether any of the executive officers and directors have, in the last five years, been the subject of:**

1. **A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);** None
2. **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 or banking activities;** None
3. **A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission**

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or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended or vacated; None

4. The entry 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 activity; None

**C. Beneficial Shareholders**

**Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities.**

As of March 31, 2018, (a) all persons or groups known by TNR Technical, Inc. to be the beneficial owners of 5% or more of its outstanding Common Stock and (b) all the Company's directors and executive officers as a group.

Title of Class	Name of Beneficial Owner	Number of Shares	Approx. Percent
Common Stock	Wayne Thaw and his wife Kathie Thaw	120,170 (1)	38%
Common Stock	Mitchell A. Thaw	50,979 (1)	16%
Common Stock	Anthony Guadagnino	1,000	.3%
Common Stock	Anne Provost	1,000	.3%
Common Stock	All Directors and Officers as a Group	173,149	54%
Common Stock	Poplar Point Capital Resident Agent: Jad Fakhry 840 Hinckley Road, Suite 250 Burlingame, CA 94010	30,000	9%
Common Stock	Jason Holzer 407 Lake Cliff Trail Austin, TX 78746	20,000	6%

(1) Excludes 6,300 shares held by other family members.

The Company does not know of any arrangement or pledge of its securities by persons now considered in control of the Company that might result in a change of control of the Company. Beneficial owners not otherwise indicated can be contacted at 301 Central Park Drive, Sanford, Florida 32771.

**Item 9. Third Party Providers**

The following are the name, address, telephone number and email address of each of the outside providers listed below that advise the Company on matters relating to operations, business development and disclosure:

Legal Counsel  
 Steven Morse, Esq.  
 Morse & Morse, PLLC  
 1400 Old Country Road, Ste. 302  
 Westbury, NY 11590

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Telephone: 516.487.1446  
Website: www.morseandmorse.com  
Email: morgold@aol.com

Accountant

Preparation of the Company's financial statements is the responsibility of the Company's management. The Company's independent accounting firm, BDO USA, LLP ("BDO") was not engaged to issue an opinion or to review this quarterly statement.

Accountant contact information:

BDO USA, LLP  
201 South Orange Avenue, Suite 800  
Orlando, FL 32801-3421  
Telephone: (407) 841-6930  
Facsimile: (407)841-6347  
Attn: Tara Miller  
E-mail: tmiller@bdo.com

All Other Fees

The Company does not utilize the services of any third-party investor relations consultant or other advisor.

**Item 10. Issuer's Certifications**

We, Wayne Thaw, CEO and Anne S. Provost, CFO, certify that:

1. We have reviewed this quarterly disclosure statement of TNR Technical, Inc.;
2. Based on our knowledge, this quarterly 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, considering the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on our 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.

DATE: May 10, 2018

/s/ Wayne Thaw, Chief Executive Officer  
/s/ Anne S. Provost, Chief Financial Officer