

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

**Tristar Acquisition Group, Inc.**

**3609 Hammerkop Drive North**

**Las Vegas, NV 89084**

+ 1 (631 880-9932

<https://japalang.sg/>

[rodresources@gmail.com](mailto:rodresources@gmail.com)

SIC Code 2844

## **Quarterly Report**

**For the period ending March 31, 2023, (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

189,107,504 as of March 31, 2023

189,107,504 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 Control<sup>1</sup> of the company has occurred over this reporting period:

Yes: ☐ No: ☒

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<sup>1</sup> "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.

03/07/2011 to 02/02/2018	Netfone, Inc.
02/02/2018 to 11/02/2020	ITP Corporation
11/02/2020 to Present	Tristar Acquisition 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):

State of incorporation and current corporate status in state of incorporation: **Nevada - Active**

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

**None**

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

**None**

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

3609 Hammerkop Drive  
North Las Vegas, NV 89084

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 December 5, 2017, the Eight Judicial Circuit Court of Nevada located in Clark County, granted an Order appointing Small Cap Compliance, LLC as the Custodian of the Company ("Custodian"). The application, appointment, and duties of a Custodian in the State of Nevada are enumerated in NRS 78.347. A custodian appointed pursuant to this section has all the powers and title of a trustee appointed under NRS 78.590, 78.635 and 78.650, but the authority of the custodian is to continue the business of the corporation and not to liquidate its affairs or distribute its assets, except when the district court so orders and except in cases arising pursuant to paragraph (b) of subsection 1. (See, NRS by 1991, 1188; A 2007, 1317).

**2) Security Information**

**Transfer Agent**

Name: Nevada Agency and Transfer Company ("NATCO")  
Phone: (775) 322-0626  
Email: Tiffany @natco.com  
Address: 50 W. Liberty Street, #880  
Reno, Nevada 89501

**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:	TAGP
Exact title and class of securities outstanding:	Common
CUSIP:	89679PL106
Par or stated value:	\$.001
Total shares authorized:	1,000,000,000 as of March 31, 2023;
Total shares outstanding:	189,107,504 as of March 31, 2023;
Total number of shareholders of record:	5 as of March 31, 2023,

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

**None**

**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 securities outstanding:	Preferred Class A
CUSIP:	
Par or stated value:	\$.001
Total shares authorized:	1,000,000 as of March 31, 2023
Total shares outstanding:	75,000 as of March 31, 2023
Total number of shareholders of record:	1 as of March 31, 2023

Exact title and class of securities outstanding:	Preferred Class B
CUSIP:	
Par or stated value:	\$.001
Total shares authorized:	2,000,000 as of March 31, 2023
Total shares outstanding:	2,000,000 as of March 31, 2023:
Total number of shareholders of record:	1 as of March 31, 2023

Exact title and class of securities outstanding:	Preferred Undesignated
CUSIP:	
Par or stated value:	\$.001
Total shares authorized:	5,333,333 as of March 31, 2023
Total shares outstanding:	0 as of March 31, 2023:
Total number of shareholders of record:	0 as of March 31, 2023

**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.

There are no common specified dividend rights or preemptive rights; voting rights are 1 vote per share

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

Preferred Class A: voting rights of 1 vote per share and conversion ratio of 1 common shares per preferred Class A share; no specified dividend rights;  
Preferred Class B: voting rights of 1,000 votes per share and conversion rights of 1,000 common shares per preferred Class B share; no specified dividend rights;  
Preferred Undesignated: voting right of 1 vote per share and conversion rights of 1 common share per preferred Undesignated share; no specified dividend 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: 12/31/20 Common: 189,107,504 Preferred: 75,000			*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.

2/16/22	New Issuance	1,000,000	Preferred Class B	\$.001	No	Chris Ginas	Compensation	Restricted	144
3/2/22	New Issuance	1,000,000	Preferred Class B	\$.001	No	Chris Ginas	Compensation	Restricted	144
Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date 3/31/23	Common: 189,107,504								
	Preferred: 2,075,000								

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2022, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2020 through September 30, 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: X (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.)
1/18/18	\$83,906	\$38,000	\$45,806	1/18/19	Convertible at \$.0001	Bridgeview Capital Partners, LLC,  Mike Dobbs, managing member	Loan
9/3/20	\$25,288	\$20,000	\$6,345	9/3/21	Convertible at \$.0001	Bridgeview Capital Partners, LLC,  Mike Dobbs, managing member	Loan

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](http://www.otcmarkets.com)).

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

The Company does not have current operations but has entered into a Purchase Exchange Agreement and Merger Plan with a Georgia hospitality group. Closing is anticipated in the near future..

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

None.

C. Describe the issuers' principal products or services.

None.

## 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.

None.

## 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 issuers 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
Chris Ginas	President, Director	North Las Vegas, NV	153,000,000	Common	80.9%	N/A
			75,000	Preferred Class A	100%	N/A
			2,000,000	Preferred Class B	100%	N/A
ITP Oil & Gas, International SA	+5%	Luxembourg	34,000,000	Common	18.0	Stephen Mclemore

## 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);

No.

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;

No.

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

No.

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.

No.

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  
Address 1: 10013 NE Hazel Dell Avenue, Suite 317  
Address 2: Vancouver, WA 98685  
Phone:  
Email: Jevic321@aol.com

Accountant or Auditor

Name: Vic Devlaeminck  
Firm: Vic Devlaeminck, CPA  
Address 1: 10013 NE Hazel Dell Avenue, Suite 317  
Address 2: Vancouver, WA 98685  
Phone:  
Email: jevic321@aol.com

## Investor Relations

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

*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)<sup>2</sup>:

Name: Vic Devlaeminck

Title: CPA

Relationship to Issuer: None

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

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;

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<sup>2</sup> 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.

- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

**Financial Statements are provided beginning on page 11**

## **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, Chris Ginas, certify that:

1. I have reviewed this Annual Disclosure Statement for March 31, 2023;
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.

May 14, 2023

/s/ Chris Ginas, [CEO's Signature]

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

*Principal Financial Officer:*

I, Chris Ginas, certify that:

1. I have reviewed this Annual Disclosure Statement for March 31, 2023;
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.

May 14, 2023

/s/ Chris Ginas, CFO's Signature]

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

**TRISTAR ACQUISITION GROUP, INC.**  
**Financial Statements**  
**Comparative Balance Sheet**  
**March 31, 2023 & December 31, 2022**  
**Unaudited**

	<b>Mar. 31,</b>	<b>Dec.31,</b>
	<b><u>2023</u></b>	<b><u>2022</u></b>
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash on hand, in bank	\$ 333,946	\$ 395,206
Inventories	470,149	470,149
Accounts receivable	667,600	667,600
<b>Total current assets</b>	<u>1,471,695</u>	<u>1,532,955</u>
<b>Fixed Assets</b>		
Furniture & equipment	30,806	30,806
Less: depreciation	<u>(30,806)</u>	<u>(30,806)</u>
<b>Total fixed assets</b>	<u>-</u>	<u>-</u>
<b>Total assets</b>	<u>1,471,695</u>	<u>1,532,955</u>

**TRISTAR ACQUISITION GROUP, INC.**  
**Financial Statements**  
**Comparative Balance Sheet**  
**March 31, 2023 & december 31, 2022**  
**Unaudited**

**LIABILITIES & SHAREHOLDERS' EQUITY**

	<u><b>2022</b></u>	<u><b>2021</b></u>
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts payable	470,051	521,665
Income tax payable	-	-
<b>Total Current Liabilities</b>	<u>470,051</u>	<u>521,665</u>
<b>Long-term Liabilities</b>		
Convertible note payable	109,194	107,580
Notes payable	165,596	165,596
Lease payables	78,500	78,500
<b>Total Long-term Liabilities</b>	<u>353,290</u>	<u>351,676</u>
<b>Total liabilities</b>	<u>823,341</u>	<u>873,341</u>
<b>SHAREHOLDERS' EQUITY</b>		
Common Stock:		
1,000,000,000 authorized; par value		
\$.001; issued and outstanding:		
189,107,504 at 12/31/22 & 3/31/23	189,108	189,108
Preferred Class A:		
1,000,000 authorized; par value		
\$.001; issued and outstanding;		
0 at 12/31/22 & 3/31/23	-	-
Preferred Class B		
2,000,000 authorized; par value		
\$.001: issued and outstanding:		
2,000,000 at 12/31/22 and		
3/31/2023	2,000	2,000
Preferred Class: Undesignated;		
5,333,333 authorized; par value		
\$.001; issued and outstanding;		
75,000 at 12/31/22 & 3/31/23	75	75
Paid in capital	(286,696)	(286,696)
Retained earnings (Deficit)	755,127	769,094
Current earnings	(11,260)	(13,967)
<b>Total Stockholders' equity</b>	<u>648,354</u>	<u>\$ 659,614</u>
<b>Total Liabilities and Stockholders' Equity</b>	<u>1,471,695</u>	<u>1,532,955</u>

**TRISTAR ACQUISITION GROUP, INC.**  
**Statement of Income and**  
**Retained Earnings (Deficit)**  
**For the Three Months Ended**  
**March 31, 2023 & March 31, 2022**  
**Unaudited**

	Three Months Ended	
	Mar. 31, <u>2023</u>	Mar. 31, <u>2022</u>
<b>Revenue</b>		
Product Sales	-	-
<b>Total Revenue</b>	-	-
<b>Cost of Goods Sold</b>		
Other costs	-	-
<b>Total Cost of Goods Sold</b>	-	-
<b>Gross Income</b>	-	-
<b>Expenses</b>		
Administrative costs	2,146	1,625
Other operating expenses	-	-
Interest & finance charges	1,614	1,523
Professional fees	7,500	-
Marketing & Distribution	-	-
Bank fees	-	-
Dues & subscriptions	-	-
Office supplies	-	-
Postage & delivery	-	-
Travel	-	-
Interest	-	-
General & Administrative	-	-
<b>Total Operating Expenses</b>	11,260	3,148
<b>Net Operating income (loss)</b>	(11,260)	(3,148)
<b>Net earnings (loss)</b>	(11,260)	(3,148)
<b>Retained earnings deficit:</b>		
Beginning of period	755,127	769,094
<b>End of Period</b>	\$ 743,867	\$ 765,946

**TRISTAR ACQUISITION GROUP, INC.**

**Statement of Cash Flows**

**For the Three Months Ended**

**March 31, 2023 & March 31, 2022**

**Unaudited**

	<b>Mar. 31, <u>2023</u></b>	<b>Mar. 31, <u>2022</u></b>
<b>OPERATING ACTIVITIES</b>		
<b>Net Income (Loss)</b>	\$ (11,260)	\$ (3,148)
Adjustments to reconcile net Income (Loss) to net cash provided by operations		
Inventories	-	42,084
Accounts receivable	-	-
Accounts payable	(51,614)	(58,038)
Income tax payable	-	(9,547)
Total Adjustments	<u>(51,614)</u>	<u>(25,501)</u>
<b>Net cash provided by operating activities</b>	<u>(62,874)</u>	<u>(28,649)</u>
<b>Investing Activities</b>		
<b>Asset acquisition/divestment</b>	<u>-</u>	<u>-</u>
<b>Net cash provided by investment activity</b>	<u>-</u>	<u>-</u>
<b>Financing Activities</b>		
Notes payable	1,614	1,523
Leases payable	-	-
Paid in surplus	-	-
Stock issuance	-	2,000
<b>Net cash from financing activity</b>	<u>1,614</u>	<u>3,523</u>
<b>Net cash increase for period</b>	(61,260)	(25,126)
<b>Cash at beginning of period</b>	<u>395,206</u>	<u>435,734</u>
<b>Cash at end of period</b>	<u>333,946</u>	<u>410,608</u>

**TRISTAR ACQUISITION GROUP, INC.**  
**Statement of Stockholders' Equity**  
**March 31, 2023**  
**Unaudited**

	<b>Common Stock</b>		<b>Paid-in</b>	<b>Accum.</b>	<b>Total</b>
	<b><u>Shares</u></b>	<b><u>Amount</u></b>	<b><u>Capital</u></b>	<b><u>Earnings</u></b>	<b><u>Stockholders' Equity</u></b>
Balance - 12/31/19	36,107,504	36,108	(41,074)	1,312,636	1,307,670
Issuance - 12/31/20	153,000,000	153,000	(245,622)		(92,622)
Net income (loss) - 12/31/20				(260,790)	(260,790)
Balance - 12/31/20	189,107,504	189,108	(286,696)	1,051,846	954,258
Net income (loss) - 12/31/21				(282,752)	(282,752)
Balance - 12/31/21	189,107,504	189,108	(286,696)	769,094	671,506
Net income (loss) - 12/31/22				(13,967)	(13,967)
Balance - 12/31/22	189,107,504	189,108	(286,696)	759,650	662,062
Net income (loss) - 3/31/23				(11,260)	(11,260)
Balance - 3/31/23	189,107,504	189,108	(286,696)	748,390	650,802

**TRISTAR ACQUISITION GROUP, INC.**  
**NOTES TO UNAUDITED FINANCIAL STATEMENTS**  
**March 31, 2023**

**NOTE 1. GENERAL ORGANIZATION AND BUSINESS**

Tristar Acquisition Group, Inc., (the “Company”) was originally organized in the state of Nevada on March 7, 2011, as Netfone, Inc. On February 2, 2018, the Company’s name was changed to ITP Corporation. On November 2, 2020, the Company changed its name to Tristar Acquisition Group, Inc.

**NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING PRACTICES**

**Financial Statement Presentation**

The balance sheet presentation herein includes all assets and liabilities at historical cost. The Company may, on occasion, issue shares of its common stock in exchange for certain services from the Company’s Officers & Directors, business consultants and vendors. Such stock will be issued according to the fair-valued-based method. The cost of these services will be expensed in the period when the services are performed. No costs of services that are paid with stock will be capitalized.

**Accounting Basis**

These statements were prepared following generally accepted accounting principles of the United States of America consistently applied.

**Fiscal Year**

The Company’s fiscal year ends on December 31.

**Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

**Recent Accounting Guidance**

The Company has evaluated the recent accounting pronouncements through ASU 2015-16 The Company believes that none of the other pronouncements will have a material effect on the company’s financial statements.

**NOTE 3. GOING CONCERN**

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern, which contemplates the realization of its assets and the liquidation of its liabilities in the normal course of business. Management plans to continue to seek funding from its shareholders and other qualified investors to pursue its business plan.

#### **NOTE 4. STOCKHOLDERS' EQUITY**

##### **Common Stock**

The Company is authorized to issue 1,000,000,000 shares of common stock, par value \$0.001 and as of December 31, 2022, had 189,107,504 common shares issued and outstanding.

##### **Preferred Stock**

The Company is authorized to issue 1,000,000 shares of Class A Preferred stock, 2,000,000 Class B Preferred stock and 5,333,333 Undesignated Preferred stock, all at par value of \$0.001. As of March 31, 2023, there were 75,000 Undesignated Preferred shares issued and outstanding and 2,000,000 Preferred Class B shares issued and outstanding.

#### **NOTE 5. CONVERTIBLE LONG-TERM DEBT**

As of March 31, 2023, the Company has outstanding convertible long-term debt in the form of two promissory notes owed to Bridgeview Capital Partners, LLC incurred as business loans. The first promissory note has a remaining balance of \$82,666 with a maturity date of January 18, 2019. The second promissory note has a remaining balance of \$24,914 with a maturity date of September 3, 2021.