

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

**Gold River Productions, Inc.**

1022 Shadyside Lane

Dallas TX 75223

(972) 358-6037

www.trans am aqua.com

Adamt@transamaqua.com

SIC CODE: 0273

## **Quarterly Report**

**For the period ending June 30, 2023 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

1,374,155,277 as of June 30, 2023

1,354,155,277 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.

Original incorporation in Delaware on September 16, 2006, as Omega Environmental, Inc. Formed on September 16, 2006 as Omega Environmental, Inc. O.N.E. World Distributing, Inc until 12-06. 12-06 Became Polythene Metro, Inc. until 2-07. 07/25/18 became Gold River Production Services, Inc. Redomiciling from Delaware and converting to a Colorado corporation. 08/28/18 name changed to XYZ Hemp Inc. 09/30/19 name changed back to Gold River Productions Inc. – Active

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):

Incorporated Colorado – 2006 - 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:

1022 Shadyside Lane  
Dallas TX 75223

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: Mountain Share Transfer LLC. .

Phone (404) 474-3110

Email: service@mountainsharetransfer.com

Address: 2030 Powers Ferry Road SE, Suite 212, Atlanta, GA, 30339

**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: GRPS  
Exact title and class of securities outstanding: Common  
CUSIP: 380708206  
Par or stated value: \$0.000001  
Total shares authorized: 3,000,000,000 as of 6/30/23  
Total shares outstanding: 1,374,155,277 as of 6/30/23.  
Number of shares in Public Float 1,054,891,749 as of 6/30/23  
Total number of shareholders of record: 3,833 as of 6/30/23

*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 the security:	<u>Series B Voting Preferred</u>	
CUSIP (if applicable):	N/A	
Par or stated value:	<u>\$0.000001</u>	
Total shares authorized:	<u>5,000</u>	<u>as of date: June 30, 2023</u>
Total shares outstanding (if applicable):	<u>5,000</u>	<u>as of date: June 30, 2023</u>
Total number of shareholders of record (if applicable):	<u>5,000</u>	<u>as of date: June 30, 2023</u>
(if applicable):	<u>100,000</u>	<u>as of date: June 30, 2023</u>

Exact title and class of the security:	<u>Series C Voting Preferred</u>	
CUSIP (if applicable):	N/A	
Par or stated value:	<u>\$0.000001</u>	
Total shares authorized:	<u>100,000</u>	<u>as of date: June 30, 2023</u>
Total shares outstanding (if applicable):	<u>100,000</u>	<u>as of date: June 30, 2023</u>
Total number of shareholders of record		

Exact title and class of the security:	<u>Series D Voting Preferred</u>	
CUSIP (if applicable):	N/A	
Par or stated value:	<u>\$0.000001</u>	
Total shares authorized:	<u>856</u>	<u>as of date: June 30, 2023</u>

Total shares outstanding (if applicable): 548 as of date: June 30, 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.**

Common shareholders have the right to vote on a one for one basis; are entitled to dividends as declared by the board of directors; have no pre-emptive rights .

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

Series B Voting Preferred - The number of votes that the holder of the Series B — Preferred shares shall be entitled 1,000,000 votes for each share.

Series C Voting Preferred - The number of votes that the holder of the Series C - voting rights are 66% of outstanding common, conversion is 85% of common stock. Cannot convert until Sept of 2023 per agreement.

Series D Voting Preferred - The number of votes that the holder of the Series D - voting rights are one for one with outstanding common stock.

No redemption or sinking fund rights. No dividend.

**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)

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>3/15/21</u>	<u>New Issuance</u>	<u>15,000,000</u>	<u>Common</u>	<u>\$.001</u>	<u>Yes</u>	<u>Big Hollow family LLC ( John Patterson)</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)(1)</u>
<u>3/17/21</u>	<u>New Issuance</u>	<u>30,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Monique Todd</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4 (a) 1</u>
<u>3/17/21</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Sam Elias</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>3/17/21</u>	<u>New Issuance</u>	<u>115,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Big Hollow family LLC JohnPatterson</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>4/06/21</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Bruce Bond</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>4/06/21</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Brenton Goulding</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>4/06/21</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Blane Goulding</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>4/06/21</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Patricia Goulding</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>4/06/21</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Bryce Goulding</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>7/06/21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Danielle Moosco</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>7/30/21</u>	<u>New Issuance</u>	<u>25,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Michael Berkowitz</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>7/29/21</u>	<u>New Issuance</u>	<u>5,000,000</u>	<u>Common</u>	<u>.001</u>	<u>Yes</u>	<u>Janes wachendorfer</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4(a)1</u>
<u>10/28/22</u>	<u>New Issuance</u>	<u>66,316,932</u>	<u>Common</u>	<u>.000001</u>	<u>Yes</u>	<u>Ken Maciora</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4 (a) 1</u>
<u>12/01/22</u>	<u>New Issuance</u>	<u>748,503</u>	<u>Common</u>	<u>.000001</u>	<u>Yes</u>	<u>Scott Fetterman</u>	<u>Cash</u>	<u>Restricted</u>	<u>4 (a) 1</u>
<u>01/23/23</u>	<u>New Issuance</u>	<u>20,000,000</u>	<u>Common</u>	<u>.000001</u>	<u>Yes</u>	<u>William Tynan</u>	<u>Services provided</u>	<u>Restricted</u>	<u>4 (a) 1</u>
<u>01/05/23</u>	<u>New Issuance</u>	<u>356</u>	<u>Preferred D</u>	<u>.000001</u>	<u>Yes</u>	<u>GHS – Matthissler</u>	<u>Cash</u>	<u>Restricted</u>	<u>4 ( a) 1</u>
<u>06/01/23</u>	<u>New Issuance</u>	<u>192</u>	<u>Preferred D</u>	<u>.000001</u>	<u>Yes</u>	<u>GHS - Matthissler</u>	<u>Cash</u>	<u>Restricted</u>	<u>4(a)1 C</u>

Shares Outstanding as of Second Most Recent Fiscal Year End: <div style="margin-left: 100px;"> <u>Opening Balance</u> </div> Date <u>06/30/23</u> Common: <u>1,374,155,277.</u> <div style="margin-left: 100px;">           Preferred B: <u>5.000</u>            Preferred C <u>548</u> </div>	*Right-click the rows below and select "Insert" to add rows as needed.
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**Example:** A company with a fiscal year end of December 31<sup>st</sup>, 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 (X) 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.otcm Markets.com](http://www.otcm Markets.com)).

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")  
 Trans American Aquaculture produces premium quality, farm raised white shrimp, 100% free of antibiotics and hormones, and cultivated using safe and sustainable practices. Using decades of experience in the shrimp Aquaculture industry, our products are grown with our superior technology and our proprietary genetics which result in a superior fresh product always grown in the United States.

- B. List any subsidiaries, parent company, or affiliated companies. Trans American Aquaculture
- C. Describe the issuers' principal products or services. Trans American Aquaculture produces premium quality, farm raised white shrimp, 100% free of antibiotics and hormones, and cultivated using safe and step sustainable practices. Using decades of experience in the shrimp Aquaculture industry our products are grown with our superior technology

and our proprietary genetics which resulted in a superior fresh product always grown in the United States. For more information please visit <http://www.transamaqua.com/>

## 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 has administrative offices at 1022 Shadyside Lane, Dallas TX 75223.

## 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
Adam Thomas	CEO, Director	Dallas, TX	5,000 11,610	Preferred B Preferred C	<u>100%</u> <u>11.61%</u>	<u>100% voting rights</u>
Cesar Granda	Investor	Dallas, TX	10,642	<u>Preferred C</u>	10.64%	n/a
Luis Arturo Granda	Director	Dallas, TX	18,062	<u>Preferred C</u>	18.06%	n/a
Excellaqua, S.A. / Bolivar Prieto Torres	Director	<u>Dallas, TX</u>	<u>9,032</u>	<u>Preferred C</u>	<u>9.03%</u>	Bolivar Prieto Torres
Rafael Verduga	<u>Investor</u>	<u>Dallas, TX</u>	<u>18,166</u>	<u>Preferred C</u>	<u>18.16%</u>	<u>n/a</u>
<u>Jorge Bravo</u>	<u>Investor</u>	<u>Dallas, TX</u>	<u>14,417</u>	<u>Preferred C</u>	<u>14.42%</u>	n/a

## 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.

## 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: Gary L. Blum ESQ  
Address 1: 3278 Wilshire Blvd., Suite 603  
Address 2: Los Angeles, CA 90010  
Phone: (213) 369-8112  
Email: gblum@gblumlaw.com

Accountant or Auditor

Firm: Burton, McCumber & Longoria  
Address 1: 1950 Paredes Line Rd.  
Address 2: Brownsville TX 78520  
Phone: (956) 542-2553  
Email: Info@bmltexas.com

Securities Counsel

Name: Brian Higley  
Firm: Business Legal Advisors LLC  
Address 1: 14888 Auburn Sky Drive  
Address 2: Draper UT 84020  
Phone: (801) 634-1984  
Email: Brian@businesslegaladvisor.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)<sup>2</sup>:

Name: William Tynan  
Title: Accountant  
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements: 20 years experience as accountant, auditor and financial statement preparation. Graduate Pace University in accounting & PWC auditor.

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, Adam Thomas certify that:

1. I have reviewed this Disclosure Statement for Gold River Productions 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.

August 19, 2023 [Date]

/s/ Adam Thomas[CEO's Signature]

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

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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.

*Principal Financial Officer:*

I, Adam Thomas certify that:

1. I have reviewed this Disclosure Statement for Gold River Productions 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.

August 19, 2023 [Date]

/s/ Adam Thomas [CFO's Signature]

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

TRANS AMERICAN AQUACULTURE, INC.  
(AKA GOLD RIVER PRODUCTIONS, INC.)

UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

June 30, 2023 and 2022

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Trans American Aquaculture, Inc.  
(Formerly Gold River Productions, Inc.)

Consolidated Balance Sheets

	(Unaudited) June 30, 2023	(Unaudited) June 30, 2022
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ -0-	\$ -0-
Other current asset	54,076	-0-
Inventory	500,001	48,636
TOTAL CURRENT ASSETS	<u>554,077</u>	<u>48,636</u>
PROPERTY AND EQUIPMENT	7,935,825	7,920,692
Less accumulated depreciation	(496,028)	(393,458)
NET PROPERTY AND EQUIPMENT	<u>7,439,796</u>	<u>7,527,234</u>
TOTAL ASSETS	<u>\$ 7,993,873</u>	<u>\$ 7,575,870</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Bank overdraft	\$ 4,541	\$ 2,164
Accounts payable	364,463	246,082
Other accrued expenses	212,736	-0-
Accrued interest expense	624,605	63,603
Income tax payable	54,076	-0-
Due to related parties	1,527,041	1,428,852
Current portion of notes payable	421,530	-
TOTAL CURRENT LIABILITIES	<u>3,208,994</u>	<u>1,740,701</u>
LONG-TERM LIABILITIES		
Notes payable net of current portion	4,445,142	4,956,730
TOTAL LONG-TERM LIABILITIES	<u>4,445,142</u>	<u>4,956,730</u>
STOCKHOLDERS' EQUITY		
Common stock, \$.000001 par value, 3,000,000,000 shares authorized, 1,452,655,528 shares issued and outstanding	20	-0-
Preferred Stock, Series A, .000001 par value 9,078,000 shares authorized, 9,078,000 issued and outstanding	-0-	-0-
Preferred Stock, Series B, .000001 par value 5,000 shares authorized, 5,000 issued and outstanding	-0-	-0-
Preferred Stock, Series C, \$.000001 par value, 100,000 shares authorized, 100,000 issued and outstanding and outstanding	-0-	-0-
Preferred Stock, Series D, .000001 par value, 1,144 shares authorized, 544 issued and outstanding	-0-	-0-
Additional paid in capital - common stock	99,980	-0-
Additional paid in capital - preferred stock (Series C)	1,287,091	-0-
Additional paid in capital - preferred stock (Series D)	544,000	-0-
Retained earnings (deficit)	(1,591,353)	878,438
TOTAL STOCKHOLDERS' EQUITY	<u>339,737</u>	<u>878,438</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 7,993,873</u>	<u>\$ 7,575,870</u>

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

Trans American Aquaculture, Inc.  
(Formerly Gold River Productions, Inc.)

Consolidated Statements of Operations

	(Unaudited) For the six months ended June 30,	(Unaudited) For the six months ended June 30,
	2023	2022
REVENUES		
Sales and service	\$ -0-	\$ 48,636
COST OF REVENUES		
Cost of revenues	-0-	130,754
GROSS PROFIT	-0-	(82,118)
GENERAL AND ADMINISTRATIVE EXPENSES	464,432	117,740
OTHER INCOME (EXPENSE)		
Other income	1,750	-0-
Interest expense	(232,791)	(100,655)
TOTAL OTHER INCOME (EXPENSE)	(231,041)	(100,655)
NET INCOME (LOSS) BEFORE TAXES	(695,474)	(300,513)
INCOME TAX EXPENSE (BENEFIT)	(26,937)	-0-
NET INCOME (LOSS)	\$ (668,537)	\$ (300,513)
Basic Net loss per common share	(0.000461)	
Weighted average common shares outstanding - basic	1,449,322,195	

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

Trans American Aquaculture, Inc.  
(Formerly Gold River Productions, Inc.)

Consolidated Statements of Stockholders' Deficit

For the six months ended June 30, 2023 and 2022

	Members; Capital	Common Stock		Preferred Stock, Series A		Preferred Stock, Series E		Preferred Stock, Series C		Preferred Stock, Series D		Retained Earnings	Total
		Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount		
Balance December 31, 2021	\$ 776,955		\$		\$		\$		\$		\$		\$ 776,955
Contributions	418,467												418,467
Distributions	(16,470)												(16,470)
Net loss	(300,513)												(300,513)
Balance June 30, 2022 (Unaudited)	\$ 878,438	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	\$ -0-	\$ 878,438
Balance December 31, 2022	-0-	1,432,655,528	\$ -0-	9,078,000	\$ -0-	5,000	\$ -0-	100,000	1,287,091	-0-	-0-	\$ (922,817)	\$ 364,274
Issuance of common shares	-0-	20,000,000	100,000	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	100,000
Issuance of preferred shares	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	544	544,000	-0-	544,000
Net loss	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	(668,537)	(668,537)
Balance June 30, 2023 (Unaudited)	\$ -0-	1,452,655,528	\$ 100,000	9,078,000	\$ -0-	5,000	\$ -0-	100,000	\$ 1,287,091	250	\$ 544,000	\$ (1,591,353)	\$ 339,737

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

Trans American Aquaculture, Inc.  
(Formerly Gold River Productions, Inc.)

Consolidated Statements of Cash Flows

	(Unaudited) For the six months ended June 30,	(Unaudited) For the six months ended June 30,
	2023	2022
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Net income (loss)	\$ (668,537)	\$ (300,513)
Noncash items included in net income (loss):		
Depreciation expense	38,108	42,974
Common stock issued for professional services	100,000	-0-
(Increase) decrease in:		
Other current asset	(8,038)	-0-
Inventory	(338,441)	-0-
Deferred tax liability	(26,937)	-0-
Increase (decrease) in:		
Accounts payable	215,194	(68,547)
Income tax payable	8,038	-0-
Accrued interest expense	177,735	-0-
<b>CASH USED FOR OPERATING ACTIVITIES</b>	<b>(502,877)</b>	<b>(326,086)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Cash paid for the purchase of fixed assets	(15,132)	-0-
<b>CASH PROVIDED BY INVESTING ACTIVITIES</b>	<b>(15,132)</b>	<b>-0-</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Payment of bank overdraft	(288)	-0-
Proceeds from shareholder notes payable	88,700	9,332
Payments on shareholder notes payable	(77,684)	(8,676)
Payments on notes payable	(41,260)	(91,325)
Contributions	-0-	418,467
Issuance of Preferred Shares	544,000	-0-
<b>CASH PROVIDED BY FINANCING ACTIVITIES</b>	<b>513,469</b>	<b>327,798</b>
<b>NET INCREASE (DECREASE)</b>	<b>(4,541)</b>	<b>1,712</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>	<b>-0-</b>	<b>(3,876)</b>
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<b>\$ (4,541)</b>	<b>\$ (2,164)</b>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:</b>		
Cash paid for interest	\$ 23,736	\$ 50,021
Cash paid for income taxes	\$ -0-	\$ -0-
<b>NON-CASH</b>		
Common stock issued for services rendered	\$ 100,000	\$ -0-

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

## NOTE 1 – BUSINESS ORGANIZATION

### Business Organization

Trans American Aquaculture, Inc. formerly Gold River Productions, Inc. (GRP), (“the Company”) was incorporated in the State of Delaware on September 18, 2006, as Polythene Metro Corp before being acquired by Gold River Productions, Inc. on January 25, 2007. The Company was re-incorporated in the State of Colorado in July 2018. In February 2023, pursuant to shareholder and Board approval, the Company changed its name to Trans American Aquaculture, Inc., reflective of its new management and operations, and applied to the Financial Industry Regulatory Authority (“FINRA”) to change its ticker symbol from GRPS to TAAQ.

On August 29, 2022, the Company entered into an agreement to purchase Trans American Aquaculture, LLC (“TAA”) in a transaction accounted for as a reverse acquisition, whereby TAA became the accounting acquiror. TAA operates a large land-based shrimp farming and technology company located in South Texas. The Company produces premium quality, farm-raised white shrimp, 100% free of antibiotics and hormones, and cultivated using safe and sustainable practices. Its principal markets consist of seafood distributors, restaurants, and grocery store chains in the United States. Using decades of experience in the shrimp aquaculture industry, products are grown with our superior technology and our proprietary genetics which results in a superior fresh product always grown in the United States. Immediately prior to the purchase, GRP assigned all of its assets and liabilities to Mr. Richard Goulding (Mr. Goulding), Chairman of the Board and CEO of GRP, resulting in GRP becoming a public shell company without any assets or liabilities and became the accounting acquiree.

Under the terms of the stock purchase agreement, Mr. Goulding, agreed to sell to Adam Thomas, CEO of TAA, 9,078,000 shares of the Company’s Series A Preferred Stock, and to retain 640,000 shares for later conversion to the Company’s common stock. Each share of Series A Preferred Stock is convertible into 100 shares of the Company’s common stock. In addition, Mr. Thomas agreed to purchase all of the Company’s outstanding shares of Series B Preferred Stock from Mr. Goulding for a cash payment of \$5,000.

In further consideration for the sale of the shares of Series A and Series B Preferred Stock, Mr. Goulding agreed to:

1. Increase the authorized shares of the Company’s common stock to three billion (3,000,000,000) shares;
2. Convert his retained 640,000 shares of Series A Preferred Stock, to 64,000,000 shares of common stock;
3. Issue to various former employees and consultants of the Company an aggregate amount of 15,248,503 shares of the Company’s common stock; and
4. Complete the assignment of assets and assumption of liabilities as they existed immediately prior to the closing of the stock purchase agreement on August 29, 2022.

Following the purchase of the shares of Class A and Class B Preferred Stock, Mr. Thomas and TAA agreed to:

1. To have the Company issue shares of a Class C Preferred Stock to the former members of TAA, such shares to be convertible into 85% of the Company’s common stock, but limited as to this conversion for a minimum of 12 months from the date of issuance; and
2. To cancel and withdraw the shares of Series A Preferred Stock.

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

### Basis of Accounting

The accompanying consolidated financial statements include the accounts of Trans American Aquaculture, Inc and its wholly-owned subsidiary Trans American Aquaculture, LLC, a Texas Limited Liability Company. All significant intercompany balances and transactions have been eliminated in consolidation. The accompanying financial statements have been prepared on the accrual basis of accounting.

### Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments with an original maturity of three months or less to be cash equivalents.

### Inventory

The inventory at June 30, 2023 consists of 4,000 brood stock shrimp that were born and raised on the Texas farm and are valued at the lower of cost or net realizable value on the first-in, first-out basis. The brood shrimp can be sold as stock to other aqua farms or processed for retail sale to consumers. Management has determined no allowance for inventory obsolescence is required based on its assessment of the inventory's usefulness. As of June 30, 2023 and 2022, the net realizable value of shrimp on the aqua farm was \$500,001 and \$48,636, respectively.

### Property and Equipment

Property and equipment are stated at cost. Maintenance and repairs are expensed while expenditures for renewals which prolong the lives of the assets are capitalized. When items are disposed of, the cost and accumulated depreciation are eliminated from the accounts and any net gain or loss is included in the consolidated statement of income.

For financial reporting purposes, depreciation of property and equipment is provided for by using the straight-line method based on the estimated service lives of the property as follows:

Land improvements	40 years
Buildings and structures	40 years
Farm equipment	10 – 20 years
Autos and trucks	10 years

The Company reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If it is determined that an asset has been impaired, the amount of the impairment is charged to operations. No impairments were recognized for the years ended June 30, 2023 and 2022.

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### Income Taxes

The Company uses an asset and liability approach to financial accounting and reporting for income taxes. The difference between the financial statement and tax basis of assets and liabilities is determined annually.

Deferred income tax assets and liabilities are computed for those differences that have future tax consequences using the currently enacted tax laws and rates that apply to the periods in which they are expected to affect taxable income. Valuation allowances are established, if necessary, to reduce the deferred tax asset to the amount that will more likely than not be realized. Income tax expense is the current tax payable or refundable for the period, plus or minus the net change in the deferred tax assets and liabilities.

The Company's income tax returns are subject to examination by the appropriate tax jurisdictions. As of July 31, 2023, the Company needs to file federal and state income tax returns for 2020, 2021 and 2022. During 2020, the Company had taxable income primarily as a result of a short-term capital gain of \$445,500 on the sale of a joint venture interest. This resulted in taxable income of \$155,200 and an unremitted federal income tax liability of \$33,180. With accrued penalties and interest through June 30, 2023, the total due the IRS is \$54,076. All liabilities, including federal taxes, were indemnified by Goulding as part of the transaction and accordingly a receivable due from the previous owner of the Company has been recorded in other assets. The Company intends to file its 2020 federal tax return and pay the tax due, plus penalties in interest once it has sufficient cash to do so.

### Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

### Revenue Recognition

The Company recognizes revenues according to the Financial Accounting Standard Board ("FASB") Accounting Standard Codification ("ASC 606") and Accounting Standard Update ASU 2014-09 "Revenues from Contracts with Customers." Under the 606, revenues is recognized when the customer obtains control of promised goods or services in amounts that reflect the consideration which the entity expected to receive in exchange of goods and service. The Company does not collect sales, value-add and other taxes collected on behalf of third parties. To determine revenue recognition, the Company performs the following five steps: (1) identify the contract with customer; (2) identify the performance obligations in contract; (3) determine the transaction price; (4) allocate the transaction price to the performance obligation in the contract; and (5) recognize revenues when (or as) the entity satisfies a performance obligation.

## NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The Company recognizes revenue as a single performance obligation when it transfers its products to customers, being when the goods are shipped and transfers to a buyer and when performance obligation under contracted sales are completed.

### Advertising and Promotion

All costs associated with advertising and promoting the Company's goods and services are expensed in the year incurred.

### Concentrations of Credit Risk

The Company's financial instruments that are exposed to credit risk consist primarily of temporary cash investments and accounts receivable.

The Company maintains its cash balances at a large financial institution. At times such balances may exceed federally insured limits. The Company has not experienced any losses in an account. The Company believes it is not exposed to any significant credit risk on cash and had no balances in excess of the \$250,000 FDIC limit for the three months ended June 30, 2023 and 2022.

For the six months ended June 30, 2022, one customer accounted for 100% of total revenues earned. As of March 31, 2022, there was no accounts receivable due from this customer. There was no customer concentration for the six months ended June 30, 2023.

The Company's sole source of expected future revenue consists of the sale of a single live product which requires substantial care. Production risks such as weather, disease and other factors could affect the Company's ability to realize revenue from its inventory stock.

### Subsequent Events

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through August 18, 2023, the date the financial statements were issued.

### Net Loss Per Share

Basic net loss per share is calculated by dividing the net loss available to common stockholders by the weighted-average number of common shares outstanding during the period. Diluted net loss per share is calculated by using the weighted-average number of common shares outstanding during the period increased to include the number of additional shares of common stock that would have been outstanding if the dilutive potential shares of common stock had been issued. The dilutive effect of the Company's is reflected in diluted net loss per share by application of the treasury stock method. The dilutive securities are excluded from the computation of diluted net loss per share when net loss is recorded for the period as their effect would be anti-dilutive.

## NOTE 3 – PROPERTY AND EQUIPMENT

As of June 30, 2023 and 2022, the Company had the following property and equipment.

Trans American Aquaculture, Inc.  
(Formerly Gold River Productions, Inc.)  
Notes to Consolidated Financial Statements  
June 30, 2023 and 2022

	June 30, 2023	June 30, 2022
<b>PROPERTY AND EQUIPMENT</b>		
Autos and trucks	\$ 66,845	\$ 66,845
Building and improvements	656,389	656,389
Farm equipment	440,282	425,149
Other equipment	646,066	646,066
	<u>1,809,582</u>	<u>1,794,449</u>
Less accumulated depreciation	<u>(496,028)</u>	<u>(393,458)</u>
	1,313,553	1,400,991
Land	6,126,243	6,126,243
<b>NET PROPERTY AND EQUIPMENT</b>	<u><u>\$ 7,439,796</u></u>	<u><u>\$ 7,527,234</u></u>

Depreciation expense for the six months ended June 30, 2023 and 2022, totaled approximately \$38,108 and \$42,974, respectively. Amount of depreciation expense in cost of goods sold totaled \$35,150 and \$36,526 at June 30, 2023 and 2022, respectively.

#### NOTE 4 –LONG-TERM DEBT

Long-term debt as of June 30, 2023 and 2022, consisted of the following:

Note to an entity by the former owner of farm property, interest at 6.00%, due in monthly installments of \$38,687 including interest, secured by real property, due in 2039	\$ 4,716,672	\$ 4,796,465
Note to former owner of farm property, interest at 6.00%, due in monthly installments of \$1,450 including interest, secured by real property, due in 2023	-	5,332
Note to auto financing company, interest rate at 2.9%, due in monthly installments of \$719, secured by vehicle, due in 2023	-	4,934
Note to a bank, interest at 3.75%, due in monthly installments of \$719.02 including interest, secured by real property, due in 2050	<u>150,000</u>	<u>150,000</u>
	4,866,672	4,956,730
Less Current Portion	<u>(421,530)</u>	<u>(207,624)</u>
Net Long Term Debt	<u><u>4,445,142</u></u>	<u><u>4,749,106</u></u>

#### NOTE 4 –LONG-TERM DEBT (CONTINUED)

The estimated long-term debt maturities as of June 30, 2023 are as follows:

June 30, 2023	\$	421,530
June 30, 2024		214,846
June 30, 2025		228,766
June 30, 2026		242,808
June 30, 2027		257,712
Thereafter		3,501,010
	\$	<u>4,866,672</u>

The amount of interest expense incurred was approximately \$136,347 and \$100,655 for the periods ended June 30, 2023 and 2022, respectively.

On June 30, 2022 the Company was in default on the farm property note for the \$4,716,672 due to failure to remit timely monthly payments. The lender has not called the loan due and is actively involved with the company on a repayment plan.

#### NOTE 5 – RELATED PARTY NOTES PAYABLE

As of June 30, 2023, shareholders have loaned the Company approximately \$1,527,041 which accrues interest at 12% per annual and are due December 31, 2023. Accrued interest of \$326,050 and \$12,368 as of June 30, 2023 and June 30, 2022 respectively has been recorded in accrued interest expense on the balance sheet.

#### NOTE 6 – INCOME TAX

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the consolidated financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss 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 covered 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. An allowance of \$113,447 has been recorded as of June 30, 2023 due to uncertainty of the realization of deferred tax asset in future periods.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

## NOTE 6 – INCOME TAX (CONTINUED)

In accordance with FASB Interpretation No. 48, Accounting for Uncertainty in Income Taxes, included in ASC Topic 740, Income Taxes, the Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs. There were no uncertain tax positions that required recognition by the Company. As of the date of these consolidated financial statements, the Company's federal and various state tax returns will generally remain open for the last three years.

The Company's provision for income taxes attributable to income before income taxes for the periods ended June 30, 2023 and 2022, consisted of the following:

	2023	2022
Deferred tax asset related to:		
NOL Carryover	\$ 204,969	\$ -0-
Deferred tax asset (liability) related to:		
Property and equipment	(91,522)	-0-
	113,447	-0-
Less: allowance	(113,447)	-0-
Net deferred tax asset, net	<u>\$ -0-</u>	<u>\$ -0-</u>
	2023	2022
Current expense		
Federal	\$ -0-	\$ -0-
State	-0-	-0-
	-0-	-0-
Deferred income tax expense (benefit)	(26,937)	-0-
Total income tax expense (benefit)	<u>\$ (26,937)</u>	<u>\$ -0-</u>

## NOTE 7 – EQUITY FINANCING AND SECURITIES PURCHASE AGREEMENT

### *Equity Financing Agreement*

On January 20, 2023, the Company entered into an Equity Financing Agreement (“the EFA”) and Registration Rights Agreement (the “Registration Rights Agreement”) with GHS Investments, LLC, pursuant to which GHS agreed to purchase up to \$10,000,000 in shares of the Company common stock, from time to time over the course of 24 months after effectiveness of a registration statement on Form S-1 of the underlying shares of the Company's common stock.

## NOTE 7 – EQUITY FINANCING AND SECURITIES PURCHASE AGREEMENT (CONTINUED)

The EFA grants Trans America the right, to direct GHS to purchase shares of the Company's common stock on any business day (a "Put"), provided that at least ten trading days (as defined in the EFA) have passed since the closing of the most recent Put. The purchase price of the shares of common stock contained in a Put shall be 80% of the lowest traded price of the Company common stock during the ten consecutive Trading Days preceding the date of the Put notice. In the event The Company up lists to Nasdaq or an equivalent national exchange, the purchase price will be 90%. No Put will be made in an amount less than \$10,000 or greater than \$500,000 and any single drawdown may not exceed 200% of the average daily trading dollar volume of Trans America's common stock during the ten trading days preceding the Put. In no event is the Company entitled to make a Put or is GHS entitled to purchase and own cumulative shares greater than 4.99% of the Company's shares of common stock outstanding on such date. The EFA will terminate upon any of the following events: when GHS has purchased an aggregate of \$10,000,000 in the common stock of the Company pursuant to the EFA; or on the date that is 24 months from the date of the EFA.

Actual sales of shares of common stock to GHS under the EFA will depend on a variety of factors, including, the number of public shares the Company has available for trading on the open market (excluding closely held and restricted stock), market conditions, the trading price of the common stock, the number of shares outstanding, and the Company's determinations as to the appropriate sources of funding for the Company and its operations. The net proceeds under the EFA to us will depend on the frequency and prices at which we sell shares of our stock to GHS.

The Registration Rights Agreement provides that the Company shall (i) use its best efforts to file with the SEC the Registration Statement within 60 calendar days of the date of the Registration Rights Agreement; and (ii) have the Registration Statement declared effective by the SEC within 60 calendar days after the date the Registration Statement is filed with the SEC, but in no event more than calendar 120 days after the Registration Statement is filed.

The Company will use the proceeds from the Puts for general corporate and working capital purposes and acquisitions or assets, businesses, or operations or for purposes the Board of Directors deems to be in the best interests of the Company.

### *Securities Purchase Agreement*

On January 20, 2023, The Company entered into a Securities Purchase Agreement with GHS (the "GHS SPA") pursuant to which 250 shares of Series D Preferred Stock for \$250,000 were sold to GHS at a price per share of \$1,000. In addition, pursuant to the GHS SPA, the Company issued to GHS warrants to purchase 46,296,296 shares of common stock exercisable at \$0.005175 per share and terminating on January 20, 2028.

On April 18, 2023, the Company entered into an Amended Securities Purchase Agreement with GHS (the "Amended SPA") pursuant to which we sold to GHS 102 shares of Series D Preferred Stock for \$102,000 (\$1,000 for each share of Series D Preferred Stock). In addition, pursuant to the Amended SPA, the Company issued to GHS warrants to purchase 20,606,061 shares of Common Stock exercisable at \$0.00391 per share and terminating on January 20, 2028.

## NOTE 7 – EQUITY FINANCING AND SECURITIES PURCHASE AGREEMENT (CONTINUED)

On May 22, 2023, the Company entered into an Amended Securities Purchase Agreement with GHS (the “Amended SPA”) pursuant to which we sold to GHS 192 shares of Series D Preferred Stock for \$192,000 (\$1,000 for each share of Series D Preferred Stock). In addition, pursuant to the Amended SPA, the Company issued to GHS warrants to purchase 42,666,667 shares of Common Stock exercisable at \$0.00345 per share and terminating on January 20, 2028.

#### NOTE 8 – SUBSEQUENT EVENTS

On July 6, 2023, the Company entered into an Amended Securities Purchase Agreement with GHS (the “Amended SPA”) pursuant to which we sold to GHS 96 shares of Series D Preferred Stock for \$96,000 (\$1,000 for each share of Series D Preferred Stock). In addition, pursuant to the Amended SPA, the Company issued to GHS warrants to purchase 19,047,620 shares of Common Stock exercisable at \$0.004025 per share and terminating on January 20, 2028.

In addition, pursuant to the Amended SPA, following the filing a registration statement on Form S-1 with the SEC registering the resale of the maximum aggregate number of shares of common stock issuable pursuant to the conversion of the Series D Preferred Stock and the shares issuable upon the exercise of the warrants issuable under the Amended SPA, upon satisfaction of applicable deliveries and closing conditions GHS agrees to purchase an additional 250 shares of Series D Preferred Stock for an additional \$250,000 (\$1,000 per share of Series D Preferred Stock) and we will issue to GHS warrants to purchase shares of common stock equal to 50% of the number of shares issuable upon conversion of the shares of Series D Preferred Stock sold to GHS.

Lastly, pursuant to the Amended SPA, following the effectiveness of a registration statement registering this resale of shares of common stock, GHS agrees to purchase an additional 250 shares of Series D Preferred Stock for an additional \$250,000 (\$1,000 per share of Series D Preferred Stock). Additionally, the Company will issue to GHS warrants to purchase shares of common stock equal to 50% of the number of shares issuable upon conversion of the shares of Series D Preferred Stock sold to GHS, amounting to 23,148,148 common shares.

#### NOTE 9 - GOING CONCERN

The Company follows FASB ASU 2014-10 – Development Stage Entities because its principal operations have commenced, but there has been no significant revenue therefrom. To date, the Company's activities since inception have consisted principally of acquiring property, equipment, and other operating assets, raising capital, starting up production, recruiting and training personnel and raising capital. The Company's ability to continue as a going concern is dependent on its ability to raise additional capital and implement its business plan as well as continuing to develop its brood stock in order to fulfill recently signed contracts. The financial statements do not include any adjustments that might be necessary if the business plan cannot be implemented or if additional capital cannot be raised, either of which could result in the Company not be able to continue as a going concern.

The Company is in the process of raising additional capital to support the completion of the developmental stage activities and ramp up ongoing full shrimp harvest cycles and establish its customer base. Therefore, the Company's activities are subject to significant risks and uncertainties, including failing to secure additional funding to operationalize the Company's current technology.