

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Titan NRG, Inc.,

4255 N. Sullinger Ave. Tucson, AZ. 85705

520-743-3000

<http://www.titannrg.com>

ir@titannrg.com

SIC:6719

Quarterly Report

For the period ending: 12/31/2022 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

107,621,095 as of 12/31/2022

119,569,856 as of 03/31/2022

Shell Status

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

Yes: ☐ No: ☒

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

Yes: ☐ No: ☒

Change in Control

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

Yes: ☐ No: ☒

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

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

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OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v4.0 January 1, 2023)

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.

The name of the issuer is Titan NRG, Inc.

The previous name of the issuer was AgriSolar Solutions, Inc. until 02-04-2022

The previous name of the issuer was V2K International, Inc. until 02-2010

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):

The issuer is incorporated in the State of Wyoming, is in good standing, and "Active"

The company was incorporated in the State of Colorado from its inception until 02-04-2022

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

N/A

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

The Company entered into a merger agreement with APE Titan NRG, Inc., and its subsidiaries (NRG Dynamics, LLC., NRG Rail, LLC., APE Fuels, Inc., Vespene, LLC.), primarily engaged in the sale and transportation of Liquefied Petroleum Gases based in Tucson, Arizona, and that merger is effective 02-04-2022 with Titan NRG, Inc. as the surviving corporation.

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

4255 N. Sullinger Ave.
Tucson, AZ. 85705

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

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

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

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

On October 14, 2020, The District Court of Denver County, Colorado entered an Order, case number 2020CV33134, to appoint Synergy Management Group LLC., as custodian of AgriSolar Solutions, Inc. Pursuant to the order, Synergy Management Group LLC., had authority to exercise all of the powers of the corporation, through or in place of its board of directors, to the extent necessary to manage the business and affairs of the corporation. On December 9, 2020, the Court granted a motion to discharge the custodian.

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2) Security Information

Transfer Agent

Name: EQ Shareowner Services
Phone: 303-282-4800
Email: issuerservices@equiniti.com
Address: 1110 Centre Pointe Curve, Suite 101
Mendota Heights, MN. 55120

Publicly Quoted or Traded Securities:

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

| | | |
|---|--------------------|-------------------------------|
| Trading symbol: | <u>TTNN</u> | |
| Exact title and class of securities outstanding: | <u>Common</u> | |
| CUSIP: | <u>037523107</u> | |
| Par or stated value: | <u>.001</u> | |
| Total shares authorized: | <u>850,000,000</u> | as of date: <u>12/31/2022</u> |
| Total shares outstanding: | <u>107,621,095</u> | as of date: <u>12/31/2022</u> |
| Number of shares in the Public Float ² : | <u>13,121,647</u> | as of date: <u>12/31/2022</u> |
| Total number of shareholders of record: | <u>57</u> | as of date: <u>12/31/2022</u> |

Other classes of authorized or outstanding equity securities:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

| | | |
|---|--|-------------------------------|
| Exact title and class of the security: | <u>Special 2020 Series A Preferred</u> | |
| CUSIP (if applicable): | <u>N/A</u> | |
| Par or stated value: | <u>\$.001</u> | |
| Total shares authorized: | <u>30</u> | as of date: <u>12/31/2022</u> |
| Total shares outstanding (if applicable): | <u>30</u> | as of date: <u>12/31/2022</u> |
| Total number of shareholders of record (if applicable): | <u>1</u> | as of date: <u>12/31/2022</u> |

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.

Security Description: DESCRIBE

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

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

- Standard rights for common stock provided by State Statute
-

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

Special 2020 Series A Preferred: No dividends, 60% of all votes, conversion 10,000,000 shares of common stock, no liquidation rights

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

None

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

None

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

| Shares Outstanding as of Second Most Recent Fiscal Year End: <u>Opening Balance</u> Date <u>03/31/2021</u> Common: <u>63,824,099</u> Preferred: <u>30</u> | | | *Right-click the rows below and select "Insert" to add rows as needed. | | | | | | |
|--|--|--|--|---|--|--|--|---|---------------------------------|
| Date of Transaction | Transaction type (e.g., new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to. *You must disclose the control person(s) for any entities listed. | Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided | Restricted or Unrestricted as of this filing. | Exemption or Registration Type. |
| <u>11/05/2021</u> | <u>Cancellation</u> <u>See(3) Below</u> | <u>33,545,625</u> <u>See(3) Below</u> | <u>Common Restricted stock</u> | <u>N/A</u> <u>See(3) Below</u> | <u>N/A</u> <u>See(3) Below</u> | <u>Multiple</u> <u>See(3) Below</u> | <u>Return to Company via court order</u> | <u>Restricted</u> | <u>Common</u> |
| <u>02/18/2022</u> | <u>New Issuance</u> | <u>66,347,434</u> | <u>Common Restricted Stock</u> | <u>.0449</u> <u>See(4) Below</u> | <u>Yes</u> | <u>Titan NRG Partners LLC.</u> <u>See(2) Below</u> | <u>Merger</u> | <u>Unrestricted</u> | <u>Common</u> |
| <u>2/18/2022</u> | <u>New Issuance</u> | <u>3,449,092</u> | <u>Common Restricted stock</u> | <u>.11189</u> <u>See(5) Below</u> | <u>Yes</u> | <u>SulPro LLC.</u> <u>See(6) Below</u> | <u>Property Rents</u> | <u>Restricted</u> | <u>Common</u> |
| <u>2/18/2022</u> | <u>New Issuance</u> | <u>5,838,532</u> | <u>Common Restricted Stock</u> | <u>.11189</u> <u>See(5) Below</u> | <u>Yes</u> | <u>Alex R. Majalca JR.</u> | <u>Compensation</u> | <u>Restricted</u> | <u>Common</u> |
| <u>2/18/2022</u> | <u>New Issuance</u> | <u>5,838,532</u> | <u>Common Restricted Stock</u> | <u>.11189</u> <u>See(5) Below</u> | <u>Yes</u> | <u>Henry Varga</u> | <u>Compensation</u> | <u>Restricted</u> | <u>Common</u> |
| <u>2/18/2022</u> | <u>New Issuance</u> | <u>3,178,913</u> | <u>Common Restricted Stock</u> | <u>.11189</u> <u>See(5) Below</u> | <u>Yes</u> | <u>Samantha Johnson</u> | <u>Compensation</u> | <u>Restricted</u> | <u>Common</u> |
| <u>2/18/2022</u> | <u>New Issuance</u> | <u>4,778,879</u> | <u>Common Restricted Stock</u> | <u>.11189</u> <u>See(5) Below</u> | <u>Yes</u> | <u>Chad J. Ayers</u> | <u>Compensation</u> | <u>Restricted</u> | <u>Common</u> |
| <u>08/05/2022</u> | <u>Cancellation</u> | <u>12,751,500</u> | <u>Common Restricted Stock</u> | <u>See(7) Below</u> | <u>N/A</u> | <u>Multiple</u> <u>See(9) Below</u> | <u>Return to Company via Court Order</u> | <u>Restricted</u> | <u>Common</u> |
| <u>12/20/2022</u> | <u>New Issuance</u> | <u>662,739</u> | <u>Common Restricted Stock</u> | <u>.15</u> | <u>Yes</u> | <u>Various Employees and Contractors</u> | <u>Bonus Compensation</u> | <u>Restricted</u> | <u>Common</u> |
| Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date <u>12/31/2022</u> Common: <u>107,621,095</u> Preferred: <u>30</u> | | | | | | | | | |

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Example: A company with a fiscal year end of December 31st, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2021 through December 31, 2022 pursuant to the tabular format above.

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

1. **Benjamin Berry is the control person for Synergy Management Group, LLC.**
On October 14, 2020, by Unanimous Written Consent, the Board of Directors agreed to effectuate the resolution, Return of Preferred AA and AAA Stock Back to the Corporation, which was deemed advisable and in the best interest of the Corporation by the Majority of Directors and Majority of Shareholders of the AA and AAA Preferred Stock. Pursuant to the resolution, all issued and outstanding shares of the Series AA Preferred Stock and Series AAA Preferred Stock were returned to the Corporation leaving zero (0) shares issued and outstanding of both the AA and AAA Preferred Stock.
2. As of the date of this filing, Ginger Cunningham is the control person for Titan NRG Partners, LLC. **Please refer to section 6. Company Insiders (Officers, Directors, and control persons)**
3. On October 7th, 2021, the 2nd Judicial district court of Denver County, CO. ordered shares to be canceled. On November 5th, 2021, the Transfer Agent executed the court order to cancel 33,545,625 of restricted common shares.
4. Price negotiations were finalized on 1/12/2021. Historical data shows this as the current price at the time of negotiations.
5. Negotiated average price based on closing prices in the 4th fiscal quarter of 2021 and 4th fiscal quarter of 2022.
6. Chad Ayers is the control person for Sulpro LLC.
7. On May 18th, 2022 the 2nd Judicial district court of Denver County, CO. ordered shares to be canceled. On August 5th, 2022, the Transfer Agent executed the court order to cancel 12,751,500 of restricted common shares.

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

| 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. <small>*You must disclose the control person(s) for any entities listed.</small> | Reason for Issuance (e.g. Loan, Services, etc.) |
|-----------------------|--------------------------|-----------------------------------|-----------------------|---------------|--|---|---|
| _____ | _____ | _____ | _____ | _____ | _____ | _____ | _____ |

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

N/A

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
(Please ensure that these descriptions are updated on the Company's Profile on www.otcm Markets.com).

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

The Issuer has planned and executed an acquisition of APE Titan NRG, Inc., a company primarily engaged in the sale and transportation of liquefied petroleum gas. The acquisition was effected on 02-04-2022

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

Titan NRG Partners, LLC

As of the date of this filing, Titan NRG Partners, LLC. owns 100% of the Special 2020 Series A Convertible Preferred Stock which holds 60% voting rights over all shares. Titan NRG Partners, LLC. also owns 66,347,434 of unrestricted common shares.

C. Describe the issuers' principal products or services.

The Company is primarily engaged in the sale and transportation of liquefied petroleum gas.

5) 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.

See "Issuer's Facilities Exhibit A" attached at the end of this document

6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuer's securities, 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.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v4.0 January 1, 2023)

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.

| Names of All Officers, Directors and Control Persons | Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%) | Residential Address (City / State Only) | Number of shares owned | Share type/class | Ownership Percentage of Class Outstanding | Names of control person(s) if a corporate entity |
|--|---|---|---------------------------------------|------------------|---|--|
| <u>Ginger Cunningham</u> | <u>Director, Owner of more than 5%</u> See(1) Below | <u>Tucson, AZ</u> | <u>67,972,434</u> See(1) Below | <u>Common</u> | ~63.16% | <u>Titan NRG Partners, LLC.</u> |
| <u>Alex Majalca Jr.</u> | <u>Director, President, CEO</u> | <u>Tucson, AZ</u> | <u>5,838,532</u> | <u>Common</u> | ~5.43% | _____ - - - |
| <u>Henry Varga</u> | <u>Director, Secretary, Treasurer, CFO</u> | <u>Kingman, AZ</u> | <u>7,278,639</u> | <u>Common</u> | ~6.76% | _____ |

1. As of the date this report was filed, Ginger Cunningham is the control person for Titan NRG Partners LLC., with a corporate address of 4255 N. Sullinger Ave, Tucson, AZ. 85705. Titan NRG Partners LLC., owns 30 shares of the Special 2020 Series A Preferred Stock, which has 60% of all outstanding voting rights of the Company and each share can be converted into 10,000,000 shares of common stock. Titan NRG Partners LLC., also owns 66,347,434 shares of common stock.

7) Legal/Disciplinary History

A. Identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

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

None

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

None

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

None

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- 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.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Richard W. Jones
Firm: Jones & Haley, P.C.
Address 1: 750 Hammond Dr. Building 12, Suite 100
Address 2: Atlanta, Georgia 30328
Phone: 770-804-0500
Email: jones@corplaw.net

Accountant or Auditor

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

Investor Relations

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

All other means of Investor Communication:

Twitter: _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other] _____

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Other Service Providers

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

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

9) Financial Statements

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

- ☐ IFRS
☒ U.S. GAAP

B. The following financial statements were prepared by (name of individual)³:

Name: Henry Varga
Title: Secretary/Treasurer
Relationship to Issuer: Director, Secretary/Treasurer, CFO

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

Henry Varga's career spans more than 40 years of varied experience including financial management, business leadership and corporate strategy. He holds professional titles such as Certified Public Accountant, Global Financial Management Accountant, and numerous Financial Forensics certifications.

Provide the following financial statements 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.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

³ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

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, Alex R. Majalca Jr. certify that:

1. I have reviewed this Disclosure Statement for Titan NRG, 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.

02/27/2023 [Date]

/s/ Alex R. Majalca Jr.

Chief Executive Officer

Principal Financial Officer:

I, Henry Varga certify that:

1. I have reviewed this Disclosure Statement for Titan NRG, 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.

02/27/2023 [Date]

/s/ Henry Varga

Chief Financial Officer

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TITAN NRG, INC
AND SUBSIDIARIES

QUARTERLY REPORT
(Unaudited)

For the three and nine months ended
December 31, 2022 and 2021

TITAN NRG, INC. AND SUBSIDIARIES
FINANCIAL INFORMATION
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

| | <u>12/31/2022</u> | <u>3/31/2022</u> | <u>12/31/2021</u> |
|----------------------------------|----------------------|----------------------|-------------------|
| ASSETS | | | |
| CURRENT ASSETS | | | |
| Cash | \$ 494,497 | \$ 350,342 | \$ 250,376 |
| TOTAL CURRENT ASSETS | <u>494,497</u> | <u>350,342</u> | <u>250,376</u> |
| ACCOUNTS RECEIVABLE | | | |
| Accounts Receivable | 710,985 | 796,723 | - |
| TOTAL ACCOUNTS RECEIVABLE | <u>710,985</u> | <u>796,723</u> | <u>-</u> |
| OTHER CURRENT ASSETS | | | |
| Inventory | 34,976 | 189,129 | - |
| Other Current Assets | 9,000 | 5,202 | - |
| TOTAL CURRENT ASSETS | <u>43,976</u> | <u>194,331</u> | <u>-</u> |
| CAPITAL ASSETS | | | |
| Capital Assets | 2,159,270 | 1,824,271 | - |
| Minus: Depreciation | (1,520,976) | (1,514,079) | - |
| TOTAL CAPITAL ASSETS | <u>638,294</u> | <u>310,192</u> | <u>-</u> |
| OTHER ASSETS | | | |
| Other Assets | 16,711,448 | 16,846,133 | - |
| TOTAL OTHER ASSETS | <u>16,711,448</u> | <u>16,846,133</u> | <u>-</u> |
| TOTAL ASSETS | <u>\$ 18,599,200</u> | <u>\$ 18,497,721</u> | <u>\$ 250,376</u> |

TITAN NRG, INC. AND SUBSIDIARIES
FINANCIAL INFORMATION
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

| | <u>12/31/2022</u> | <u>3/31/2022</u> | <u>12/31/2021</u> |
|---|----------------------|----------------------|-------------------|
| LIABILITIES AND STOCKHOLDERS' EQUITY | | | |
| CURRENT LIABILITIES | | | |
| Accounts Payable | \$ 236,395 | \$ 471,147 | \$ 949,250 |
| TOTAL CURRENT LIABILITIES | <u>236,395</u> | <u>471,147</u> | <u>949,250</u> |
| OTHER CURRENT LIABILITIES | | | |
| Other Current Liabilities | 675,044 | 476,078 | - |
| Current Portion of Long Term Liability | 123,195 | 111,250 | - |
| TOTAL OTHER CURRENT LIABILITIES | <u>798,239</u> | <u>587,328</u> | <u>-</u> |
| TOTAL CURRENT LIABILITIES | <u>1,034,634</u> | <u>1,058,475</u> | <u>949,250</u> |
| LONG TERM LIABILITIES | | | |
| Other Long Term Liabilities | 912,282 | 739,494 | - |
| Minus: Current Portion of Long Term Liability | (123,195) | (111,250) | - |
| TOTAL LONG TERM LIABILITIES | <u>789,087</u> | <u>628,244</u> | <u>-</u> |
| STOCKHOLDERS' DEFICIT | | | |
| Preferred Stock | | | |
| Series 10x Conv. - 50,000,000 shares authorized, stated value \$0.001 each, | | | |
| issued and outstanding - December 31, 2021 - 3,532,500 | | | 353,250 |
| issued and outstanding - March 31, 2022 - 29,353,250 | | 29,353 | |
| issued and outstanding - December 31, 2022 - 29,353,250 | 29,353 | | |
| Special 2020 Series A - 30 shares authorized, par value \$0.001 each | | | |
| issued and outstanding - 30 (December 31, 2021 - 30) | | | - |
| issued and outstanding - 30 (March 31, 2022 - 30) | | - | |
| issued and outstanding - 30 (December 31, 2022 - 30) | - | | |
| Common Stock | | | |
| 850,000,000 shares authorized, par value \$0.001 each | | | |
| 30,279,497 shares issued and outstanding at December 31, 2021 | - | - | 30,279 |
| 119,569,856 shares issued and outstanding at March 31, 2022 | - | 119,570 | - |
| 107,621,095 shares issued and outstanding at December 31, 2022 | 107,621 | - | - |
| Treasury Stock | (16,000) | - | - |
| Additional Paid-In Capital | 23,766,758 | 23,738,006 | 7,413,969 |
| Accumulated Deficit | (7,112,253) | (7,075,927) | (8,496,372) |
| TOTAL STOCKHOLDERS' EQUITY | <u>16,775,479</u> | <u>16,811,002</u> | <u>(698,874)</u> |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | <u>\$ 18,599,200</u> | <u>\$ 18,497,721</u> | <u>\$ 250,376</u> |

TITAN NRG, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

| | Three Months Ended December 31, | | Nine Months Ended December 31, | |
|---|------------------------------------|---------------------|-----------------------------------|---------------------|
| | 2022 | 2021 | 2022 | 2021 |
| REVENUE | | | | |
| Sales, net | \$ 2,823,541 | \$ - | \$ 6,199,209 | \$ - |
| TOTAL INCOME | <u>2,823,541</u> | <u>-</u> | <u>6,199,209</u> | <u>-</u> |
| COST OF GOODS SOLD | <u>1,808,049</u> | <u>-</u> | <u>4,371,817</u> | <u>-</u> |
| GROSS PROFIT | <u>1,015,492</u> | <u>-</u> | <u>1,827,392</u> | <u>-</u> |
| OPERATING EXPENSES | | | | |
| Operating Expenses | <u>866,994</u> | <u>231,487</u> | <u>866,994</u> | <u>231,487</u> |
| TOTAL OPERATING EXPENSES | <u>866,994</u> | <u>231,487</u> | <u>1,929,742</u> | <u>628,908</u> |
| NET OPERATING INCOME/(LOSS) | <u>148,498</u> | <u>(231,487)</u> | <u>(102,350)</u> | <u>(628,908)</u> |
| OTHER INCOME | | | | |
| Interest Income | <u>146</u> | <u>24</u> | <u>211</u> | <u>32</u> |
| TOTAL OTHER INCOME | <u>146</u> | <u>24</u> | <u>211</u> | <u>32</u> |
| OTHER EXPENSE | | | | |
| Interest Expense | <u>4,595</u> | <u>-</u> | <u>16,795</u> | <u>48</u> |
| TOTAL OTHER EXPENSE | <u>4,595</u> | <u>-</u> | <u>16,795</u> | <u>48</u> |
| NET COMPREHENSIVE INCOME (LOSS) | <u>\$ 144,049</u> | <u>\$ (231,463)</u> | <u>\$ (118,934)</u> | <u>\$ (628,924)</u> |
| BASIC AND DILUTED LOSS PER SHARE: | | | | |
| Net loss per common share - basic and diluted | <u>\$ 0.00134</u> | <u>\$ (0.00764)</u> | <u>\$ (0.0011)</u> | <u>\$ (0.0208)</u> |
| WEIGHTED AVERAGE COMMON SHARES OUTSTANDING | | | | |
| Basic | <u>107,621,095</u> | <u>30,279,497</u> | <u>107,621,095</u> | <u>30,279,497</u> |

TITAN NRG, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

Nine Months Ended
December 31,

2022 **2021**

CASH FLOWS FROM OPERATING ACTIVITIES:

Receipts:

| | | |
|-------------------------|------------------|-----------|
| Payments from Customers | \$ 6,285,149 | \$ - |
| Interest & Other Income | 211 | 32 |
| Total Cash Receipts | <u>6,285,360</u> | <u>32</u> |

Payments:

| | | |
|---------------------------------|------------------|----------------|
| To Suppliers | 4,461,150 | 13,950 |
| To Employees | 1,007,622 | (400,000) |
| Payments for Operating Expenses | 437,730 | 488,908 |
| For Interest | 2,710 | 48 |
| Total Cash Payments | <u>5,909,212</u> | <u>102,906</u> |

| | | |
|--|---------|-----------|
| NET CASH FLOW FROM OPERATING ACTIVITIES | 376,148 | (102,874) |
|--|---------|-----------|

CASH FLOWS FROM INVESTING ACTIVITIES:

| | | |
|---|------------------|----------|
| Acquisition of Assets | (334,999) | - |
| Loan to Another Company | 24,595 | - |
| Decrease in Treasury Stock Deposits | (5,000) | - |
| NET CASH FROM INVESTING ACTIVITIES | <u>(315,404)</u> | <u>-</u> |

CASH FLOWS FROM FINANCING ACTIVITIES:

| | | |
|---|---------------|----------------|
| Purchase of Stock | (16,000) | - |
| Issuance of Stock Subscription Deposits | - | 353,250 |
| Issuance of Stock | 99,411 | - |
| NET CASH FROM FINANCING ACTIVITIES | <u>83,411</u> | <u>353,250</u> |

| | | |
|--|----------------|----------------|
| NET INCREASE (DECREASE) IN CASH | <u>144,155</u> | <u>250,376</u> |
|--|----------------|----------------|

| | | |
|--|--------------------------|--------------------------|
| CASH BALANCE, BEGINNING OF PERIOD | <u>350,342</u> | <u>-</u> |
| CASH BALANCE, END OF PERIOD | <u><u>\$ 494,497</u></u> | <u><u>\$ 250,376</u></u> |

TITAN NRG, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

| | Preferred Stock | Common Stock | Treasury Stock | Additional Paid-In Capital | Accumulated Deficit | Total |
|------------------------------------|--------------------|-------------------|--------------------|-------------------------------|------------------------|----------------------|
| BALANCE - December 31, 2021 | \$ - | \$ 30,279 | \$ - | \$ 7,413,969 | \$ (8,496,372) | \$ (1,052,124) |
| Net Income/(Loss) | - | - | - | - | (270,124) | (270,124) |
| Change in Stock | 29,353 | 89,291 | - | 16,324,037 | 1,690,569 | 18,133,250 |
| BALANCE - March 31, 2022 | \$ 29,353 | \$ 119,570 | \$ - | \$ 23,738,006 | \$ (7,075,927) | \$ 16,811,002 |
| Net Income/(Loss) | - | - | - | - | (118,934) | (118,934) |
| Change in Stock | - | (11,949) | (16,000) | 28,752 | 82,608 | 83,411 |
| BALANCE - December 31, 2022 | <u>\$ 29,353</u> | <u>\$ 107,621</u> | <u>\$ (16,000)</u> | <u>\$ 23,766,758</u> | <u>\$ (7,112,253)</u> | <u>\$ 16,775,479</u> |

NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS

Titan NRG, Inc. (the “Company”, “we”, “us” or “our”), a Wyoming corporation, has a fiscal year end of March 31 and is listed on the OTC Pink Markets under the trading symbol TTNN. The Company had abandoned its business and failed to take steps to dissolve, liquidate and distribute its assets. It had also failed to meet the required reporting requirements with the Colorado Secretary of State, hold an annual meeting of stockholders and pay its annual franchise tax from 2012 to 2020 which resulted in its Colorado charter being revoked. The Company also failed to provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act. In September 2020, a shareholder filed a petition for custodianship, with the District Court, Denver County, Colorado and was appointed as the custodian of the Company in October 2020. The Company’s Colorado charter was reinstated on October 17, 2020, and all required reports were filed with the State of Colorado soon after. The custodian was not able to recover any of the Company’s accounting records from previous management but was able to get the shareholder information hence the Company’s outstanding common shares were reflected in the equity section of the accompanying unaudited financial statements for fiscal year ended 2019 and 2018.

On September 11, 2020, a petition was filed against AgriSolar Solutions, Inc. in the District Court of Denver County, Colorado, under case number 20CV33134 by Synergy Management Group LLC, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company’s Colorado charter, which had been revoked.

On October 14, 2020, the District Court of Denver County, Colorado entered an Order Appointing Custodian, case number 2020CV33134, to appoint Synergy Management Group LLC as custodian of AgriSolar Solutions, Inc. Pursuant to the order, Synergy Management Group LLC has authority to exercise all of the powers of the corporation, through or in place of its board of directors, to the extent necessary to manage the business and affairs of the corporation.

On March 31st, 2021, in a private transaction, DTC Group LLC., entered into a Securities Purchase Agreement (the “SPA”) with Titan NRG Partners LLC., a Wyoming limited liability company, to sell the Special 2020 Series A Preferred Stock. Upon closing of the SPA on March 31st, 2021, Titan NRG Partners LLC., acquired 60% voting control of the Company.

On July 14th, 2021, the Company amended and restated the articles of incorporation the aggregate number of shares that the Corporation will have the authority to issue is Nine Hundred Million (900,000,000), of which Eight Hundred and Fifty Million (850,000,000) will be Common Stock, with a par value of \$0.001 per share, and Fifty Million (50,000,000) shares will be preferred stock, with a par value of \$0.001 per share.

On July 22nd, 2021, The Company added an attachment to the articles of amendment stating new replacement Text of Exhibit A – Certificate of Designation of Special 2020 Series A Preferred Stock adopted by the Board of Directors and Shareholders of the Special 2020 Series A Preferred Stock: The 2020 Series A Preferred Stock stockholders, voting together as a class, are entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action and consideration. The 2020 Series A preferred Stock shall not be divided into fractional shares.

On February 4th, 2022, the merger between AgriSolar Solutions, Inc. and APE Titan NRG, Inc. was completed, and the domicile of the Company was changed from Colorado to Wyoming. All subsidiary companies and assets were transferred at that time, and the name of the Company was changed to Titan NRG, Inc. with a new ticker symbol TTNN.

NOTE 2 – BASIS OF PRESENTATION AND GOING CONCERN

Basis of Presentation

In the opinion of management, the unaudited financial statements of the Company include all adjustments and accruals consisting only of normal recurring accrual adjustments which are necessary for a fair presentation of the results for the interim period. These interim results are not necessarily indicative of results for a full year. Certain information and footnote disclosure normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission.

Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. All intercompany transactions have been eliminated.

Going Concern

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company currently has an accumulated deficit of \$7,112.253 as of December 31st, 2022. The Company has commenced operations as set out below and intends to raise the necessary funds to carry out the aforementioned strategies. The Company cannot be certain that it will be successful in these strategies even with the required funding.

NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires 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 consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instruments with original maturities of three months or less.

Financial Instruments

The FASB issued ASC 820-10, Fair Value Measurements and Disclosures, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820-10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

- Level 1: Quoted prices in active markets for identical assets or liabilities
- Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.
- Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Concentrations and Credit Risks

The Company's financial instruments that are exposed to concentrations and credit risk primarily consist of its cash, sales and accounts receivable. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company's management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Foreign Currency Translation

The accounts of the Company are accounted for in accordance with the Statement of Financial Accounting Standards No. 52 (“SFAS 52”), “Foreign Currency Translation”. The financial statements of the Company are translated into US dollars as follows: assets and liabilities at year-end exchange rates; income, expenses and cash flows at average exchange rates; and shareholders’ equity at historical exchange rate.

Monetary assets and liabilities, and the related revenue, expense, gain and loss accounts, of the Company are re-measured at year-end exchange rates. Non-monetary assets and liabilities, and the related revenue, expense, gain and loss accounts are re-measured at historical rates. Adjustments which result from the re-measurement of the assets and liabilities of the Company are included in net income.

Share-Based Compensation

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 financial statements based on their fair values. That expense is recognized in the period of grant.

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. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

As of December 31st, 2022 and 2021, respectively, there was \$Nil of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the fiscal year March 31st, 2022 and 2021, respectively.

Income Taxes

The Company accounts for income taxes under ASC 740, Income Taxes. Under the asset and liability method of 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. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period 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. Deferred tax assets or liabilities were offset by a 100% valuation allowance, therefore there has been no recognized benefit as of March 31st, 2022 and 2021, respectively. Further it is unlikely with the change of control that the Company will have the ability to realize any future tax benefits that may exist.

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.

Earnings Per Share

Net income (loss) per share is calculated in accordance with ASC 260, Earnings Per Share. The weighted-average number of common shares outstanding during each period is used to compute basic earnings 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 stock share is based on the weighted average number of common stock shares and the common stock outstanding during the last fiscal year of April 1st, 2021 to March 31st, 2022. Due to net operating loss, there is no presentation of dilutive earnings per share, as it would be anti-dilutive.

Forgiveness of Indebtedness

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expires or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid in capital. Debts to non-related parties are treated as other income when forgiven or extinguished.

Recent Accounting Pronouncements

We have reviewed all the recently issued, but not yet effective, accounting pronouncements and we do not believe any of these pronouncements will have a material impact on the Company.

In August 2017, the FASB issued ASU No. 2017-12, Derivatives and Hedging (Topic 815), which changes both the designation and measurement guidance for qualifying hedging relationships and the presentation of hedge results, in order to better align an entity's risk management activities and financial reporting for hedging relationships. The amendments expand and refine hedge accounting for both nonfinancial and financial risk components and align the recognition and presentation of the effects of the hedging instrument and the hedged item in the financial statements. FASB ASU No. 2017-12 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. We are still evaluating the impact that this guidance will have on our financial position or results of operations, and we have not yet determined whether we will early adopt FASB ASU No. 2017-12.

In March 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-09, Compensation – Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting. This guidance changes how companies account for certain aspects of share-based payments to employees. Among other things, under the new guidance, companies will no longer record excess tax benefits and certain tax deficiencies in additional paid-in- capital ("APIC"), but will instead record such items as income tax expense or benefit in the income statement, and APIC pools will be eliminated. Companies will apply this guidance prospectively. Another component of the new guidance allows companies to make an accounting policy election for the impact of forfeitures on the recognition of expense for share-based payment awards, whereby forfeitures can be estimated, as required today, or recognized when they occur. If elected, the change to recognize forfeitures when they occur needs to be adopted using a modified retrospective approach. All of the guidance will be effective for the Company in the fiscal year beginning January 1, 2018. Early adoption is permitted. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842), which establishes new accounting and disclosure requirements for leases. FASB ASU No. 2016-02 requires lessees to classify most leases as either finance or operating leases and to initially recognize a lease liability and right-of-use asset. Entities may elect to account for certain short-term leases (with a term of 12 months or less) using a method similar to the current operating lease model. The statements of operations will include, for finance leases, separate recognition of interest on the lease

liability and amortization of the right-of-use asset and for operating leases, a single lease cost, calculated so that the cost of the lease is allocated over the lease term on a straight-line basis. While we are in the early stages of our implementation process for FASB ASU No. 2016-02, and have not yet determined its impact on our financial position or results of operations, these leases would potentially be required to be presented on the balance sheet in accordance with the requirements of FASB ASU No. 2016-02. FASB ASU No. 2016-02 is effective for annual reporting periods beginning after December 15, 2018, including interim periods within those annual reporting periods, with early adoption permitted. FASB ASU No. 2016-02 must be applied using a modified retrospective approach, which requires recognition and measurement of leases at the beginning of the earliest period presented, with certain practical expedients available.

In July 2015, the FASB issued ASU No. 2015-11, Inventory (Topic 330): Simplifying the Measurement of Inventory. The guidance requires an entity to measure inventory at the lower of cost or net realizable value, which is the estimated selling prices in the ordinary course of business, less reasonably predictable costs of completion, disposal, and transportation, rather than the lower of cost or market in the previous guidance. This amendment applies to inventory that is measured using first-in, first-out (FIFO). This amendment is effective for public entities for fiscal years beginning after December 15, 2016, including interim periods within those years. A reporting entity should apply the amendments prospectively with earlier application permitted as of the beginning of an interim or annual reporting period. The Company is currently evaluating the impact of this guidance, if any, on its financial statements and related disclosures.

In May 2014, the FASB issued ASU No. 2014-09, Revenue from Contracts with Customers (“ASU 2014-09”), which requires an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. ASU 2014-09 will replace most existing revenue recognition guidance in U.S. generally accepted accounting principles when it becomes effective. In July 2015, the FASB deferred the effective date of the standard by an additional year; however, it provided companies the option to adopt one year earlier, commensurate with the original effective date. Accordingly, the standard will be effective for the Company in the fiscal year beginning January 1, 2018, with an option to adopt the standard for the fiscal year beginning January 1, 2017. The Company is currently evaluating this standard and has not yet selected a transition method or the effective date on which it plans to adopt the standard, nor has it determined the effect of the standard on its financial statements and related disclosures.

Infrequent Items

During this period there were infrequent operating expenses that occurred. Due to the merger, there were attorney’s fees and transfer agent fees that were out of the ordinary for operating expenses. Other infrequent operating expenses are due to the ongoing complaint for the cancellation of restricted legacy shareholders.

NOTE 4 - INCOME TAXES

Income taxes are provided based upon the liability method. Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against deferred tax assets if management does not believe the Company has met the “more likely than not” standard imposed by accounting standards to allow recognition of such an asset.

Deferred tax assets/liabilities were as follows as of March 31st, 2022 and 2021:

| <u>Description</u> | <u>March 31st, 2022</u> | <u>March 31st, 2021</u> |
|----------------------------------|-------------------------|-------------------------|
| Net operating loss carry forward | \$ 454,448 | \$ 423,200 |
| Valuation allowance | <u>(454,448)</u> | <u>(423,200)</u> |
| Difference | <u>\$ -</u> | <u>\$ -</u> |

As of September 30th, 2022, the Company expected no net deferred tax assets to be recognized, resulting from net operating loss carry forwards. Deferred tax assets were offset by a corresponding allowance of 100%.

During the fiscal year ended March 31, 2022, the Board of Directors determined that the net operating loss carried forward from Fiscal Year ended March 31, 2021 is zero and cannot be used going forward.

Accrued benefit is \$ 112,831.56. Due to uncertainties, the tax benefit has not been included in the Financial Statements.

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NOTE 5 – NOTES PAYABLE – RELATED PARTIES

There were no notes payable to related parties during the period.

NOTE 6 – CONVERTIBLE NOTES PAYABLE

There were no convertible notes payable during the period.

NOTE 7 - COMMITMENTS AND CONTINGENCIES

Risks and Uncertainties

The Company's operations are subject to significant risks and uncertainties including financial, operational and regulatory risks, including the potential risk of business failure.

The Company has entered into a material contract during the year for the transfer of approximately 1 million gallons of Liquefied Petroleum Gas from Rail Car to Transport and delivery of product to its final destination.

Legal and other matters:

In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company's management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company's financial position or results of operations.

NOTE 8 – ACCOUNTS PAYABLES

The accounts payables for the year ended March 31st, 2021 are due to a member of the board of directors that paid the bills on behalf of the Company. During fiscal year ended March 31st, 2022, the accounts payable to the member of the board of directors was paid in full.

NOTE 9 - SUBSEQUENT EVENTS

Management has evaluated subsequent events through the date of filing the consolidated financial statements with OTC Markets, the date the consolidated financial statements were available to be issued. Management is not aware of any significant events that occurred subsequent to the balance sheet date that would have a material effect on the consolidated financial statements thereby requiring adjustment or disclosure, other than those noted below:

On May 14th, 2021, the Company filed a Complaint in the 2nd Judicial District Court of Denver County, Colorado, under case number 2021CV31527, against Chaowei Liang(former CEO) and 68 other restricted shareholders.

On September 9th, 2021, the Company retained the services of BF Borgers CPA PC for the purposes of auditing previous annual disclosures.

On September 29th, 2021, the Company entered into a merger agreement with APE Titan NRG, Inc., and its subsidiaries (NRG Dynamics LLC., NRG Rail LLC., APE Fuels, Inc., Vespene LLC.), primarily engaged in the sale and transportation of Liquefied Petroleum Gases based in Tucson, Arizona, via reverse merger.

On October 7th, 2021, the 2nd Judicial District Court of Denver County, Colorado, under case number 2021CV31527, granted default judgement for the first omnibus round to cancel 34,545,625 restricted shares of common stock.

On November 5th, 2021, the Transfer Agent executed the court order to cancel 33,545,625 of restricted common shares.

On December 15th, 2021 the Company signed a Letter of Intent and plans to acquire NRG Equipment LLC, a Montana LLC primarily engaged in the business of holding and leasing of equipment. In a stock and debt assumption transaction to close on or before June 1st, 2023. If that transaction closes, that acquisition could boost assets by approximately \$5mm while lowering lease costs by over \$55k a month. Terms of the transaction have been negotiated but not yet finalized.

On January 19th, 2022, the 2nd Judicial District Court of Denver County, Colorado, under case number 2021CV31527, granted an amended motion for service by publication on the remaining Defendants for share cancellation of some legacy shareholders.

On February 4th, 2022, the merger between AgriSolar Solutions, Inc. and APE Titan NRG, Inc. was completed, and the domicile of the Company was changed from Colorado to Wyoming. All subsidiary companies and assets were transferred at that time, and the name of the Company was changed to Titan NRG, Inc. with a new ticker symbol TTNN.

On May 18th, 2022, the 2nd Judicial District Court of Denver County, Colorado, under case number 2021CV31527, granted the 2nd Omnibus Motion for Default Judgement to cancel approximately 12,751,500 shares of outstanding common restricted stock.

On August 5th, 2022, the Transfer Agent executed the court order to cancel 12,751,500 restricted shares of common stock.

On January 31st, 2023, the acquisition of NRG Equipment, LLC. was closed and became a subsidiary of Titan NRG, Inc. The purchase price was in excess of \$5,000,000 and included about \$2,100,000 in assumption of certain debt. The remainder was seller financed.

Issuer's Facilities Exhibit A

861042028 APE FUELS INC
86-1042028
FYE: 3/31/2023

Book Asset Detail 4/01/22 - 3/31/23

08/15/2022 10:33 AM

Page 1

| Asset | d t | Property Description | Date In Service | Book Cost | Book Sec 179 Exp c | Book Sal Value | Book Prior Depreciation | Book Current Depreciation | Book End Depr | Book Net Book Value | Book Method | Book Period |
|--------------------|--------|--------------------------------|--------------------|-------------------|-----------------------|-------------------|----------------------------|------------------------------|-------------------|------------------------|----------------|----------------|
| 15 | | FILL STATION | 1/31/02 | 7,600.00 | 0.00 | 0.00 | 3,938.00 | 194.87 | 4,132.87 | 3,467.13 | S/L | 39.0 |
| 21 | | 2- 1000 GAL DISPENSING STATION | 1/31/03 | 9,500.00 | 0.00 | 0.00 | 9,500.00 | 0.00 | 9,500.00 | 0.00 | 200DB | 5.0 |
| 22 | | 4- DISPENSING STATIONS (1-25 | 3/31/03 | 22,500.00 | 0.00 | 0.00 | 22,500.00 | 0.00 | 22,500.00 | 0.00 | 200DB | 5.0 |
| 34 | | LD 23 52 250G TANKS | 1/20/06 | 28,145.22 | 0.00 | 0.00 | 28,145.22 | 0.00 | 28,145.22 | 0.00 | 200DB | 7.0 |
| 41 | | 30,000G LPG STORAGE TANK | 1/31/07 | 29,000.00 | 0.00 | 0.00 | 29,000.00 | 0.00 | 29,000.00 | 0.00 | 200DB | 7.0 |
| 42 | | 1,000G LPG DOCK STATION | 1/31/07 | 1,000.00 | 0.00 | 0.00 | 1,000.00 | 0.00 | 1,000.00 | 0.00 | 200DB | 7.0 |
| 43 | | 2 - 420LB LPG TANK | 1/31/07 | 300.00 | 0.00 | 0.00 | 300.00 | 0.00 | 300.00 | 0.00 | 200DB | 7.0 |
| 44 | | 23 - 125G BALL TANKS | 1/31/07 | 3,450.00 | 0.00 | 0.00 | 3,450.00 | 0.00 | 3,450.00 | 0.00 | 200DB | 7.0 |
| 45 | | 2 - FILL STATION PUMPS | 1/31/07 | 450.00 | 0.00 | 0.00 | 450.00 | 0.00 | 450.00 | 0.00 | 200DB | 7.0 |
| 50 | | LD 24 54 250G TANKS | 2/01/07 | 28,080.00 | 0.00 | 0.00 | 28,080.00 | 0.00 | 28,080.00 | 0.00 | 200DB | 7.0 |
| 54 | | TANKS-QUALITY STEEL | 1/08/14 | 15,731.39 | 0.00 | 0.00 | 15,731.39 | 0.00 | 15,731.39 | 0.00 | 200DB | 7.0 |
| 56 | | 2015 FREIGHTLINER TRUCK#3 | 8/24/15 | 142,905.00 | 0.00 | 0.00 | 142,905.00 | 0.00 | 142,905.00 | 0.00 | 200DB | 5.0 |
| 57 | | 14 TANKS | 11/12/15 | 9,695.70 | 0.00 | 0.00 | 9,575.52 | 120.18 | 9,695.70 | 0.00 | 200DB | 7.0 |
| 58 | | TANKS-QUALITY STEEL | 1/13/15 | 14,469.72 | 0.00 | 0.00 | 14,469.72 | 0.00 | 14,469.72 | 0.00 | 200DB | 7.0 |
| 59 | | 2019 CRANE TRUCK | 1/28/19 | 87,535.12 | 0.00 | 0.00 | 87,535.12 | 0.00 | 87,535.12 | 0.00 | 200DB | 5.0 |
| 60 | | 2020 KENWORTH BOBTAIL | 9/16/19 | 139,594.50 | 0.00 | 0.00 | 139,594.50 | 0.00 | 139,594.50 | 0.00 | 200DB | 5.0 |
| 61 | | 1382 250 GAL TANKS | 11/11/21 | 1,382.00 | 0.00 | 0.00 | 1,382.00 | 0.00 | 1,382.00 | 0.00 | 200DB | 7.0 |
| 62 | | FORKLIFT | 5/26/22 | 11,000.00 | 0.00c | 0.00 | 0.00 | 1,145.83 | 1,145.83 | 9,854.17 | S/L | 8.00 |
| Grand Total | | | | <u>552,338.65</u> | <u>0.00c</u> | <u>0.00</u> | <u>537,556.47</u> | <u>1,460.88</u> | <u>539,017.35</u> | <u>13,321.30</u> | | |

Issuer's Facilities Exhibit A

461283914 NRG DYNAMICS LLC

46-1283914

FYE: 3/31/2023

Book Asset Detail 4/01/22 - 3/31/23

11/12/2022 10:50 AM

Page 1

| Asset | d t | Property Description | Date In Service | Book Cost | Book Sec 179 Exp c | Book Sal Value | Book Prior Depreciation | Book Current Depreciation | Book End Depr | Book Net Book Value | Book Method | Book Period |
|--------------------|--------|----------------------|--------------------|---------------------|-----------------------|-------------------|----------------------------|------------------------------|-------------------|------------------------|----------------|----------------|
| 103 | | 2017 PETERBILT #103 | 2/05/16 | 153,690.00 | 0.00 | 0.00 | 153,690.00 | 0.00 | 153,690.00 | 0.00 | 200DB | 5.0 |
| 105 | | TRUCK #105 | 9/05/18 | 40,000.00 | 0.00 | 0.00 | 40,000.00 | 0.00 | 40,000.00 | 0.00 | 200DB | 5.0 |
| 108 | | 2018 PETERBILT #108 | 9/13/17 | 147,544.00 | 0.00 | 0.00 | 145,183.29 | 2,360.71 | 147,544.00 | 0.00 | 200DB | 5.0 |
| 110 | | 2020 PETERBILT #110 | 10/24/19 | 158,469.00 | 0.00 | 0.00 | 158,469.00 | 0.00 | 158,469.00 | 0.00 | 200DB | 5.0 |
| 112 | | 2020 PETERBILT #112 | 1/29/19 | 134,521.18 | 0.00 | 0.00 | 134,521.18 | 0.00 | 134,521.18 | 0.00 | 200DB | 5.0 |
| 115 | | 2016 PETERBILT #115 | 7/06/20 | 150,000.00 | 0.00 | 0.00 | 150,000.00 | 0.00 | 150,000.00 | 0.00 | 200DB | 5.0 |
| 116 | | 2020 PETERBILT #116 | 11/27/20 | 157,500.00 | 0.00 | 0.00 | 157,500.00 | 0.00 | 157,500.00 | 0.00 | 200DB | 5.0 |
| 117 | | PETERBILT 101 | 7/01/22 | 162,000.00 | 0.00c | 100,000.00 | 0.00 | 9,300.00 | 9,300.00 | 152,700.00 | S/L | 5.00 |
| 118 | | PETERBILT 133 | 7/01/22 | 162,000.00 | 0.00c | 100,000.00 | 0.00 | 9,300.00 | 9,300.00 | 152,700.00 | S/L | 5.00 |
| Grand Total | | | | <u>1,265,724.18</u> | <u>0.00c</u> | <u>200,000.00</u> | <u>939,363.47</u> | <u>20,960.71</u> | <u>960,324.18</u> | <u>305,400.00</u> | | |

Issuer's Facilities Exhibit A

| NRG Dynamics LLC., current leased equipment | | | | | | | | |
|---|------|-------------|--------|--|------|------|-------------|---------|
| 202 | 2015 | WESTMOR | MC-331 | | 220 | 2021 | Mississippi | MC-331 |
| 203 | 2016 | WESTMOR | MC-331 | | 221 | 2021 | Mississippi | MC-331 |
| 204 | 2016 | WESTMOR | MC-331 | | 224 | 2022 | Mississippi | MC-331 |
| 205 | 2018 | Mississippi | MC-331 | | 225 | 2022 | Mississippi | MC-331 |
| 206 | 2018 | Countryside | MC-331 | | 226 | 2022 | Mississippi | MC-331 |
| 207 | 2018 | Mississippi | MC-331 | | 2001 | 2020 | Etnyre | ASPHALT |
| 208 | 2018 | Mississippi | MC-331 | | 2002 | 2020 | Etnyre | ASPHALT |
| 209 | 2019 | Mississippi | MC-331 | | 2003 | 2020 | Etnyre | ASPHALT |
| 210 | 2019 | Mississippi | MC-331 | | 2004 | 2020 | Etnyre | ASPHALT |
| 211 | 2019 | Mississippi | MC-331 | | 2005 | 2021 | Etnyre | ASPHALT |
| 212 | 2019 | Mississippi | MC-331 | | 2006 | 2021 | Etnyre | ASPHALT |
| 213 | 2020 | Mississippi | MC-331 | | 2007 | 2021 | Etnyre | ASPHALT |
| 214 | 2019 | Mississippi | MC-331 | | 2008 | 2021 | Etnyre | ASPHALT |
| 215 | 2019 | Mississippi | MC-331 | | 2009 | 2021 | Etnyre | ASPHALT |
| 216 | 2021 | Mississippi | MC-331 | | 2010 | 2021 | Etnyre | ASPHALT |
| 217 | 2021 | Mississippi | MC-331 | | 125 | 2022 | PETE | 389 |
| 218 | 2021 | Mississippi | MC-331 | | 126 | 2022 | PETE | 389 |
| 219 | 2021 | Mississippi | MC-331 | | | | | |

Issuer's Facilities Exhibit A

Titan NRG, Inc. current leased properties

Principle Place of Business

4255 N. Sullinger Ave.

Tucson, AZ. 85705

5 acre parcel of land with a rail terminal and office.

Property in Good condition.

Other leased properties

APE Fuels, Inc.

4250 N. Sullinger Ave.

Tucson, AZ. 85705

STE 101,103 plus yard storage

Property in Good condition

NRG Dynamics, LLC.

4250 N. Sullinger Ave.

Tucson, AZ. 85705

STE 102 - office

Property in Good Condition

4254 N. Sullinger Ave.

Tucson, AZ. 85705

Yard Parking and Storage

Property in Good Condition