

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

GIFA, Inc.

Dr Fazil Kucuk Boulevard
Hamitkoy Junction
Lefkosa, Northern Cyprus
Mersin 10, Turkey 99010
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www.gifainc.net
info@gifainc.net
7370

**Annual Report
For the Period Ending: December 31, 2020
(the "Reporting Period")**

As of September 17, 2021, the number of shares outstanding of our Common Stock was 160,931,844

As of September 30, 2020, the number of shares outstanding of our Common Stock was 160,931,844.

As of December 31, 2020, the number of shares outstanding of our Common Stock was 160,931,844.

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

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

Firefish, Inc. April 29, 2008

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.

GIFA, Inc., as of October 17, 2017

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):

Nevada, status: Active

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:

Dr Fazil Kucuk Boulevard
Hamitkoy Junction
Lefkosa, Northern Cyprus
Mersin 10, Turkey 99010

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:

2) Security Information

Trading symbol:	GIFX
Exact title and class of securities outstanding:	Common Stock
CUSIP:	31816P 103
Par or stated value:	\$0.001
Total shares authorized:	500,000,000 as of September 20, 2021
Total shares outstanding:	160,931,844 as of September 20, 2021
Number of shares in the Public Float ² :	39,587,344 as of September 20, 2021
Total number of shareholders of record:	45 as of date September 20, 2021

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

All additional class(es) of publicly traded securities (if any):

Trading symbol: NA
 Exact title and class of securities outstanding: _____
 CUSIP: _____
 Par or stated value: _____
 Total shares authorized: _____ as of date: _____
 Total shares outstanding: _____ as of date: _____

Transfer Agent

Pacific Stock Transfer Co.
 6725 Via Austi Parkway
 Suite 300
 Las Vegas, NV 89119
 800-785-7782
www.pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No: ☐

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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

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</u> <u>Balance</u> Date <u>December 31, 2018</u> Common: <u>160,931,844</u> Preferred: _____			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new)	Number of Shares	Class of Securities	Value of share	Were the shares	Individual/ Entity Shares	Reason for share issuance	Restricted or Unrestricted	Exempt or

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

	issuance, cancellation, shares returned to treasury)	Issued (or cancelled)		s issued (\$/per share) at Issuance	issued at a discount to market price at the time of issuance? (Yes/No)	were issued to (entities must have individual with voting / investment control disclosed).	(e.g. for cash or debt conversion) -OR- Nature of Services Provided	ted as of this filing.	Registration Type.
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance</u> <u>Ending Balance:</u> Date <u>December 31, 2020</u> Common: <u>160,931,844</u> Preferred: _____									

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended June 30, 2021, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2019 through June 30, 2021 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table 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.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

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: **Berman Hopkins CPAs & Associates, LLP**
Title: **CPA**
Relationship to Issuer: **Third-party Service Provider**

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance Sheet;
- D. Statement of Income;
- E. Statement of Cash Flows;
- F. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- H. Audit letter, if audited

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.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

- A. Annual Report - Balance Sheet – Incorporated by Reference to the Consolidated Financial Statements and Notes thereto for the years ended December 31, 2020 and 2019 posted separately on OTC Markets on September 1, 2021.
- B. Annual Report - Statement of Income -- Incorporated by Reference to the Consolidated Financial Statements and Notes thereto for the years ended December 31, 2020 and 2019 posted separately on OTC Markets on September 1, 2021.
- C. Annual Report - Statement of Cash Flows – Incorporated by Reference to the Consolidated Financial Statements and Notes thereto for the periods ending December 31, 2020 posted separately on OTC Markets on September 1, 2021.
- D. Annual Report - Statement of Changes in Shareholders' Equity – Incorporated by Reference to the Consolidated Financial Statements and Notes thereto for the years ended December 31, 2020 and 2019 posted separately on OTC Markets on September 1, 2021.
- E. Annual Report - Financial Notes – Incorporated by Reference to the Consolidated Financial Statements and Notes thereto for the years ended December 31, 2020 and 2019 posted separately on OTC Markets on September 1, 2021.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

Overview

GIFA, Inc. was incorporated in the State of Nevada on April 29, 2008 under the name "Firefish, Inc." The Company was initially formed as a start-up education venture that intended to develop an online social networking portal with associated mobile device functionality targeted to young, lower middle class residents of India. As of December 31, 2020, the Company was conducting educational competitions for school children – the "Primary Olympiad" (an annual English, Math and Science competency competition targeted at children in grades 1 through 5) and the "Middle School Olympiad" – a similar competition aimed at middle school children. During the years ended December 31, 2020 and 2019, the Company's annual "Olympiad" competition had approximately 7,000 registrants participating from 300 - 600 schools. The Company also partnered with state governments to conduct teacher training and certification programs, as well as to provide content customization services and training. The Company had developed a spoken English program to address the large demand among Indians to learn English.

In addition, the Company offered mobile and internet marketing services to retailers. The Company developed an online platform that allowed retailers to log into their account, choose a consumer segment to which to send their advertising message (allowing a retailer to target individuals based on criteria such as age, gender, location and income levels), compose the advertising message to send, personalize the message via addressing the consumer by name, and schedule the message for later delivery.

Change of Control

On September 26, 2017, the Company's then President and sole Director, Ralph M. Amato delivered to the Company an aggregate of 66,550,660 shares of the Company's common stock, par value \$0.001 (the "Common Stock") which were cancelled and returned to the Company as treasury stock. These shares had been originally issued to the Company's founder, Harshawardhan Shetty, who resigned in August 2017 from all positions with the Company. All of the shares were subsequently cancelled and became treasury stock and Mr. Amato also resigned as an officer and director of the Company and elected Mr. Ilksen Yesilada as the Company's sole officer and director on the same date.

Following the election of Mr. Yesilada as a Director of the Company, on October 8, 2017, Mr. Yesilada elected Yusuf Kisa to serve as a Director of the Company and the Company's Board of Directors elected Mr. Ilksen Yesilada as Chief Executive Officer and Treasurer, Mr. Yusuf Kisa as President, Ms. Hulya Sonmez as Secretary and Mr. William M. Aul as Assistant Secretary. The Company also issued an aggregate 100,000,000 shares of Common Stock to persons associated with Mr. Ilksen Yesilada pursuant to the exemption provided by Section 4(a)(2) of the Securities Act of 1933, as amended and Regulation S as promulgated by the Securities and Exchange Commission thereunder. All of the 100,000,000 shares were issued with a restricted securities legend and the Company did not pay or incur any fees or commissions to any third party in connection with the issuance of these shares. All of the shares were issued for services rendered and valued at \$0.001 par value.

On October 17, 2017 the Company amended its Articles of Incorporation to change the Company's name from Firefish, Inc. to GIFA, Inc. The Amendment also reduced the Company's authorized Common Stock from 1,000,000,000 to 500,000,000 and it authorized an aggregate of 10,000,000 shares of Preferred Stock, par value \$0.001. Subsequently, on September 28, 2018, the Company designated 1,000,000 shares of its Preferred Stock as "Series A Preferred Stock". The Shares of Series A Preferred Stock have 1,000 votes per share, and upon conversion, may be converted into such number of shares of the Company's Common Stock equal to 92% of the Company's then-outstanding shares of Common Stock (after which, 500 shares must be removed from the amount of shares resulting from such conversion).

Divestiture of Firefish Networks Private Limited

On September 30, 2018, the Company entered into an exchange agreement (the "Exchange Agreement") with Harshawadadhan Shetty, a previous major shareholder and Chief Executive Officer, President, and Director the Company, and certain other individuals who were officers of Firefish Networks Private Limited. Pursuant to the Exchange Agreement, Mr. Shetty agreed to cancel certain indebtedness owed to him by the Company (\$267,414.00 pursuant to a promissory note, and an additional \$25,623.00 owed by the Company to Mr. Shetty) in exchange for 1,521,945 shares of the Company's Common Stock; and subsequently, to exchange those 1,521,945 shares of Common Stock for 100% of the shares of FireFish Networks Private Limited owned by the Company. The exchange transactions were consummated on September 30, 2018, and as result, the Company divested control of Firefish Networks Private Limited.

Acquisition of GIFA Holding Limited and Reorganization

On September 30, 2018, the Company also entered into a reorganization agreement (the “Reorganization Agreement”) with Yusuf Kisa. Pursuant to this Reorganization Agreement, the Company issued 1,000,000 shares of its Series A Preferred Stock to Yusuf Kisa in exchange for 79,200 shares of Common Stock of Gifa Holding Limited, a company organized under the laws of the Turkish Republic of Northern Cyprus, representing 100% of the issued and outstanding shares of GIFA Holding Limited.

Gifa, Inc. Business Post-Change of Control and Reorganization (Principal Products and Services)

After the acquisition of GIFA Holding Limited (“GIFA Holding”), the business of the Company became the business of GIFA Holding. (Unless context indicated otherwise, references to “we”, “us”, “our”, or “the Company” or “GIFA” below refer to GIFA Holding and the Company on a consolidated basis.)

GIFA Holding is considered as a pioneering firm working alongside and in collaboration with variety of international corporations across the globe. It is a major financing broker & international trading company providing financial & banking services to clients across different continents.

The Company (through GIFA Holding) works with clients to develop sustainable business strategies and to deliver innovative concepts and solutions along the entire value supply demand chain by improving our clients’ performance and market position, from strategy to measurable results.

The Company is always ready and able to accommodate and facilitate all types of supply and demands requirements, from source (any global locations) to clients, including raw and refined materials, goods and services.

GIFA Inc. (through GIFA Holding) offers a range of comprehensive products and services including, but not limited to, the following:

- i. Financial services and consultancy, brokerage, business loans, project funding, crowdfunding advice and consultancy to private clients (individual and corporate clients).
- ii. Personal and professional business development and investment advice to private clients.
- iii. End-to-End Supply and Demand Chain Management – controlling and coordinating supply of materials to a wide range of entities that are globally involved in producing and delivering goods and services. GIFA Holding facilitates the supply and delivery of raw materials, finished products, goods, equipment and services shipping and delivery for manufacturers of gas and industrial equipment (i.e. PIPE - Generator – PUMP – Turbine – Valves – Fitting & Flange), manufacturers of agricultural equipment, industrial chemical producers, as well as many other types of businesses.
- iv. Travel & Tourism & Cargo - wide spectrum of activities and services in Transport, Travel, and Tourism, ranging from cargo transportation and logistics to shipping and chartering and from airline representation to corporate and leisure travel.
- v. Media (News and Marketing) - ownership under GIFA Holding of;
 - a. Yeni Bakis Newspaper
 - b. GIFA WebTV
- vi. Grandex Finance Ltd (acquired by GIFA Holding Ltd.) (<https://grandexfinance.com/>)
 - a. Offers consultancy, one-to-one advice, assistance and support to local businesses as well as opportunity to access international finance.
 - b. Provides local businesses and individuals small loans

The Company is currently operating and providing services to its’ clients from the headquarters of GIFA Holding (Dr Fazil Kucuk Boulevard, Hamitkoy Junction, Lefkosa, Northern Cyprus, 99040). Much of our income and profits

are derived from charging commissions on transactions of our clients that we have facilitated through our broad range of services. Our Company takes pride in simplification, harmonization and automation of all international trade procedures, particularly import and export procedures, transit requirements and procedures which are applied at all stages of all import and export transactions.

Along with receiving much recognition for our work in business, supporting small as well as medium to large businesses, we are renowned for having a strong moral compass, strong commitment to corporate social responsibility programs, giving back to the community and taking an environmental corporate social responsibility to reduce any damaging effects on the environment from business' processes.

Over the years, we have built close working relationship with prominent names in politics and media, and has been commended on its generous donations made to charities, fundraising events, sponsorship of athletes, civil society organizations and such activities and events.

GIFA is underpinned by has strong business ethics initiatives such as "Fair Trade" to ensure that a larger share of the final price of products GIFA is involved with provides fair returns to its producers, including farmers.

We pride ourselves in building customer relationships based on trust, respect, transparency and fairness.

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

As of December 31, 2020, Gifa, Inc. has one direct, wholly-owned subsidiary, which is GIFA Holding Limited. In addition, GIFA Holding Limited has a number of all majority-owned and controlled subsidiaries of the Company.

Gifa Holding Limited's consolidated subsidiaries, each of which is located in Turkish Republic of Northern Cyprus ("TRNC"), are:

- *Grandex Finance Ltd.*: Offers consultancy, one-to-one advice, assistance and support to local businesses as well as opportunity to access international finance.
- *Gifa Consulting Limited*: The principal business activity of this company is to assist its clients in the preparation of their business plans in support of their financing applications.
- *Gifaland Theme Park Limited*: The objective of this company is to construct and manage a theme park. Currently the company is completing the construction of the Group's headquarters.
- *Gifa Retirement Homes Limited*: This company is currently involved in two major projects: (i) A complex aimed at constructing and managing a complex with medical facilities for advanced aged living (ii) A children's hospital (pediatrics)
- *Gifa Nektar Import & Export Limited*: This Company is currently negotiating with a manufacturer of citrus fruit juice producer with the intent of exporting the products.
- *Grandex Finance Ltd.* as its wholly-owned subsidiary.
- Yeni Bakis Ltd. was incorporated in TRNC on October 4, 2014 for the purpose of producing the "Yeni Bakis" daily newspaper.
- Gifa Air Ltd. was incorporated in TRNC on December 15, 2014 for the purpose of providing travel agency services.
- Gifa Green Island Finance Ltd. is a dormant entity.
-

C. Describe the issuers' principal products or services.

See above

6) Issuer's Facilities

The goal of this section is to provide a potential investor 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, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

We do not own any property, real or otherwise. Our principal office is located at Dr Fazil Kucuk Boulevard, Hamitkoy Junction, Lefkosa, Northern Cyprus, Mersin 10, Turkey 99010, which serves as our principal headquarters and is owned by GIFA Holding. Our primary operations are conducted from this location.

On October 21, 2017, the Company entered into a Sale Agreement to purchase land and buildings on approximately 2,025 square meters located in Hamitkoy, Lefkosa, for the purchase price of £2,000,000. During 2017, £100,000 deposit was paid. However, because the subject matter real estate is mortgaged by the seller, the case is referred to the local courts and a decision was made for the mortgage to be paid at the latest by June 7, 2018 and that the Company is to pay for the purchase £2,030,000 (\$2,743, 501 U.S. Dollars) including interest. As of December 31, 2020, the breakdown of expenditure on real estate was as follows:

- Purchase price \$2,555,876
- Capitalized interest \$175,692
- Construction cost \$9,006,482

During the fiscal year ending December 31, 2020, we did not invest in real estate mortgages, nor did we invest in any securities of, or interests in persons engaged in real estate activities.

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

The goal of this section is to provide an investor 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 shareholders.

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, or any person that performs a similar function, regardless of the number of shares they own. **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 in the note section.**

As of December 31, 2020, the persons or entities owning 5% or more of any class of the Company's securities, as well as any officer, and any director of the company, or any person that performs a similar function, was as follows:

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer Title /Director/Owner	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note

	of more than 5%)					
Ilksen Yesilada	5% Owner	LEVENT 11B APT D1 AVTEPS SOKAK GONYELI LEFTKOSA MERSIN 10 TURKEY	90,000,000	Common	55.924%	
Yusuf Kisa	CEO, Sole Director, President, Principal Financial Officer	Dr Fazil Kucuk Boulevard Hamitkoy Junction Lefkosa, Northern Cyprus Mersin 10, Turkey 99010	0	NA	0	
Aygun Antas	Secretary	Dr Fazil Kucuk Boulevard Hamitkoy Junction Lefkosa, Northern Cyprus Mersin 10, Turkey 99010	0	NA	0	

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);

NA

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;

NA

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

NA

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.

NA

- 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 July 9, 2021, the President and a Director of our Company, Yusuf Kisa, was arrested by TRNC Police and charged with violating a newly amended law No 43/2020 (Law on Leasing, Factoring and Financing Companies and the Prevention of Usury) & the Law No 62/2017 (Banking Law of The TRNC) requiring all companies to ensure their memorandum of articles of association and all of their publications (online or offline) were in compliance with the mentioned laws and regulations.

It was considered by the authorities that both the GIFA Holding Limited and Grandex Finance Ltd) were non-compliant with the aforementioned laws.

While the Company generally is responsive to changes in TRNC, our accountant who is generally responsible for overseeing such matters had recently suffered a stroke leading up to this period and had to spend significant time at a rehabilitation hospital.

Following the arrest of Mr. Kisa, Mr. Kisa was requested to attend a court hearing on July 12, 2021. The TRNC Lefkosa District Court ordered that all necessary applications considered as violation of the relevant laws (as stated above) be corrected within 45 days of the date of the order (July 13th, 2021). Such changes include, among other things, amendments to both Gifa Holding Limited and Grandex Finance Ltd's articles of association.

Mr. Kisa was ordered to be released upon provision of surety bond on the same date.

Gifa Holding Limited and Grandex Finance Ltd have formally adopting the necessary amendments requested by the court. Mr. Kisa is now awaiting the re-opening of the courts to confirm full compliance with and fulfilment of any obligation of the lawful order of the court and seek the dismissal of the case.

9) Third Party Providers

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

Securities Counsel

Laura Anthony, Esq.
Anthony L.G., PLLC
625 N. Flagler Drive, Ste, 600

West Palm Beach, FL 33401
561-514-0936
Email: LAnthony@AnthonyPLLC.com

Accountant or Auditor

Berman Hopkins CPAs & Associates, LLP
8035 Spyglass Hill Rd
Melbourne, Florida 32940
(321) 757-2020
INFO@BERMANHOPKINS.COM

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Service Providers

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

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

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, Yusuf Kisa certify that:

1. I have reviewed this annual disclosure statement of GIFA, 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.

September 20, 2021

Yusuf Kisa / Yusuf Kisa

(Digital Signatures should appear as “/s/ [OFFICER NAME]”)

Principal Financial Officer:

I, Yusuf Kisa, certify that:

1. I have reviewed this annual disclosure statement of GIFA, 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.

September 20, 2021

Yusuf Kisa Yusuf Kisa (Digital Signatures should appear as “/s/ [OFFICER NAME]”)