Verify Smart Corp.

Amendment to Annual Report - VSMR Annual 6/2025 for 06/30/2025 originally published through the OTC Disclosure & News Service on 10/16/2025

Explanatory Note:
Added Control Persons Item 3A

**This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

Verify Smart Corp.

40 Hillside Ave
Mahwah NJ 07430
(973) 897-6294
https://www.vsmr-verifysmart.com/
info@verifysmartcorp.com

Annual Report

For the period ending 06/30/2025 **(the "Reporting Period")**

Outstanding Shares

The number of shares outstanding of our Common Stock was:

287,948,748 as of 06/30/2025 *(Current Reporting Period Date or More Recent Date)*

227,948,748 as of 06/30/2024 *(Most Recent Completed Fiscal Year End)*

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control[5] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

[5] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

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

The current name of the issuer is Verify Smart Corp. (the "Issuer" or the "Company"). The name of the Issuer was changed from Treasure Explorations Inc. to Verify Smart Corp. on 3/19/09.

Current State and Date of Incorporation or Registration: Nevada 05/31/2006
Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
None

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

None

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

None

Address of the issuer's principal executive office:

40 Hillside Ave, Mahwah NJ 07430

Address of the issuer's principal place of business:
☒ *Check if principal executive office and principal place of business are the same address:*

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

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Transfer Online, Inc.
Phone: (503) 227-2950
Email: info@transferonline.com
Address: 512 SE Salmon St. Portland, OR 97214

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	VSMR	
Exact title and class of securities outstanding:	Common	
CUSIP:	92346H102	
Par or stated value:	$.001	
Total shares authorized:	1,000,000,000	as of date: 06/30/2025
Total shares outstanding:	287,948,748	as of date: 06/30/2025
Total number of shareholders of record:	149	as of date: 06/30/2025

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

None

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

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

Exact title and class of the security:	None	
Par or stated value:		
Total shares authorized:		as of date:
Total shares outstanding:		as of date:
Total number of shareholders of record:		as of date:

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

None

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

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

Each Stockholder shall have one vote for every share of stock having voting rights registered in his name on the record date for the meeting

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

None

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

None

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities ***in the past two completed fiscal years and any subsequent interim period****.*

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

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

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:
No: ☐ Yes: ☒ (If yes, you must complete the table below)

Shares Outstanding Opening Balance: Date 06/30/2023 Common: 226,948,748 Preferred: None			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g., new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to.** *****You must disclose the control person(s) for any entities listed.**	**Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**
08/15/2023	New	750,000	Common	.001	Yes	Jeffrey Stein, Esq	Retainer Legal Services	Restricted	Rule 144
12/18/2023	New	250,000	Common	.001	Yes	Jeffrey Stein, Esq	Retainer Legal Services	Restricted	Rule 144
06/12/2025	New	50,000,000	Common	.001	Yes	Perseverance Capital Partner LLC, Richard Halden	Partial Payment for 2FA Trademarks	Restricted	Rule 144
06/30/2025	New	10,000,000	Common	.03	No	Pinnacle Consulting Services Inc., Robert Hymers III, President	Payment for Consulting Services	Restricted	Rule 144
Shares Outstanding on Date of This Report: Ending Balance: Date 06/30/2025 Common: 287,948,748 Preferred: None									

Example: A company with a fiscal year end of December 31st 2024, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2023 through December 31, 2024 pursuant to the tabular format above.

Any additional material details, including footnotes to the table are below:
None

B. Convertible Debt

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

[☒] Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance ($)	Outstanding Balance ($) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion[6]	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
Total Outstanding Balance:				**Total Shares:**				

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

None

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

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

Licensing of patents, acquiring similar technology patents, partnering and developing software with other companies.

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

Stewart IT Services (Sole Proprietorship)

C. Describe the issuers' principal products or services.

The Company has exclusive global licensing rights for Two Factor Authentication patents (Verifying a User in an Electronic Transaction) in Canada and South Korea as well as the corresponding Trademarks i.e., 2FA, 2PA and MFA, Two-Factor Authentication, Two-Part Authentication, and Multi-Factor Authentication

The Company has licensed the patented technology to multiple Financial Institutions, Telecommunications Companies, Crypto Currency Companies, including Microsoft.

The Company actively seeks to protect infringement by third parties on these patents and Trademarks

[6] The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company has exclusive global licensing rights for Two Factor Authentication patents (Verifying a User in an Electronic Transaction) in Canada and South Korea as well as the corresponding Trademarks i.e., 2FA, 2PA and MFA, Two-Factor Authentication, Two-Part Authentication, and Multi-Factor Authentication

The Company does not own or lease any properties.

6) All Officers, Directors, and 5% Beneficial Owners of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.
If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Individual Name (First, Last) **or Entity Name** (Include names of control person(s) if a corporate entity)	**Position/Company Affiliation** (ex: CEO, ≥ 5% beneficial owner)	**City and State** (Include Country if outside U.S.)	**Number of Shares Owned** (List common, preferred, warrants and options separately)	**Class of Shares Owned**	**Percentage of Class of Shares Owned** (undiluted)
LVP Consulting Corp. Lou Pingitore	Owner of more than 5%	Pittstown NJ	30,000,000	Common	10.42%
Randy Moseley	CFO	Cleveland TX	1,000,000	Common	0.35%
Richard Halden	CEO	Fort Worth, TX	4,000,000	Common	1.39%
Perseverance Capital Partners LLC Richard Halden	Owner of more than 5%	EASTLAND TX	32,821,428	Common	11.40%
CKEC Trust Noreen Cinotti	Owner of more than 5%	Mahwah NJ	25,000,000	Common	8.68%
Lisa M Labadia Living Trust	Owner of more than 5%	Guilford CT	15,080,000	Common	5.24%

Anthony Cinotti	Director	Mahwah NJ	0	Common	0.00%
Sandy Manata	Director	East Brunswick, NJ	4,500,000	Common	1.56%
Anthony Lalley	Director	Franklin Lakes, NJ	2,050,000	Common	0.71%
Annamarie Seabright	Director COO,CCO	Temecula, CA	6,000,000	Common	2.08%
Adam Becker	Assistant COO	Smithtown New York	1,000,000	Common	0.35%
Anastasia Giourgas	CMO	Temecula, CA	1,000,000	Common	0.35%
Stewart Goodin	Director, CTO	Delta BC Canada	250,000	Common	0.09%
Greg Barna	Director	TOMS RIVER, NJ	5,000,000	Common	1.74%
Donald Edward Williams JR.	Director, CIO	WINTER PARK FL	1,800,000	Common	0.63%
James Rose	Director	FORT WORTH TX	1,034,508	Common	0.36%
Jay Gentry	Director	EASTLAND TX	350,200	Common	0.12%

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

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

None

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

None

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

None

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

None

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

None

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

On June 17, 2023 the Company filed suit in the United States District Court for The District Of New Jersey vs Perseverance Capital Partner, LLC et. al. claiming that the defendants breached their contracts with the Company, fraud, defamation and tortious interference with the business of the Company. The suit was withdrawn by the Company.

On June 29, 2023, the Company filed a lawsuit in the Superior Court of New Jersey, Bergen County against the Patent holder for breach of contract, tortuous interference etc. The case was dismissed.

On June 12, 2024, the Company re-filed the lawsuit in the Superior Court of New Jersey, Bergen County against the Patent holder for breach of contract, tortuous interference etc. The suit was withdrawn by the Company.

The Company filed a new lawsuit in Nevada against the Patent holder for breach of contract, tortuous interference etc. The case continues.

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.
Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel

Name:	Jean-Marc Zimmerman
Firm	Lucosky, Brookman
Address 1:	101 Wood Avenue South
Address 2:	Woodbridge NJ 08830
Phone:	732-395-4413
Email:	jmzimmerman@lucbro.com

Accountant or Auditor

Name:	Nancy Davis
Firm:	Independent Accountant
Address 1:	41 Greenside Lane
Address 2:	Sanford, NC 27332
Phone:	619-787-7623
Email:	nd_design_nc@hotmail.com

Investor Relations

Name:	None
Firm:	
Address 1:	
Address 2:	
Phone:	

Email:

All other means of Investor Communication:

X (Twitter):
Discord:
LinkedIn
Facebook:
[Other] Website https://www.vsmr-verifysmart.com/

Other Service Providers

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

Name:	Jean-Marc Zimmerman
Firm:	Lucosky, Brookman
Nature of Services:	Corporate Attorney
Address 1:	101 Wood Avenue South Woodbridge NJ 08830
Address 2:	
Phone:	732-395-4413
Email:	jmzimmerman@lucbro.com

9) Disclosure & Financial Information

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

Name:	Anthony J. Cinotti
Title:	President, Director
Relationship to Issuer:	Employee

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:	Nancy Davis
Title:	
Relationship to Issuer:	Outside accountant

Describe the qualifications of the person or persons who prepared the financial statements:[5]

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

Nancy Davis provides services to public companies including preparation and filing of required financial reports with the Securities and Exchange Commission and OTC Markets since 2001. Liaison for companies preparing to go public, working with the board of directors, auditing firms and legal counsel to prepare all required documentation.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity);
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable." Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Richard Halden certify that:

1. I have reviewed this Disclosure Statement for Verify Smart 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.

10/15/2025

Richard Halden, CEO

(Digital Signatures should appear as "/s/ [ ]")

Principal Financial Officer:

I, Randy Moseley certify that:

1. I have reviewed this Disclosure Statement for Verify Smart 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.

10/15/2025

_____

Randy Moseley, CFO

(Digital Signatures should appear as "/s/ [ ]")