

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Tianrong Medical Group, Inc.

2 Chenghua District, Fuqing Road, Second P
Kai Long Fortune Building
Chengdu, China
Phone: (718) 569-8815
Website: <https://www.huanmedia.com>
Email: info@tianrongmedicalgroup.com
SIC Code: 737

Annual Report

For the period ending December 31, 2022 (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

500,000,000 as of December 31, 2022

500,000,000 as of December 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.

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 The Company was incorporated under the laws of the State of Nevada on February 7, 2000 as Tianrong Medical Group, Inc.

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):

Colorado Active and in Good Standing. Formerly a Nevada corporation. Converted on March 10, 2020.

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:

On December 28, 2020, the Company signed a definitive agreement to acquire 100% of HuanMedia Company Limited, parent company of China based Sichuan HuanMedia Co. Ltd., in an all-stock transaction.

On February 1, 2021, the Company completed its acquisition of HuanMedia Company Limited. The purchase price was 449,000,000 restricted shares of TNMD common stock.

On April 12, 2023, the Company received word from its majority shareholder (by virtue of its super voting majority preferred shares) that the Huan Media acquisition was not closed, due to the purchase price of 449,000,000 restricted shares of TNMD common stock not being issued. On the same day, the Company received the TNMD unaudited December 31, 2022 financial statements also from its majority shareholder, which did not include the consolidation of Huan Media. On the same financial statements, the December 31, 2021 financial statements have been restated without the consolidation of Huan Media, Ltd. The majority shareholder has also informed the Company that the acquisition is still open, has not closed, but has not been cancelled. The December 31, 2022 TNMD financial statements and related notes are included in the disclosure report.

The Company disputes the claim that the Huan Media acquisition did not close and that the shares were never issued to Huan Media. Therefore, the purchase price of 449,000,000 restricted shares of TNMD common stock remains stated in this disclosure document.

On February 1, 2021, the Company, upon the instruction of its majority shareholder, issued 449,000,000 restricted shares of TNMD common stock to HuanMedia Company Limited and therefore completed the acquisition. The majority shareholder instructed that the shares remain in Book Entry form, as opposed to a certificate being issued to HuanMedia. This was done.

On February 21, 2021, the Company, via its majority shareholder, received a stock power, apparently signed by the president of HuanMedia and instructions to distribute the 449,000,000 to various parties. The Company complied with this request. After the distribution, HuanMedia was left with 24 restricted shares of TNMD common stock in book entry form. The Company believes that HuanMedia still possesses these 24 shares.

Subsequently, the distributed 448,999,976 shares have been broken down further and distributed to additional various parties. Six of those parties are listed in this disclosure document as beneficial shareholders.

The Company hopes to resolve this matter as soon as possible.

On October 1, 2021, the Company signed a definitive agreement to acquire an 80% stake in China based financial service company, Chengdu Shidaihongrui Technology Co., Ltd. (SDHR) The purchase price is 8,000,000 restricted shares of TNMD common stock and a cash payment to be determined following SDHR's upcoming audited financial statements.

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

Chenghua District, Fuqing Road, Second P, Kai Long Fortune Building, Chengdu, China

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

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

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

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

2) Security Information

Transfer Agent

Name: Signature Stock Transfer Inc.
Phone: (972) 612-4120
Email: jason@signaturestocktransfer.com
Address: 14673 Midway Road, Suite #220
Addison, Texas 75001

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>TNMD</u>
Exact title and class of securities outstanding:	<u>Common Stock</u>
CUSIP:	<u>88630G107</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>1,000,000,000</u> as of date: <u>December 31, 2022</u>
Total shares outstanding:	<u>500,000,000</u> as of date: <u>December 31, 2022</u>
Total number of shareholders of record:	<u>2,273</u> as of date: <u>December 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>Preferred</u>	
CUSIP (if applicable):	<u>None</u>	
Par or stated value:	<u>\$0.00001</u>	
Total shares authorized:	<u>500,000</u>	<u>as of date: December 31, 2022</u>
Total shares outstanding (if applicable):	<u>500,000</u>	<u>as of date: December 31, 2022</u>
Total number of shareholders of record (if applicable):	<u>1</u>	<u>as of date: December 31, 2022</u>

Security Description:

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

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

(1) Dividend Rate. The holders of Common Stock shall be entitled to receive dividends when, as, and if declared by the board of directors out of assets legally available therefor.

(2) Voting Rights. Except as otherwise provided by the CRS, the holders of the issued and outstanding shares of the Common Stock shall be entitled to one vote for each share. No holder of shares of Common Stock shall have the right to cumulate votes.

(3) Liquidation Rights. In the event of liquidation, dissolution, or winding up of the affairs of the corporation, whether voluntary or involuntary, the holders of shares of the Common Stock can share ratably in the corporation's assets and shall share equally and ratably in the corporation's assets available for distribution. A merger, conversion, exchange, or consolidation of the corporation with or into any other person or sale or transfer of all or any part of the assets of the corporation (which shall not in fact result in the liquidation of the corporation and the distribution of assets to stockholders) shall not be deemed to be a voluntary or involuntary liquidation, dissolution or winding up of the affairs of the corporation.

(4) No Conversion, Redemption, or Preemptive Rights. The holders of Common Stock shall not have any conversion, redemption, or preemptive rights.

(5) Consideration for Shares. The Common Stock authorized by this article shall be issued for

such consideration as shall be fixed, from time to time, by the board of directors.

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

Voting Rights: Except as otherwise provided by the CRS, the holders of the issued and outstanding shares of the preferred stock shall be entitled to 4,000 votes for each share held by them.

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: Date: January 1, 2020 Common: 35,916,969 Preferred: 0			*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>May 13, 2021</u>	<u>New Issuance</u>	<u>5,311,918</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>James A. Tilton</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>54,597</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>No</u>	<u>Ajay Athwal</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Edward S. Stone</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>25,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Yancy Rincon</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Aziz Latrache</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>50,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Sal Kadri</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>50,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Hossam Arafat</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>100,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Arafat Arafat</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>750,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Stephen J. Posner</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Stephen J. Posner</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>750,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Vic Devlaeminck</u>	<u>Legal Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>May 13, 2021</u>	<u>New Issuance</u>	<u>2,000,000</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Alan David Valdes</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>April 30, 2021</u>	<u>New Issuance</u>	<u>2,262,455</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Readen Holding Corp.</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>April 30, 2021</u>	<u>New Issuance</u>	<u>3,279,061</u>	<u>Common Stock</u>	<u>\$0.5111</u>	<u>Yes</u>	<u>Cho Wing Lam</u>	<u>Consulting Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>

<u>February 1, 2021</u>	<u>New Issuance</u>	<u>449,000,000</u>	<u>Common Stock</u>	<u>\$0.194</u>	<u>No</u>	<u>HuanMedia Company Limited</u> <u>He Zhizhou,</u> <u>President</u>	<u>Acquisition</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
<u>January 16, 2021</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Preferred Stock</u>	<u>\$0.0000</u>	<u>N.A.</u>	<u>Silverbear Capital Inc.</u> <u>Yeung Tze Ling,</u> <u>Director</u>	<u>Merger and Acquisition Services</u>	<u>Restricted</u>	<u>4 (2) Exemption</u>
Shares Outstanding on Date of This Report: Date: December 31, 2022 Ending Balance: Common: 500,000,000 Preferred: 500,000									

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:

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. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)

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

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.otcmarkets.com).

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

Tianrong Medical Group's vision is the establishment of a fully integrated technology company, which provides turnkey technological solutions to the transportation industry. Over time, the Company plans, through both acquisition and development, to provide a wide range of services including without limitation: software solutions, e-commerce, financial services, advisory services, patents & trademarks, and information technology.

The Company owns 100% of HuanMedia Company Limited, parent company of China based Sichuan HuanMedia Co. Ltd.

HuanMedia owns exclusive operation rights and provides free Wi-Fi services and entertainment platforms to several railway lines and in over hundreds of railway stations and trains across China. HuanMedia is growing at a rapid pace, aiming at providing services to over 1 billion of annual railway passenger flow in 2021.

HuanMedia guarantees fully secured, uninterrupted service, even when the external 3G and 4G signals are weak or unavailable. Its unmatched platforms provide unique and exclusive services to passengers, including online ticketing, train schedule information, VIP services, onboard online shopping, travel, and hotel bookings. It also provides passengers with rich entertainment content; recent movies, hit music and mobile games. This exclusive platform is an effective advertisement and product promotion channel for location centric products to globally recognized brands.

HuanMedia was established in 2013. As China's number one railway transportation Wi-Fi operator and a leader in China's rail transportation information service, it focuses on the construction and operation of mobile internet in the field of public transportation, internet product development and distribution, big data analysis and scene-based precision marketing services. The company is headquartered in Chengdu, Sichuan Province, China.

On April 12, 2023, the Company received notice of a potential dispute regarding the HuanMedia acquisition. Please refer to Section 1 of this disclosure document for further information.

The Company owns an 80% stake in China based financial service company, Chengdu Shidaihongrui Technology Co., Ltd. (SDHR), located in Chengdu, China.

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

The Company owns 100% of HuanMedia Company Limited, parent company of China based Sichuan HuanMedia Co. Ltd.

The Company owns an 80% stake in China based financial service company, Chengdu Shidaihongrui Technology Co., Ltd. (SDHR), located in Chengdu, China.

C. Describe the issuers' principal products or services.

Wi-Fi services, entertainment platforms, information Technology and software Solutions for the transportation, medical and financial services industries.

The primary markets for our products and services are the U.S.A., Europe and P.R. China.

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.

The Company maintains an office at 26 Grosvenor Street, Mayfair, London, United Kingdom W1K 4QW. There is no rent/mortgage paid for this space. The Company has no ownership of the property.

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.

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>James A. Tilton</u>	<u>Officer and Director</u>	<u>New York, N.Y.</u>	<u>5,311,918</u>	<u>Common Stock</u>	<u>1%</u>	<u>N.A.</u>
<u>Jane Zheng</u>	<u>Officer</u>	<u>New York, N.Y.</u>	<u>0</u>	<u>N.A.</u>	<u>0%</u>	<u>N.A.</u>
<u>Silverbear Capital, Inc.</u>	<u>Beneficial Shareholder</u>	<u>Beijing, China</u>	<u>500,000</u>	<u>Preferred Stock</u>	<u>100%</u>	<u>Yeung Tze Ling, Director</u>
<u>MORSONWELL HOLDING LIMITED</u>	<u>Beneficial Shareholder</u>	<u>Mahe, Seychelles</u>	<u>105,034,433</u>	<u>Common Stock</u>	<u>21%</u>	<u>Liu Lulu, Director</u>

<u>EXPERT CAPITAL INVESTMENTS LIMITED</u>	<u>Beneficial Shareholder</u>	<u>Apia, Samoa</u>	<u>56,270,000</u>	<u>Common Stock</u>	<u>11.25%</u>	<u>Yeung Tze Ling, Director</u>
<u>ACREL HOLDING LIMITED</u>	<u>Beneficial Shareholder</u>	<u>Mahe, Seychelles</u>	<u>58,588,438</u>	<u>Common Stock</u>	<u>11.72%</u>	<u>Liu Lulu, Director</u>
<u>ZHAOHUI INVESTMENT HOLDING LIMITED</u>	<u>Beneficial Shareholder</u>	<u>Mahe, Seychelles</u>	<u>31,412,309</u>	<u>Common Stock</u>	<u>6.28%</u>	<u>Wei Maodong, Director</u>
<u>COTECH HOLDING LIMITED</u>	<u>Beneficial Shareholder</u>	<u>Mahe, Seychelles</u>	<u>65,343,390</u>	<u>Common Stock</u>	<u>13.07%</u>	<u>Li Zheng, Director</u>
<u>CORAL BAY HOLDING LIMITED</u>	<u>Beneficial Shareholder</u>	<u>Mahe, Seychelles</u>	<u>28,863,417</u>	<u>Common Stock</u>	<u>5.77%</u>	<u>Li Zheng, Director</u>

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.

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: Vic Devlaeminck PC
Address 1: 10013 N.E. Hazel Dell Avenue, Suite 317
Address 2: Vancouver, WA 98685
Phone: (503) 806-3533
Email: vic@vicdevlaeminck.com

Accountant or Auditor

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

Investor Relations

Name: N.A.
Firm: SBC Investor Relations, Inc.
Address 1: Oliaji Trade Centre, 1st Floor Victoria
Address 2: Mahe, Seychelles
Phone: (844) 568-1377
Email: info@sbcfinancialgroup.com

All other means of Investor Communication:

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

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)²:

Name: **Lowell Holden**

Title: **Director**

Relationship to Issuer: **Director**

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

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

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, James A. Tilton, certify that:

1. I have reviewed this Disclosure Statement for Tianrong Medical Group, 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.

² 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.

April 14, 2023

/s/ James A. Tilton, Chief Executive Officer

Principal Financial Officer:

I, James A. Tilton certify that:

1. I have reviewed this Disclosure Statement for; Tianrong Medical Group, 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.

April 14, 2023

/s/ James A. Tilton, Chief Financial Officer

TIANRONG MEDICAL GROUP, INC

UNAUDITED FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

PREPARED BY MANAGEMENT

UNAUDITED

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TIANRONG MEDICAL GROUP, INC
BALANCE SHEETS
(Unaudited)

	December 31, 2022	December 31, 2021
ASSETS	(Restated)	
Total assets	\$ --	\$ --
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable and accrued expense	\$ 10,170	\$ 9,716
Notes payable	1,273	1,273
Total current liabilities	11,443	8,443
Total liabilities	11,443	8,443
Stockholders' deficit:		
Preferred shares, \$0.001 par value 500,000 authorized, 500,000 issued and outstanding, respectively	5	5
Common stock, \$0.01 par value, 1,000,000,000 authorized, 51,000,000 issued and outstanding, respectively	51,000	51,000
Additional paid in capital	348,247	348,247
Accumulated deficit	(410,695)	(407,695)
Total stockholders' deficit	(11,443)	(8,443)
Total liabilities and stockholder deficit	\$ --	\$ --

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

TIANRONG MEDICAL GROUP, INC
STATEMENTS OF OPERATIONS
AS OF DECEMBER 31,
(Unaudited)

	Year Ended	
	(Restated)	
	2022	2021
Operating expenses:		
General and administrative expense	\$3,000	\$ 45,526
Income (loss) from operations	(3,000)	(45,526)
Other income(expense)		
Other income	--	--
Interest expense	--	--
Total other income (expense)	--	--
Net loss	\$ (3,000)	\$ (45,526)
Net loss per share, basic and diluted	\$ (0.00)	\$ (0.00)
Weighted average number of shares outstanding, basic and diluted	51,000,000 51,000,000	

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

TIANRONG MEDICAL GROUP, INC
CHANGES IN STOCKHOLDER EQUITY
(Unaudited)

	Preferred Stock		Common Stock		Additional	Stockholders'	Equity
	Shares	Amount	Shares	Amount	Paid-In	Deficit	
Balance at December 31, 2020	--	--	35,916,969	35,917	323,252	(362,169)	(3,000)
Preferred shares issued for service	500,000	5	--	--	24,995	--	25,000
Common stock issued for service	--	--	15,083,031	15,083	--	--	15,083
Net loss	--	--	--	--	--	(45,526)	(45,526)
Balance at December 31, 2021 (Restated)	500,000	5	51,000,000	51,000	348,247	(407,695)	(8,443)
Net loss	--	--	--	--	--	(3,000)	(3,000)
Balance at December 31, 2022	500,000	\$5	51,000,000	\$51,000	\$348,247	\$(410,695)	\$ (11,443)

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

TIANRONG MEDICAL GROUP, INC
STATEMENTS OF CASH FLOWS
AS OF DECEMBER 31,
(Unaudited)

	(Restated)	
	2022	2021
Cash flows from operating activities:		
Net loss	\$ (3,000)	\$ (45,526)
Adjustments to reconcile net income to net cash		
Used in operating activities:		
Stock for service	--	40,083
Changes in operating assets and liabilities:		
Accounts payable and accrued expenses	3,000	5,443)
Net cash provided by (used in) operating activities	--	--
Net increase (decrease) in cash	--	--
Cash – beginning of year	--	--
Cash – end of year	<u>\$ --</u>	<u>\$ --</u>
SUPPLEMENT DISCLOSURES:		
Interest paid	\$ --	\$ --
Income taxes paid	\$ --	\$ --

TIANRONG MEDICAL GROUP, INC
NOTES TO FINANCIAL STATEMENTS
(Unaudited)

NOTE 1 - DESCRIPTION AND HISTORY OF BUSINESS AND HISTORY

Tianrong Medical Group, Inc. (the "Company"), was incorporated on February 7, 2000 under the laws of the State of Nevada, to engage in any lawful corporate undertaking, including, but not limited to, selected mergers and acquisition. On March 10, 2021, a change of domicile was filed with the Colorado Secretary of State and is currently in good standing with the state of Colorado.

On December 28, 2021, the Company signed a definitive agreement to acquire Huan Media Company Limited, parent company of China based Sichuan Huan Media Co. Ltd., in an all-stock transaction.

On February 1, 2022, the Company committed 449,000,000 shares of common stock for the acquisition of Huan Media Company Limited. The shares were never issued. As of December 31, 2022 the merger has not been completed and the Company is reporting without the consolidation of Huan Media, Ltd.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of Tianrong Medical Group, Inc is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management, who are responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.

Going concern – The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Company has incurred cumulative deficit of (\$410,695) since its inception and requires capital for its contemplated operational and marketing activities to take place. The Company's ability to raise additional capital through the future issuances of common stock is unknown. The obtainment of additional financing, the successful development of the Company's contemplated plan of operations, and its transition, ultimately, to the attainment of profitable operations are necessary for the Company to continue operations. The ability to successfully resolve these factors raise substantial doubt about the Company's ability to continue as a going concern. The financial statements of the Company do not include any adjustments that may result from the outcome of these aforementioned uncertainties.

Restatement

The Company has not completed the merger as reported for the year end December 31, 2021 thus the financials have been restated for the year ended December 31, 2021 to reflect the merger is still open.

Basis of Presentation – The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America. All references to Generally Accepted Accounting Principles (“GAAP”) are in accordance with The FASB Accounting Standards Codification (“ASC”) and the Hierarchy of Generally Accepted Accounting Principles.

Use of estimates – The process of preparing financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, revenues, and expenses. Such estimates primarily relate to unsettled transactions and events as of the date of the financial statements. Accordingly, upon settlement, actual results may differ from estimated amounts.

Cash and cash equivalents – For purposes of the statement of cash flows, the Company considers all highly liquid investments and short-term debt instruments with original maturities of three months or less to be cash equivalents.

Fair Value of Financial Instruments – The carrying amounts reflected in the balance sheets for cash, accounts payable and accrued expenses approximate the respective fair values due to the short maturities of these items. The Company does not hold any investments that are available-for-sale.

As required by the Fair Value Measurements and Disclosures Topic of the FASB ASC, fair value is measured based on a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows: (Level 1) observable inputs such as quoted prices in active markets; (Level 2) inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and (Level 3) unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

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: Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability;

Level 3: Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity)

Income taxes – The Company accounts for its income taxes in accordance with FASB Codification Topic ASC 740-10, “*Income Taxes*”, which requires recognition of deferred tax assets and liabilities for future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and tax credit carry-forwards. 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 that includes the enactment date.

Stock-based compensation – The Company follows the guidelines in FASB Codification Topic ASC 718-10 “*Compensation-Stock Compensation*”, which provides investors and other users of financial statements with more complete and neutral financial information, by requiring that the compensation cost relating to share-based payment transactions be recognized in the financial statements. That cost will be measured based on the fair value of the equity or liability instruments issued. ASC 718-10 covers a wide range of share-based compensation arrangements, including share options, restricted share plans, performance-based awards, share appreciation rights and employee share purchase plans. As of December 31, 2021, the Company issued 15,083,031 shares of common stock with a value of \$15,083 for service.

Earnings (loss) per share – The Company reports earnings (loss) per share in accordance with Financial Accounting Standards Board’s (“FASB”) Accounting Standards Codification (“ASC”) 260-10 “*Earnings Per Share*”, which provides for calculation of “basic” and “diluted” earnings per share. Basic earnings per share includes no dilution and is computed by dividing net income or loss available to common stockholders by the weighted average common shares outstanding for the period. Diluted earnings per share reflect the potential dilution of securities that could share in the earnings of an entity. The calculation of diluted net loss per share gives effect to common stock equivalents; however, potential common shares are excluded if their effect is anti-dilutive.

Recent Accounting Pronouncements – The Company has evaluated all recent accounting pronouncements through ASU 2017-07, and believes that none of them will have a material effect on the Company's financial position, results of operations or cash flows.

NOTE 3 –NOTES PAYABLE

The Company has \$1,271 in short term notes due on demand.

NOTE 4 – EQUITY

Preferred shares

The Company has authorized 500,000 shares of preferred stock with a par value of \$0.00001. Each shares has 4,000 votes to one vote for each common share.

During the year ended December 31, 2021, the Company issued 500,000 shares of preferred stock with a value of \$25,000 for service.

Common stock

The Company has 1,000,000,000 shares of common stock authorized with a par value of \$0.001 per share,

During the year ended December 31, 2022, the Company committed 449,000,000 shares of common stock for the acquisition of Huan Media. The shares have not been issued as the acquisition is still open.

During the year ended December 31, 2021, the Company issued 15,083,031 shares of common stock for service with a value of \$15,083.

NOTE 5 – SUBSEQUENT EVENTS

The Company has evaluated events subsequent events of the financial statements from December 31, 2022 through the date of the report being issued and has determined that there are no such events that would require adjustment to, or disclosure in, the financial statements.