

RGGI RESGREEN GROUP INTERNATIONAL, INC.

A Nevada Corporation

51745 Filomena Drive
Shelby Township, MI 48315

www.resgreengroup.com

info@resgreengroup.com

586-265-2376

SIC: 6719

QUARTERLY REPORT

**For the Period Ending
September 30, 2021**

As of September 30, 2021, the number of shares outstanding of our Common Stock was: 108,331,143

As of June 30, 2021, the number of shares outstanding of our Common Stock was: 97,246,343

As of December 31, 2020, the number of shares outstanding of our Common Stock was: 61,746,343

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 Control of the company has occurred over this reporting period:

Yes: ☐ **No:** ☒

"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.

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

RESGREEN GROUP INTERNATIONAL INC., 51745 Filomena Drive, Shelby Township, MI 48315

is formerly known as:

- Formerly Uranium Hunter Corporation until June 28, 2016
- Formerly Brownsville Company until February 1, 2007

The Company was incorporated in Nevada on September 4, 2003 and has an active standing in that state.

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:

51745 Filomena Drive
Shelby Township, MI 48315

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 ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ___ No: X

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

Item 2: Security Information

Trading symbol:	<u>RGGI</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>761127109</u>
Par or stated value:	<u>\$0.001</u>

Total shares authorized:	<u>400,000,000</u>	as of date: <u>September 30, 2021</u>
Total shares outstanding:	<u>108,331,143</u>	as of date: <u>September 30, 2021</u>
Number of shares in the Public Float	<u>27,584,576</u>	as of date: <u>September 30, 2021</u>
Total number of shareholders of record:	<u>34</u>	as of date: <u>September 30, 2021</u>

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

Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Preferred Stock</u>	
CUSIP:	<u>761127208</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>6,000,000</u>	as of date: <u>September 30, 2021</u>
Total shares outstanding:	<u>80,000</u>	as of date: <u>September 30, 2021</u>

The name and address of the transfer agent.**VStock Transfer LLC**

18 Lafayette Place

Woodmere, New York 11598

212-828-8436

<http://www.vstocktransfer.com>info@vstocktransfer.comIs the Transfer Agent registered under the Exchange Act? Yes: ☒ No: ☐**Item 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:

Number of Shares outstanding as of 1/1/2019	<u>Opening Balance:</u> Common: <u>538,716</u> All Preferred: <u>0</u>	*Right-click the rows below and select "Insert" to add rows as needed.
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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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
7/9/2019	New issuance	556,000	Common	1.000	No	Parshar Patel, President	Services	Restricted	4(a)(2)
7/25/2019	New issuance	80,000	Preferred	0.001	No	Parshar Patel, President	Services	Restricted	4(a)(2)
11/14/2019	New issuance	30,000	Common	1.00	Yes	AWei Hsiao Kuo	Cash	Restricted	4(a)(2)
11/18/2019	New issuance	10,000	Common	1.00	Yes	Kan Ze Yang	Cash	Restricted	4(a)(2)
11/29/2019	New issuance	10,000	Common	1.00	Yes	Fang Cheng Wei	Cash	Restricted	4(a)(2)
12/24/2019	New issuance	80,000	Common	1.00	Yes	Landmark Quest Inc. Terry Ho, President	Cash	Restricted	4(a)(2)
12/24/2019	New issuance	25,000,000	Common	0.001	Yes	Parashar Patel, President	Services	Restricted	4(a)(2)
12/24/2019	New issuance	23,000,000	Common	0.001	Yes	New Opportunity Business Solutions, Inc. Brian Kistler, President	Services	Restricted	4(a)(2)
12/30/2019	New issuance	4,305,860	Common	0.0325	Yes	World Market Ventures, LLC.	Debt conversion	Restricted	4(a)(2)

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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
						Chad Curtis, President			
5/12/2020	New issuance	75,000	Common	0.10	Yes	Barth Family Trust, Joseph Barth	Cash	Restricted	4(a)(2)
5/19/2020	New issuance	180,000	Common	0.10	Yes	Steven Seely	Cash	Restricted	4(a)(2)
5/21/2020	New issuance	200,000	Common	0.10	Yes	Kurt Johnson	Cash	Restricted	4(a)(2)
6/10/2020	New issuance	100,000	Common	0.10	Yes	Terry J Dobson	Cash	Restricted	4(a)(2)
6/16/2020	Cancellation	(23,000,000)	Common	0.001	Yes	New Opportunity Business Solutions, Inc. Brian Kistler, President	Services	Restricted	4(a)(2)
6/16/2020	Cancellation	(25,000,000)	Common	0.001	Yes	Parashar Patel, President	Services	Restricted	4(a)(2)
6/16/2020	New issuance	19,000,000	Common	0.001	Yes	Parashar Patel, President	Services	Restricted	4(a)(2)
6/16/2020	New issuance	17,000,000	Common	0.001	Yes	New Opportunity Business Solutions, Inc. Brian Kistler, President	Services	Restricted	4(a)(2)
7/21/2020	New issuance	1,230,767	Common	0.0325	Yes	World Market Ventures, LLC Chad Curtis, President	Debt Conversion	Restricted	4(a)(2)
7/27/2020	New issuance	300,000	Common	0.05	Yes	Terry J Dobson	Cash	Restricted	4(a)(2)
8/13/2020	New issuance	30,000	Common	0.10	No	Steven Seeley	Cash	Restricted	4(a)(2)
9/24/2020	New issuance	4,400,000	Common	0.0045	Yes	World Market Ventures, LLC Chad Curtis, President	Debt Conversion	Restricted	4(a)(2)
11/19/2020	New issuance	4,700,000	Common	0.0196	Yes	World Market Ventures, LLC Chad Curtis, President	Services	Unrestricted	Reg A
12/1/2020	New issuance	4,000,000	Common	0.0280	Yes	John Morgan	Services	Unrestricted	Reg A
12/11/2020	New issuance	5,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
1/7/2021	New issuance	5,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
1/8/2021	New issuance	5,000,000	Common	0.0540	No	Burt Lavalley	Services	Unrestricted	Reg A
2/9/2021	New issuance	2,500,000	Common	0.1554	No	World Market Ventures, LLC Chad Curtis, President	Services	Unrestricted	Reg A
4/2/2021	New issuance	3,000,000	Common	0.0700	No	Stacey Foxworthy	Services	Restricted	4(a)(2)
4/15/2021	New issuance	3,000,000	Common	0.07030	No	Sarah Carlson	Services	Restricted	4(a)(2)
4/15/2021	New issuance	3,000,000	Common	0.07030	No	Lawrence Lawson	Services	Restricted	4(a)(2)
5/27/2021	New issuance	6,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)

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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
6/22/2021	New issuance	8,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Christopher Luckritz	Services	Restricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Donald J Bird	Services	Restricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Isacc Hammons	Services	Restricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Stacey Foxworthy	Services	Restricted	4(a)(2)
8/13/2021	New issuance	8,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
8/16/2021	New issuance	250,000	Common	0.0330	No	J2 Marketing, Hugh Johnson, Principal	Services	Restricted	4(a)(2)
Shares Outstanding on 9/30/2021	<u>Ending Balance:</u> Common: <u>108,331,143</u> All Preferred: <u>80,000</u>								

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.)
12/15/2016	27,793	40,000	0	Demand Note	None	Anoop Patel	Operations
12/11/2020	124,283	137,783	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
12/11/2020	120,000	120,000	8,975	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days	Rajeshkumar J Patel	Operations

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.)
					following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall equal fifty percent (50%) of the lowest trading prices for the Common Stock during the twenty (20) day trading period ending on the latest complete trading day prior to the conversion date, representing a discount rate of forty percent (50%).		
1/11/2021	100,000	100,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
1/27/2021	20,000	20,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.30.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
2/5/2021	130,000	130,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
2/24/2021	60,000	60,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
3/16/2021	160,000	160,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations

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.)
					one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.		
4/14/2021	160,000	160,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
5/10/2021	160,000	160,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
6/10/2021	130,000	130,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
7/12/2021	130,000	130,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations
9/3/2021	110,000	110,000	Footnote 1	Convertible Note	The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Operations

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.)
					Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.		

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

Footnotes to Interest Accrued

**Accrued Interest
For the period ending
September 30, 2021**

Name of Noteholder

Footnote 1	RB Capital Partners, Inc.	\$ 30,221
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Item 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: Robin W. Hunt

Title: President, Interactive Edgar Corp

Relationship to Issuer: Contract Service Provider

RESGREEN GROUP INTERNATIONAL INC.**INDEX TO FINANCIAL STATEMENTS**

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RESGREEN GROUP INTERNATIONAL INC.

Balance Sheets

	September 30,	December 31,
	2021	2020
	(Unaudited)	(Unaudited)
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 224,242	\$ 170,952
Accounts receivable	45	----
Prepaid expense	9,000	----
Total Current Assets	233,287	170,952
Intangible assets, net of accumulated		
Amortization of \$0 and \$0, respectively	240,000	240,000
TOTAL ASSETS	\$ 473,287	\$ 410,952
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	232,218	186,489
Accrued interest	40,229	1,672
Accrued management fees	97,741	105,000
Convertible note payable, net of discount of (\$257,500) and (\$211,802) respectively	1,146,783	82,620
Derivative liability	2,115,932	528,784
Note payable	27,793	30,293
Note payable – related party	----	21,186
Total Current Liabilities	3,660,696	956,044
TOTAL LIABILITIES	3,660,696	956,044
Stockholders' Deficit		
Preferred stock: 6,000,000 authorized; \$0.001 par value		
80,000 and 80,000 shares issued and outstanding, respectively	80	80
Common stock: 400,000,000 authorized; \$0.001 par value		
108,331,143 and 61,746,343 shares issued and outstanding, respectively	108,331	61,747
Additional paid in capital	2,317,305	2,129,055
Accumulated deficit	(5,613,099)	(2,735,948)
Total Stockholders' Deficit	(3,187,409)	(545,092)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ 473,287	\$ 410,952

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

RESGREEN GROUP INTERNATIONAL INC.

**Statements of Operations
(Unaudited)**

	For the Three Months Ended		For the Nine Months Ended	
	September 30,		September 30,	
	2021	2020	2021	2020
Revenues	\$ 122	\$ ----	\$ 11,764	\$ ----
Operating Expenses				
Research and development	203,359	12,058	392,649	12,058
Stock for services	112,854	----	1,403,154	(12,000)
Professional fees	(2,021)	6,738	166,758	40,517
General and administrative	362,304	48,239	518,397	91,476
Total operating expenses	<u>676,496</u>	<u>67,035</u>	<u>2,480,958</u>	<u>132,051</u>
Net loss from operations	(676,374)	(67,035)	(2,469,194)	(132,051)
Other income (expense)				
Interest expense	(26,654)	(2,098)	(48,327)	(2,097)
Interest expense related to derivative liability	(304,279)	----	(996,801)	----
Change in derivative	106,440	----	637,171	----
Income tax	----	----	----	----
Net loss	\$ <u>(900,867)</u>	\$ <u>(69,133)</u>	\$ <u>(2,877,151)</u>	\$ <u>(134,148)</u>
Basic and diluted loss per share	\$ <u>(0.01)</u>	\$ <u>(0.00)</u>	\$ <u>(0.03)</u>	\$ <u>(0.00)</u>
Weighted average number of shares outstanding	<u>103,360,508</u>	<u>43,549,974</u>	<u>87,046,721</u>	<u>49,643,786</u>

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

RESGREEN GROUP INTERNATIONAL INC.

**Statement of Stockholders Deficit
(Unaudited)**

	Preferred Stock		Common Stock		Additional	Accumulated		
	Shares	Amount	Shares	Amount	Paid in Capital	Deficit	Total	
Balance, December 31, 2018	<u>---</u>	<u>\$ ---</u>	<u>538,716</u>	<u>\$ 539</u>	<u>\$ 1,167,304</u>	<u>\$ (1,360,912)</u>	<u>\$ (193,069)</u>	
Stock issued for services	80,000	80	48,556,000	48,556	607,164	---	655,800	
Stock issued for debt conversion	---	---	4,385,860	4,386	215,614	---	220,000	
Sold stock for cash	---	---	50,000	50	49,950	---	50,000	
Net loss (unaudited)						(784,953)	(784,953)	
Balance, December 31, 2019	<u>80,000</u>	<u>\$ 80</u>	<u>53,530,576</u>	<u>\$ 53,531</u>	<u>\$ 2,040,032</u>	<u>\$ (2,145,865)</u>	<u>\$ (52,222)</u>	
Stock (cancelled) issued for services	---	---	(3,300,000)	(3,300)	195,420	---	192,120	
Sold stock for cash	---	---	885,000	885	72,615	---	73,500	
Issued stock for debt conversion	---	---	10,630,769	10,631	51,869	---	62,500	
Adjustment for derivative liability	---	---	---	---	(230,881)	---	(230,881)	
Adjustment for fractional shares	---	---	(2)	1	---	---	(26)	
Net loss (unaudited)						(590,083)	(590,083)	
Balance, December 31, 2020	<u>80,000</u>	<u>\$ 80</u>	<u>61,746,343</u>	<u>\$ 61,747</u>	<u>\$ 2,129,055</u>	<u>\$ (2,735,948)</u>	<u>\$ (545,092)</u>	
Issued stock for services	---	---	19,584,800	19,584	1,383,568	---	1,403,152	
Issued stock for debt conversions	---	---	27,000,000	27,000	(13,500)	---	13,500	
Adjustment for derivative liability	---	---	----	---	(1,181,818)	---	(1,181,818)	
Net loss (unaudited)						(2,877,151)	(2,877,151)	
Balance, September 30, 2021	<u>80,000</u>	<u>\$ 80</u>	<u>108,331,143</u>	<u>\$ 108,331</u>	<u>\$ 2,317,305</u>	<u>\$ (5,613,099)</u>	<u>\$ (3,187,409)</u>	

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

RESGREEN GROUP INTERNATIONAL INC.

**Statements of Cash Flows
(Unaudited)**

**For the Nine Months Ended
September 30,**

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net (loss)	\$ (2,877,151)	\$ (134,148)
Adjustment to reconcile net loss to net cash provided in operations:		
Change in fair market value of derivatives	(637,171)	----
Amortization of debt discount	996,801	----
Stock issued for services	1,403,154	(12,000)
Change in assets and liabilities:		
Accounts receivable	(45)	----
Prepaid expenses	(9,000)	----
Accrued management fees	(7,259)	57,000
Accounts payable and other accrued liabilities	70,229	195,491
Accrued interest	38,557	----
Net Cash (used in) provided by operating activities	<u>(1,021,885)</u>	<u>106,343</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Intellectual property	----	(240,000)
Net Cash Used in Investing Activities	<u>----</u>	<u>(240,000)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds (payments) notes payable	1,109,861	12,000
Proceeds (payments) notes payable, related party	(21,186)	----
Proceeds from equity issuance	----	73,500
Stock issued to reduce debt	(13,500)	----
Net Cash provided by financing activities	<u>1,075,175</u>	<u>85,500</u>
Net change in cash and cash equivalents	53,290	(48,157)
Cash and cash equivalents, Beginning of period	170,952	63,671
Cash and cash equivalents, End of period	\$ <u>224,242</u>	\$ <u>15,514</u>
Supplemental cash flow information		
Cash paid for interest	\$ ----	\$ ----
Cash paid for taxes	\$ ----	\$ ----

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

RESGREEN GROUP INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE PERIOD ENDING SEPTEMBER 30, 2021
(Unaudited)

NOTE 1: NATURE OF BUSINESS

ORGANIZATION

Resgreen Group International Inc., (the "Company") was incorporated in the State of Nevada on September 4, 2003. The Company was originally incorporated under the name Brownsville Company and changed its name to Uranium Hunter Corporation on February 1, 2007. On June 28, 2016, the Company changed its name to Resgreen Group International Inc.

The Company's fiscal year end is December 31.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

GOING CONCERN

For the periods ended September 30, 2021 and 2020, the Company had net losses of \$2,877,151 and \$134,148 and cash flows from operating activities of (\$1,021,885) and \$106,343, respectively. As of September 30, 2021, the Company had a working capital deficit of \$3,427,409. The Company has generated \$11,764 and \$0 in revenues for the periods ended September 30, 2021 and 2020, respectively.

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating cost and allow it to continue as a going concern. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. Management's plan to obtain such resources for the Company include obtaining capital from management and significant stockholders sufficient to meet its minimal operating expenses. However, management cannot provide any assurance that the Company will be successful in accomplishing any of its plans.

There is no assurance that the Company will be able to obtain sufficient additional funds when needed or that such funds, if available, will be obtainable on terms satisfactory to the Company. In addition, profitability will ultimately depend upon the level of revenues received from business operations. However, there is no assurance that the Company will attain profitability. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

BASIS OF PRESENTATION

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

USE OF ESTIMATES

The Company prepares its financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP"), which require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting year. Actual results could differ from those estimates.

RESGREEN GROUP INTERNATIONAL, INC.
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RECLASSIFICATION OF PRIOR PERIOD PRESENTATION

Certain prior period amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations.

CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments with an original maturity of three months or less at the date of acquisition to be cash equivalents. Cash and cash equivalents on September 30, 2021 and December 31, 2020 were \$224,242 and \$170,952, respectively.

CASH FLOWS REPORTING

The Company follows ASC 230, Statement of Cash Flows, for cash flows reporting, classifies cash receipts and payments according to whether they stem from operating, investing, or financing activities and provides definitions of each category, and uses the indirect or reconciliation method ("Indirect method") as defined by ASC 230, Statement of Cash Flows, to report net cash flow from operating activities by adjusting net income to reconcile it to net cash flow from operating activities by removing the effects of (a) all deferrals of past operating cash receipts and payments and all accruals of expected future operating cash receipts and payments and (b) all items that are included in net income that do not affect operating cash receipts and payments. The Company reports the reporting currency equivalent of foreign currency cash flows, using the current exchange rate at the time of the cash flows and the effect of exchange rate changes on cash held in foreign currencies is reported as a separate item in the reconciliation of beginning and ending balances of cash and cash equivalents and separately provides information about investing and financing activities not resulting in cash receipts or payments in the period.

FINANCIAL INSTRUMENTS

The Company's balance sheet includes certain financial instruments. The carrying amounts of current assets and current liabilities approximate their fair value because of the relatively short period of time between the origination of these instruments and their expected realization.

ASC 820, *Fair Value Measurements and Disclosures*, defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy that distinguishes between (1) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (2) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs). The fair value hierarchy consists of three broad levels, which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability (e.g., interest rates); and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 - Inputs that are both significant to the fair value measurement and unobservable.

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of September 30, 2021. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values due to the short-term nature of these instruments.

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DERIVATIVE LIABILITIES

Derivative liabilities include the fair value of instruments such as common stock warrants, preferred stock warrants and convertible features of notes, that are initially recorded at fair value and are required to be re-measured to fair value at each reporting period under provisions of ASC 480, *Distinguishing Liabilities from Equity*, or ASC 815, *Derivatives and Hedging*. The change in fair value of the instruments is recognized as a component of other income (expense) in the Company's statements of operations until the instruments settle, expire or are no longer classified as derivative liabilities. The Company estimates the fair value of these instruments using the Black-Scholes pricing model. The significant assumptions used in estimating the fair value include the exercise price, volatility of the stock underlying the instrument, risk-free interest rate, estimated fair value of the stock underlying the instrument and the estimated life of the instrument.

CONCENTRATIONS OF CREDIT RISK AND SIGNIFICANT CUSTOMERS

Financial instruments which potentially subject the Company to concentrations of credit risk consist primarily of cash and cash equivalents. The Company limits its exposure to credit loss by placing its cash and cash equivalents with high credit-quality financial institutions in bank deposits, money market funds, U.S. government securities and other investment grade debt securities that have strong credit ratings. The Company has established guidelines relative to diversification of its cash and marketable securities and their maturities that are intended to secure safety and liquidity. These guidelines are periodically reviewed and modified to take advantage of trends in yields and interest rates and changes in the Company's operations and financial position. Although the Company may deposit its cash and cash equivalents with multiple financial institutions, its deposits, at times, may exceed federally insured limits.

DEFERRED INCOME TAXES AND VALUATION ALLOWANCE

The Company accounts for income taxes under FASB ASC 740 "Income Taxes." Under the asset and liability method of FASB ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Under FASB ASC 740, the effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the year the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

NET INCOME (LOSS) PER COMMON SHARE

Net income (loss) per share is calculated in accordance with FASB ASC 260, "Earnings Per Share." The weighted-average number of common shares outstanding during each year is used to compute basic earning or loss per share. Diluted earnings or loss per share is computed using the weighted average number of shares and diluted potential common shares outstanding. Dilutive potential common shares are additional common shares assumed to be exercised.

Basic net income (loss) per common share is based on the weighted average number of shares of common stock outstanding at September 30, 2021 and at December 31, 2020. On September 30, 2021 and December 31, 2020, the Company had no dilutive potential common shares.

RELATED PARTIES

The Company follows ASC 850, *Related Party Disclosures*, for the identification of related parties and disclosure of related party transactions. Related party transactions for the periods ended September 30, 2021 and December 31, 2020 totaled \$0 and \$21,186, respectively, and consisted of equity and note payable transactions.

SHARE-BASED EXPENSE

ASC 718, *Compensation – Stock Compensation*, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the

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financial statements based on their fair values. That expense is recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period).

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, *Equity – Based Payments to Non-Employees*. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued.

Share-based expense for the nine months ended September 30, 2021 and 2020 was \$1,403,154 and (\$12,000) respectively.

COMMITMENTS AND CONTINGENCIES

The Company follows ASC 450-20, Loss Contingencies, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated. There were no known commitments or contingencies as of September 30, 2021 and December 31, 2020.

RECENT ACCOUNTING PRONOUNCEMENTS

Except for rules and interpretive releases of the SEC under authority of federal securities laws and a limited number of grandfathered standards, the *FASB Accounting Standards Codification*TM (“ASC”) is the sole source of authoritative GAAP literature recognized by the FASB and applicable to the Company. Management has reviewed the aforementioned rules and releases and believes any effect will not have a material impact on the Company's present or future financial statements.

We have reviewed the FASB issued Accounting Standards Update (“ASU”) accounting pronouncements and interpretations thereof that have effectiveness dates during the periods reported and in future periods. The Company has carefully considered the new pronouncements that alter previous generally accepted accounting principles and does not believe that any new or modified principles will have a material impact on the corporation's reported financial position or operations in the near term. The applicability of any standard is subject to the formal review of our financial management and certain standards are under consideration.

NOTE 3: CONVERTIBLE NOTE PAYABLE

RB Capital Partners, Inc. on December 10, 2020 executed a Convertible note with the Company. The note carries a principal balance of \$100,000 along with an interest rate of 5% per annum and a maturity date of December 11, 2021 and a convertible demand note of \$37,783 with an interest rate of 0%. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

Rajeshkumar J Patel on December 11, 2020 executed a Convertible note with the Company. The note carries a principal balance of \$120,000 along with an interest rate of 10% per annum and a maturity date of December 11, 2021. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America. The accrued interest is \$8,975 and \$657 as of September 30, 2021 and December 31, 2020, respectively.

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The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall equal fifty percent (50%) of the lowest trading prices for the Common Stock during the twenty (20) day trading period ending on the latest complete trading day prior to the conversion date, representing a discount rate of forty percent (50%).

RB Capital Partners, Inc. on January 11, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$100,000 along with an interest rate of 5% per annum and a maturity date of January 11, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

RB Capital Partners, Inc. on January 27, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$20,000 along with an interest rate of 5% per annum and a maturity date of January 27, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.30.

RB Capital Partners, Inc. on February 5, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$130,000 along with an interest rate of 5% per annum and a maturity date of February 5, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

RB Capital Partners, Inc. on February 24, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$60,000 along with an interest rate of 5% per annum and a maturity date of February 24, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

RB Capital Partners, Inc. on March 16, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$160,000 along with an interest rate of 5% per annum and a maturity date of March 16, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

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RB Capital Partners, Inc. on April 14, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$160,000 along with an interest rate of 5% per annum and a maturity date of April 14, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

RB Capital Partners, Inc. on May 10, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$160,000 along with an interest rate of 5% per annum and a maturity date of May 10, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

RB Capital Partners, Inc. on June 10, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$130,000 along with an interest rate of 5% per annum and a maturity date of June 10, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

RB Capital Partners, Inc. on July 12, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$130,000 along with an interest rate of 5% per annum and a maturity date of July 12, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

RB Capital Partners, Inc. on September 3, 2021 executed a Convertible note with the Company. The note carries a principal balance of \$110,000 along with an interest rate of 5% per annum and a maturity date of September 3, 2022. All payments due hereunder to the extent not converted into common stock, \$0.001 par value per share in accordance with the terms of the note agreement shall be made in lawful money of the United States of America.

The holder shall have the right from time to time, and at any time during the period beginning on the date which is one hundred eighty (180) days following the date of this note, to convert all or any part of the outstanding and unpaid principal amount into Common Stock. The conversion shall be determined by dividing the aggregate principal amount borrowed by \$0.15.

The Company accounts for this embedded conversion feature as a derivative under ASC 815-10-15-83 and valued separately from the note at fair value. The embedded conversion feature of the note is revalued at each subsequent reporting date at fair value and

RESGREEN GROUP INTERNATIONAL, INC.
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any changes in fair value will result in a gain or loss in those periods. On September 30, 2021, the derivative liability associated with all convertible note payable was \$2,115,932

Convertible Notes payable consisted of the following:

	September 30, 2021	December 31, 2020
Convertible notes payable:	\$ 1,404,283	\$ 294,000
Debt discount	(257,500)	(211,802)
Convertible notes payable net of debt discount	\$ 1,146,783	\$ 82,620
Accrued interest	40,229	1,275
Current portion of convertible note payable and interest	\$ 1,187,012	\$ 83,895

NOTE 4: NOTE PAYABLE

Notes payable consisted of the following:

	September 30, 2020	December 31, 2020
Demand note from Anoop Patel, a non-related party. The loan carries a 0% APR and does not have a maturity date.	\$ 27,793	\$ 30,293
Total notes payable	\$ 27,793	\$ 30,293
Total current portion	\$ 27,793	\$ 30,293

NOTE 5: INCOME TAXES

On September 30, 2021, the Company had a net operating loss carry-forward for Federal income tax purposes of approximately \$5,613,099 that may be offset against future taxable income through 2035. No tax benefit has been reported with respect to these net operating loss carryforwards in the accompanying financial statements because the Company believes that the realization of the Company's net deferred tax assets calculated at the effective rates note below, was not considered more likely than not and accordingly, the potential tax benefits of the net loss carry-forwards are fully offset by the valuation allowance.

NOTE 6: SHAREHOLDERS' EQUITY

Preferred Stock

The Company has been authorized to issue 6,000,000 shares of \$0.001 par value Preferred Stock. The Board of Directors is expressly vested with the authority to divide any or all, of the Preferred Stock into series and to fix and determine the relative rights and preferences of the shares of each series so established, within certain guidelines established in the Articles of Incorporation. The Preferred Stock (non-convertible) carries a voting power equivalent of 1,000 to 1 share of common stock.

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On July 25, 2019 the Company issued 80,000 shares of its preferred stock (non-convertible) to Parashar Patel, a related party, pursuant to a board resolution. The shares were issued for voting control and at par value of \$0.001.

On September 30, 2021 and December 31, 2020 there are 80,000 and 80,000 shares of Preferred Stock (non-convertible) issued and outstanding, respectively.

Common Stock

The Company has been authorized to issue 400,000,000 shares of common stock, \$0.001 par value. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to common stock, as well as in the net assets of the corporation upon liquidation or dissolution. The following table represents the shares that were issued during the period ended September 30, 2020 and December 31, 2020.

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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
5/12/2020	New issuance	75,000	Common	0.10	Yes	Barth Family Trust, Joseph Barth	Cash	Restricted	4(a)(2)
5/19/2020	New issuance	180,000	Common	0.10	Yes	Steven Seely	Cash	Restricted	4(a)(2)
5/21/2020	New issuance	200,000	Common	0.10	Yes	Kurt Johnson	Cash	Restricted	4(a)(2)
6/10/2020	New issuance	100,000	Common	0.10	Yes	Terry J Dobson	Cash	Restricted	4(a)(2)
6/16/2020	Cancellation	(23,000,000)	Common	0.001	Yes	New Opportunity Business Solutions, Inc. Brian Kistler, President	Services	Restricted	4(a)(2)
6/16/2020	Cancellation	(25,000,000)	Common	0.001	Yes	Parashar Patel, President	Services	Restricted	4(a)(2)
6/16/2020	New issuance	19,000,000	Common	0.001	Yes	Parashar Patel, President	Services	Restricted	4(a)(2)
6/16/2020	New issuance	17,000,000	Common	0.001	Yes	New Opportunity Business Solutions, Inc. Brian Kistler, President	Services	Restricted	4(a)(2)
7/21/2020	New issuance	1,230,769	Common	0.0325	Yes	World Market Ventures, LLC Chad Curtis, President	Debt Conversion	Restricted	4(a)(2)
7/27/2020	New issuance	300,000	Common	0.05	Yes	Terry J Dobson	Cash	Restricted	4(a)(2)
8/13/2020	New issuance	30,000	Common	0.10	No	Steven Seeley	Cash	Restricted	4(a)(2)
9/24/2020	New issuance	4,400,000	Common	0.0045	Yes	World Market Ventures, LLC Chad Curtis, President	Debt Conversion	Restricted	4(a)(2)
11/19/2020	New issuance	4,700,000	Common	0.0196	Yes	World Market Ventures, LLC	Services	Unrestricted	Reg A

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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 (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
						Chad Curtis, President			
12/1/2020	New issuance	4,000,000	Common	0.0280	Yes	John Morgan	Services	Unrestricted	Reg A
12/11/2020	New issuance	5,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
1/7/2021	New issuance	5,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
1/8/2021	New issuance	5,000,000	Common	0.0540	No	Burt Lavallee	Services	Unrestricted	Reg A
2/9/2021	New issuance	2,500,000	Common	0.1554	No	World Market Ventures, LLC Chad Curtis, President	Services	Unrestricted	Reg A
4/2/2021	New issuance	3,000,000	Common	0.0700	No	Stacey Foxworthy	Services	Restricted	4(a)(2)
4/15/2021	New issuance	3,000,000	Common	0.0703	No	Sarah Carlson	Services	Restricted	4(a)(2)
4/15/2021	New issuance	3,000,000	Common	0.0703	No	Lawrence Lawson	Services	Restricted	4(a)(2)
5/27/2021	New issuance	6,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
6/22/2021	New issuance	8,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Christopher Luckritz	Services	Restricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Donald J Bird	Services	Restricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Isacc Hammons	Services	Restricted	4(a)(2)
8/2/2021	New issuance	708,700	Common	0.0369	No	Stacey Foxworthy	Services	Restricted	4(a)(2)
8/13/2021	New issuance	8,000,000	Common	0.0005	Yes	RB Capital Partners, Inc., Brett Rosen, Managing Partner	Debt Conversion	Unrestricted	4(a)(2)
8/16/2021	New issuance	250,000	Common	0.0330	No	J2 Marketing, Hugh Johnson, Principal	Services	Restricted	4(a)(2)

On September 30, 2021 and December 31, 2020, the company had 108,331,143 and 61,746,343 shares of common stock issued and outstanding, respectively.

WARRANTS AND OPTIONS

There are no warrants or options outstanding to acquire any additional shares of common stock of the Company as of September 30, 2021.

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NOTE 7: RELATED PARTY TRANSACTIONS

EQUITY

On June 16, 2020, the Company cancelled 25,000,000 shares of its common stock to its President, Parashar Patel, a related party, pursuant to a board resolution. The company concurrently re-issued 19,000,000 shares of its common stock to its President, Parashar Patel. The shares were issued at par and for the purpose of maintaining control.

On June 16, 2020, the Company cancelled 23,000,000 shares of its common stock to New Opportunity Business Solutions, Inc, a related party, pursuant to a board resolution. The Company concurrently re-issued 17,000,000 shares of its common stock to New Opportunity Business Solutions, Inc. The shares were issued at par and for the purpose of services rendered.

NOTES PAYABLE

During the period ending December 31, 2020, the Company executed a demand note with New Opportunity Business Solutions, Inc. in the amount of Twenty-one Thousand One Hundred Eighty-six \$21,186 to be used for operations. The balance at September 30, 2021 and December 31, 2020 was \$0 and \$21,186, respectively

COMPENSATION AGREEMENT

On July 1, 2019, the Company entered into a consulting agreement with its President, Parashar Patel with the following terms. The Company shall pay a monthly fee of \$5,000 commencing on August 1, 2019 and continuing until July 1, 2022. The Company also agreed to issue a minimum of 50,000 shares of its restricted common stock per month for the duration of the agreement.

During the period ending December 31, 2020, the Company entered into a consulting agreement with Brian Kistler, its Chief Compliance Officer, with the following terms. The Company shall pay a monthly fee of \$2,000.

The balance of accrued management fees on September 30, 2021 and December 31, 2020 was \$97,741 and \$105,000, respectively

NOTE 8. COMMITMENTS AND CONTINGENCIES

From time to time the Company may be a party to litigation matters involving claims against the Company. Management believes that there are no current matters that would have a material effect on the Company's financial position or results of operations.

NOTE 9: SUBSEQUENT EVENTS

In accordance with ASC 855-10, the company has analyzed its operations subsequent to September 30, 2021, through the date these financial statements were issued (date of filing with the OTC Markets) and has determined that it does not have any material subsequent events to disclose except for those transactions listed below.

Item 5: Issuer's Business, Products and Services

A. Business Operation.

RGGI is utilizing extensive knowledge and experience in the engineering and robotics industry to acquire and develop methods and technologies for material handling logistics. This includes the construction and development of Artificial Intelligence Robotics, Autonomous Mobile Robots (AMRs), Automated Guided Vehicles (AGVs), and mobile technologies.

Current projects include Wanda SD, the compact mobile disinfecting robot; Atlas, a heavy-duty autonomous mobile vehicle equipped with state-of-the-art navigation technology for demanding industrial work within the manufacturing industry; and Pull-Buddy, a small scale version of Atlas operating under an alternative navigation system.

RGGI's highly skilled engineers have years of professional engineering experience in this realm. RGGI plans to remain focused and highly motivated to execute on its business strategy to develop specific types of Artificial Intelligence Robotics.

B. Describe any subsidiaries, parents or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons.

N/A

C. Describe the issuers principal products or services, and their markets

The following description of the issuer's principal products or services, and their markets contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors. The description of the issuer's principal products or services, and their markets should be read in conjunction with our financial statements and notes thereto contained elsewhere in this Quarterly Report.

RGGI's concurrent projects include the research, development, and release of Wanda SD, a compact mobile robot that uses UVC light and Ozone to sanitize spaces. Atlas, a heavy-duty autonomous mobile vehicle currently in the development stage. A state-of-the-art navigation system will be implemented for the Atlas vehicle with intended use in the industrial manufacturing industry. Pull Buddy is a smaller scale version of Atlas also in the development stage.

Target markets for Wanda SD disinfecting robot include manufacturing, warehouses, office spaces, hotels, schools, etc. Atlas and Pull Buddy autonomous vehicles are targeted to the heavy industrial and manufacturing industries.

Item 6: Issuer's Facilities:

We are currently leasing space at 51745 Filomena Drive, Shelby Township, MI 48315.

Item 7: Officers, Directors and Control Persons

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Parashar Patel	President, Secretary, Treasurer and Director	Troy Michigan	19,556,000	Common	18.05%	
New Opportunity Business Solutions, Inc. Brian Kistler, President	Chief Compliance Officer and Director	Ossian, IN	17,000,000	Common	15.69%	

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Parashar Patel	President, Secretary, Treasurer and Director	Troy Michigan	80,000	Preferred	100%	

Item 8: Legal/Disciplinary History

- A. Please identify whether any of the foregoing persons 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 proceed and the relief south. Include similar information as to any such proceedings know to be contemplated by governmental authorities.

None

Item 9: Third Party Providers

Other Service Providers

Provide the name of any other service providers, including, counsel, advisor(s) or consultant(s) that assisted, advised, prepared or provided information with respect to this disclosure statement, or provided assistance or services to the issuer during the reporting period.

Name:	<u>Robin W Hunt</u>
Firm:	<u>Interactive Edgar Corp.</u>
Nature of Services:	Bookkeeping
Address:	<u>17318 Dawkins Rd, New Haven, IN 46774</u>

Item 10. Certifications

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).

I, Parashar Patel, certify that:

1. I have reviewed this Quarterly disclosure statement of Resgreen Group International 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.

This 22nd day of November 2021,

/s/ Parashar Patel

Parashar Patel,

President

Resgreen Group International Inc.