

TMMI
2734 – Beaver Run Boulevard Suite B17
Surfside Beach, South Carolina, 29575

1-800-806-2148
info@tmmi.us
[SIC Code: 3651]

Quarterly Report
For the Period Ending: December 31, 2022
(the "Reporting Period")

As of December 31, 2022 (Annual), the number of shares outstanding of our Common Stock was:

544,971,809

As of September 30, 2022 (Third Quarter), the number of shares outstanding of our Common Stock was:

544,971,809

As of June 30, 2022 (Second Quarter), the number of shares outstanding of our Common Stock was:

544,971,809

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 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: ☒

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

Yes: ☐ No: ☒

¹ "Change in Control" shall mean any events resulting in:

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

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

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

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

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

TMM, Inc.
2734 – Beaver Run Boulevard Suite B17
Surfside Beach, South Carolina, 29575

Name Changed as of April 1, 1991

Randy Jackson Entertainment Corporation
16633 VENTURA BLVD., SUITE 1450 ENCINO CA 91436

Name Changed as of November 9, 1988

Party Bookings, Inc.
Unknown Address

Name Changed as of October 8, 1986

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

TMM, Inc.
- Incorporated in: Nevada
- Status: Active

Randy Jackson Entertainment Corporation
- Incorporated in: Nevada
- Status: Inactive

Party Bookings, Inc.
- Incorporated in: Nevada
- Status: Inactive

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

None

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

None

The address(es) of the issuer's principal executive office:

2734 – Beaver Run Boulevard Suite B17
Surfside Beach, South Carolina, 29575

The address(es) of the issuer's principal place of business:

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

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below:

N/A

Trading symbol:	<u>TMMI</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>87258Q 10 8</u>
Par or stated value:	<u>\$0.001</u>

Number of shares in the Public Float²: 284,952,324_ as of date: December 31, 2022
Total number of shareholders of record: 895 as of date: December 31, 2022

Name: Nevada Agency and Transfer Company
Phone: 775-322-0626
Email: tiffany@natco.com
Address: 50 W Liberty St # 880, Reno, NV 89501

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☒

Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>N/A</u> Common: <u>N/A</u> Preferred: <u>N/A</u>	*Right-click the rows below and select "Insert" to add rows as needed.
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³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Shares Outstanding on Date of This Report:									
Ending Balance									
Ending Balance:									
Date: N/A		Common: N/A Preferred: N/A							

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through September 30, 2020 pursuant to the tabular format above.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
<u>May 18, 2016</u>	<u>25,000</u>	<u>25,000</u>	<u>6,575</u>	<u>Dec 22</u>	<u>N/A</u>	<u>Charles Wright</u>	<u>Loan</u>
<u>January 1, 2016</u>	<u>293,500</u>	<u>293,500</u>	<u>78,471</u>	<u>Oct 22</u>	<u>N/A</u>	<u>North Gulf Shore Management, Inc. David Wiggins</u>	<u>Loan</u>
<u>October 1, 2017</u>	<u>-0-</u>	<u>350,000</u>	<u>5,163</u>		<u>350,000 converted to 350,000 preferred B 74,593,876 common</u>	<u>North Gulf Shore Management, Inc. David Wiggins</u>	<u>Loan</u>
<u>December 14, 2017</u>	<u>2,062</u>	<u>858,461</u>	<u>2,659</u>	<u>Oct 22</u>	<u>650,000 converted to 650,000 preferred B 138,531,483 common</u>	<u>North Star Venture Holdings, Inc. Susan Bala</u>	<u>Loan</u>
<u>December 9, 2018</u>	<u>427,000</u>	<u>427,000</u>	<u>133,736</u>	<u>Oct 22</u>	<u>N/A</u>	<u>North Gulf Shore Management, Inc David Wiggins</u>	<u>Loan</u>
<u>August 10, 2018</u>	<u>32,000</u>	<u>32,000</u>	<u>3,920</u>	<u>Oct 22</u>	<u>N/A</u>	<u>North Star Ventures Holdings, Inc. Susan Bala</u>	<u>Loan</u>
<u>Dec. 1, 2020</u>	<u>30,000</u>	<u>30,000</u>	<u>5,484</u>	<u>Oct 22</u>	<u>N/A</u>	<u>North Gulf Shore Management, Inc. David Wiggins</u>	<u>Loan</u>

<u>Dec. 1, 2020</u>	<u>18,500</u>	<u>18,500</u>	<u>2,268</u>	<u>Oct 22</u>	<u>N/A</u>	<u>North Star Ventures Holdings, Inc. Susan Bala</u>	<u>Loan</u>
<u>Feb. 2021</u>	<u>1,000</u>	<u>1,000</u>	<u>117</u>	<u>Oct 22</u>	<u>N/A</u>	<u>Susan Bala</u>	<u>Loan</u>
<u>March 2021</u>	<u>24,000</u>	<u>24,000</u>	<u>3,081</u>	<u>Oct 22</u>	<u>N/A</u>	<u>North Gulf Shore Management, Inc. David Wiggins</u>	<u>Loan</u>
<u>May 2021</u>	<u>2,800</u>	<u>2,800</u>	<u>329</u>	<u>Oct 22</u>	<u>N/A</u>	<u>North Gulf Shore Management, Inc. David Wiggins</u>	<u>Loan</u>
<u>June 6 2021</u>	<u>250,000</u>	<u>250,00</u> <u>0</u>	<u>13,000</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Charles Wright</u>	<u>Loan</u>
<u>June 6 2021</u>	<u>250,000</u>	<u>250,00</u> <u>0</u>	<u>15,000</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Charles Wright</u>	<u>Loan</u>
<u>May 20, 2021</u>	<u>-0-</u>	<u>250,00</u> <u>0</u>	<u>-0-</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>North Gulf Shore Inc</u>	<u>Loan</u>
<u>June 22, 2021</u>	<u>250,000</u>	<u>250,00</u> <u>0</u>	<u>15,000</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Andrew S Wright 2011 Trust Christopher Noyes</u>	<u>Loan</u>
<u>June 22, 2021</u>	<u>100,000</u>	<u>100,00</u> <u>0</u>	<u>6,000</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Charles Wright Jr 2011 Trust Christopher Noyes</u>	<u>Loan</u>
<u>June 7 2021</u>	<u>-0-</u>	<u>60,000</u>	<u>-0-</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>David M Nissman</u>	<u>Loan</u>
<u>June 5 2021</u>	<u>-0-</u>	<u>20,000</u>	<u>-0-</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Michael Nissman</u>	<u>Loan</u>
<u>June 7 2021</u>	<u>-0-</u>	<u>10,000</u>	<u>-0-</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Alexander Nissman</u>	<u>Loan</u>
<u>June 7 2021</u>	<u>-0-</u>	<u>10,000</u>	<u>-0-</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Carolina Giraldo</u>	<u>Loan</u>
<u>June 20 2021</u>	<u>50,000</u>	<u>50,000</u>	<u>3,000</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Steve Parkinson</u>	<u>Loan</u>
<u>June 16 2021</u>	<u>-0-</u>	<u>100,00</u> <u>0</u>	<u>-0-</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04 per share additional</u>	<u>Matthew Chipman</u>	<u>Loan</u>
<u>July 16, 2021</u>	<u>-0-</u>	<u>25,000</u>	<u>-0-</u>	<u>Dec 22</u>	<u>.02 per shares common Plus ½ warrant @ .04</u>	<u>Michael Kozole</u>	<u>Loan</u>
<u>TOTAL ALL</u>	<u>1,755,862</u>		<u>295,803</u>				

4) Financial Statements

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

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Michael Kozole, CPA
Title: Treasurer and CFO
Relationship to Issuer: Officer and Director

The financial statement has been submitted and incorporated by reference.

5) Issuer's Business, Products and Services

TMMI, Inc. (TMMI) is a technology company specializing in digital video compression and playback software. Founded in 1990, the company is a pioneer in digital video developing the world's first video that played from 1x CD- ROM and released "TMM Softvideo version 1.1", the world's first software only video on the market using RLE (Run Length Encoding) without the need for dedicated hardware. In 1992 TMMI was the co-developer in bringing Iterated Systems Inc.'s VDK Fractal Image compression technology to video and financially underwrote the development of this technology between 1993 and 2000.

In 2012/13 TMM, Inc. created its own upgraded derivative of Iterated Systems Inc.'s licensed VDK 2.1, rebranded as TRUDEFTM VDK3 supporting modern multi core, multi-threaded AMD64 bit hardware. TMM, Inc., also developed its own TRUDEF Fractal Video Player for Windows 7/8 that plays high quality 4k VDK3 2x2 block encoded Intra Frame video at high bitrates on commodity hardware. The TRUDEF Fractal Video Player was intended for Digital Cinema and Home Theater markets.

In 2018/19, TMM, Inc. developed its Universal Windows Platform (UWP) compliant TRUDEFTM Video Player with a custom internal video pipeline designed to improve HEVC and AV1 visual quality on large resolution screens and future support for VDK3 Fractal Video. TMMI's source code base has been upgraded for compiling with Microsoft Studio 2017 supporting Windows 10-64.

TMM, Inc. has a co-development agreement with a third-party technology company, Code Baby, to create avatar technology applications for use in multiple market sectors.

A. Please list any subsidiaries, parents, or affiliated companies.

TMM, Inc. acquired a wholly owned subsidiary, Digital Focus Inc. (DFI) by means of an exchange of shares. DFI had rights to the PVS/SGI Unix version license of the VDK 2.2 compressor TMMI developed with Iterated Systems, Inc. The ownership of that license has been the subject of litigation. DFI has no operations.

B. Describe the issuers' principal products or services.

The Company has historically been a leader in the development of high-quality video. Presently, it is shifting from a software development company only to a market focus with the production of its video player and featuring self-

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

branded products and customized video systems. In addition, the company has a co-development agreement in place to create new high-quality applications and uses for its video technology in avatar applications.

6) Issuer's Facilities

The Issuer's principal administrative office is in South Carolina. The Company is using facilities that are owned by directors and shareholders of TMMI for no compensation.

7) Company Insiders (Officers, Directors, and Control Persons)

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Michael K. Kozole	<u>CFO, Treasurer, Director</u>	<u>8240 Wilson St., Philadelphia, PA, 19136</u>	<u>500,000</u>	<u>Common</u>	0.07%	
<u>Susan Bala</u>	<u>North Star Ventures Holding, Inc. -- President, CEO and Director of TMMI</u>	<u>2618 18th St S, Moorhead, MN, 56560</u>	<u>125,979,399</u> 650,000	<u>Common</u> Series B Preferred Stock	<u>16.87%</u>	<u>Series B Preferred Stock, Convertible to common stock at a rate of 200 for 1</u>
<u>David Wiggins</u>	<u>North Gulf Shore Management, Inc.</u>	<u>2151 North Gulf Shore Blvd Unit #107, Naples, FL, 34102</u>	<u>74,593,876</u> 350,000	<u>Common</u> Series B Preferred Stock	<u>9.99%</u>	<u>Series B Preferred Stock, Convertible to common stock at a rate of 200 for 1</u>

8) Legal/Disciplinary History

A. Please identify whether any of the persons or entities listed above have, in the past 10 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, 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; or

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 activities.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

On March 21, 2013, the Company and its subsidiary, Digital Focus, Inc. (DFI), filed a lawsuit in the Eighth Judicial District Court for Clark County, Nevada (the "Court") against Dimension, Inc. and related parties in order to protect and resolve its rights as to certain intellectual property. In response to the Company's complaint, Dimension filed a cross-complaint alleging ten causes of action, among them malicious prosecution, and declaratory relief. In recent years, however, the Company has completed development of new digital compression and scaling technologies that are unrelated to the Company's original technology that is the subject of the lawsuit. The Company's new technologies include new proprietary algorithms that are described at least in part in provisional patent

applications filed by the Company in 2015. As a result of such new product developments, the Company no longer saw the need to continue to spend valuable resources litigating over technology that was not in development by the Company. Accordingly, upon motion made by the Company and granted by the Court, the Company's claims against the Defendants were voluntarily dismissed on January 21, 2016. On or about April 25, 2016, the Court granted in part TMMI's motion for summary judgment on Dimension's counterclaims and dismissed almost all of the counterclaims, leaving only the two abuse of process and declaratory relief claims. Ultimately, Dimension dismissed the abuse of process claim without prejudice. After a trial held in November of 2016, the Court entered judgment in Dimension's favor and declaring that Dimension was the owner of the single certain PVS/SGI license in question. Following the trial, Dimension filed a motion for an award of attorney's fees, which was denied by the court. Costs in the approximate amount of \$54,000 were awarded to Dimension. Both parties appealed to the Nevada Supreme Court, and in December of 2018, the Nevada Supreme Court upheld both the declaratory judgment in favor of Dimension and in favor of TMMI, the denial of Dimension's motion for attorney's fees.

In July of 2019, Dimension filed a new case in the Court against the Company and certain of its current and former officers again alleging an abuse of process claim related to the original suit described above. In September of 2019, the Company moved to dismiss this new suit based on Nevada's Anti-SLAPP statute as the matters have been settled by the court. The Company's motion to dismiss anti-SLAPP was denied on the basis of a technical issue of Rec Judicata. The Company took an interlocutory appeal of that decision to the Nevada Supreme Court. At a settlement conference held in February of 2020, the parties reached an agreement in principle to settle the litigation and any and all claims between them. That proposed settlement did not reach an agreeable conclusion. TMMI's appeal of the Rec Judicata issue in its Anti-SLAPP Motion was voluntarily withdrawn by TMMI to consolidate its resources for a final adjudication of the litigation. The court approved the withdrawal on October 19, 2020 and TMMI proceeded in the litigation preparing its counterclaim against Dimension, Inc. for damages in excess of \$5,000,000.00. TMMI's counter claim for \$5,000,000 against Dimension, Inc. has now been filed and accepted by the Nevada State court. TMMI also filed a claim against Lawrence Panik, a former TMMI shareholder, in conjunction with the Dimension counter claim for claims including using inside information to usurp the Company's corporate opportunities against the interests of all other shareholders . Dimension/Panik lost the motion to dismiss under the Nevada Anti-SLAPP statute and subsequently filed an appeal of the decision. Settlement discussions have not been fruitful. The Company has timely filed its response to the Dimension/Panik appeal.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: Adam Knecht, Partner
Firm: Lex Tecnica
Address 1: 10161 Park Run Drive
Las Vegas, Nevada, 89144
Address 2:
Phone: (702) 241-8585
Email: adam@lextecnica.com

Accountant or Auditor

Name: Michael Kozole, CPA
Address 1: 8240 Wilson Street Philadelphia, PA 19136
Phone: 215 407-6224
Email: kscpamike@gmail.com

Other Service Providers

None

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, Susan Bala, President and CEO certify that:

1. I have reviewed this Quarterly Disclosure Statement of TMM, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 31, 2023

/s/ Susan Bala
President and CEO

Chief Financial Officer and Treasurer:

I, Michael K. Kozole certify that:

1. I have reviewed this Quarterly Disclosure Statement of TMM, Inc.
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 31, 2023

/s/ Michael K Kozole

Michael K Kozole, Chief Financial Officer – Treasurer