

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

Gold River Productions, Inc.

1022 Shadyside lane

Dallas TX 75223

(972) 358-6037

www.transam.aqua.com

adam@transamaqua.com

SIC CODE: 0273

Quarterly Report

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

Outstanding Shares

The number of shares outstanding of our Common Stock was:

1,374,155,277 as of September 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 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.

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 9/30/23
Total shares outstanding: 1,374,155,277 as of 9/30/23.
Number of shares in Public Float 1,054,891,749 as of 9/30/23
Total number of shareholders of record: 3,833 as of 9/30/23

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: September 30, 2023</u>
Total shares outstanding (if applicable):	<u>5,000</u>	<u>as of date: September 30, 2023</u>
Total number of shareholders of record (if applicable):	<u>5,000</u>	<u>as of date September 30, 2023</u>
(if applicable):	<u>100,000</u>	<u>as of date: September 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:</u>	<u>September 30, 2023</u>
Total shares outstanding (if applicable):	<u>100,000</u>	<u>as of date:</u>	<u>September 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>1,144 as of date: September 30, 2023</u>		

Total shares outstanding (if applicable): 1,045 as of date: September 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>Daniell e 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>01/20/23</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>09/01/23</u>	<u>New Issuance</u>	<u>689</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>

Shares Outstanding as of Second Most Recent Fiscal Year End: <div style="margin-top: 10px;"> <u>Opening Balance</u> Date <u>09/30/23</u> Common: <u>1,374,155,277.</u> Preferred B: <u>5,000</u> Preferred C <u>100,000</u> Preferred D <u>1,045</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 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 (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.otcmarkets.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 stainable 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

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

Investor Relations

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

All other means of Investor Communication:

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

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: 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.

November 14, 2023 [Date]

/s/ Adam Thomas[CEO's Signature]

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

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.

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.

November 14, 2023 [Date]

/s/ Adam Thomas [CFO's Signature]

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

GOLD RIVER PRODUCTIONS, INC.
(now known as TRANS AMERICAN AQUACULTURE, INC.)

CONSOLIDATED QUARTERLY FINANCIAL STATEMENTS

September 30, 2023 and 2022

Table of Contents	Page
Consolidated Balance Sheets (Unaudited).....	3
Consolidated Statements of Operations (Unaudited).....	4
Consolidated Satements of Changes in Stockholders’ Deficit (Unaudited).....	5
Consolidated Statements of Cash Flows (Unaudited)	6
Consolidated Notes to the Financial Statements (Unaudited).....	7

Gold River Productions, Inc.
(now known as Trans American Aquaculture, Inc.)

Consolidated Balance Sheets

	(Unaudited) September 30, 2023	December 31, 2022
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	\$ 68,887	\$ -0-
Other receivable	58,256	46,038
Inventory	679,161	161,560
TOTAL CURRENT ASSETS	<u>806,304</u>	<u>207,598</u>
PROPERTY AND EQUIPMENT	7,935,825	7,920,692
Less accumulated depreciation	(513,505)	(457,920)
NET PROPERTY AND EQUIPMENT	<u>7,422,319</u>	<u>7,462,772</u>
TOTAL ASSETS	<u>\$ 8,228,624</u>	<u>\$ 7,670,370</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Bank overdraft	\$ -0-	\$ 288
Accounts payable	549,459	223,476
Accrued interest expense	714,861	446,870
Other accrued expenses	156,482	138,532
Income tax payable	58,256	46,038
Due to related parties	1,523,236	1,516,025
Current portion of notes payable	488,596	326,716
TOTAL CURRENT LIABILITIES	<u>3,490,891</u>	<u>2,697,945</u>
LONG-TERM LIABILITIES		
Notes payable net of current portion	4,363,078	4,581,215
Deferred tax liability, net	-0-	26,937
TOTAL LONG-TERM LIABILITIES	<u>4,363,078</u>	<u>4,608,152</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, 1,045 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	1,287,091
Additional paid in capital - preferred stock (Series D)	975,671	-0-
Retained earnings (deficit)	(1,988,108)	(922,817)
TOTAL STOCKHOLDERS' EQUITY	<u>374,654</u>	<u>364,274</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 8,228,624</u>	<u>\$ 7,670,370</u>

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

Gold River Productions, Inc.
(now known as Trans American Aquaculture, Inc.)

Consolidated Statements of Operations

	(Unaudited) For the three months ended September 30, 2023	(Unaudited) For the three months ended September 30, 2022	(Unaudited) For the nine months ended September 30, 2023	(Unaudited) For the nine months ended September 30, 2022
REVENUES				
Sales and service	\$ -0-	\$ -0-	\$ -0-	\$ 48,636
COST OF REVENUES				
Cost of revenues	125,040	31,307	125,040	162,061
GROSS PROFIT	(125,040)	(31,307)	(125,040)	(113,425)
GENERAL AND ADMINISTRATIVE EXPENSES	236,867	146,260	582,441	264,001
OTHER INCOME (EXPENSE)				
Other income	-0-	-0-	1,750	-0-
Interest expense	(121,551)	(205,912)	(358,926)	(306,567)
TOTAL OTHER INCOME (EXPENSE)	(121,551)	(205,912)	(357,176)	(306,567)
NET INCOME (LOSS) BEFORE TAXES	(483,458)	(383,478)	(1,064,658)	(683,993)
INCOME TAX EXPENSE (BENEFIT)	-0-	-0-	(26,937)	-0-
NET INCOME (LOSS)	\$ (483,458)	\$ (383,478)	\$ (1,037,721)	\$ (683,993)
Basic and Diluted Net loss per common share	(0.000334)		(0.000716)	
Weighted average common shares outstanding - basic	1,449,322,195		1,449,322,195	

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

Gold River Productions, Inc.
(now known as Trans American Aquaculture, Inc.)

Consolidated Statements of Stockholders' Equity

For the three months and nine months ended September 30, 2023 and 2022

	Members; Capital	Common Stock Shares	Amount	Preferred Stock, Series A Shares	Amount	Preferred Stock, Series B Shares	Amount	Preferred Stock, Series C Shares	Amount	Preferred Stock, Series D Shares	Amount	Retained (Deficit)	Total
Balance December 31, 2021	\$ 776,955		\$		\$		\$		\$		\$	\$	776,955
Contributions	561,549												561,549
Distributions	(16,470)												(16,470)
Net loss	(216,211)												(216,211)
Balance March 31, 2022	\$ 1,105,823	-0-	\$ -0-	-0-	\$ -0-	\$ -0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	\$ -0-	1,105,823
Contributions	99,557												99,557
Distributions	-0-												-0-
Net loss	(127,277)												(127,277)
Balance June 30, 2022	\$ 1,078,103	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	\$ -0-	1,078,103
Contributions	82,476												82,476
Distributions	-0-												-0-
Net loss	(383,478)												(383,478)
Balance September 30, 2022	\$ 777,101	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	-0-	\$ -0-	\$ -0-	777,101
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-	250	250,000	-0-	250,000
Net loss	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	(258,194)	(258,194)
Balance March 31, 2023	\$ -	1,452,655,528	\$ 100,000	9,078,000	\$ -0-	5,000	\$ -0-	100,000	\$ 1,287,091	250	\$ 250,000	\$ (1,181,011)	\$ 456,080
Issuance of preferred shares	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	286	286,000	-0-	286,000
Stock Dividends	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	8	8,000	(8,000)	-0-
Net loss	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	(296,069)	(296,069)
Balance June 30, 2023	\$ -0-	1,452,655,528	\$ 100,000	9,078,000	\$ -0-	5,000	\$ -0-	100,000	\$ 1,287,091	544	\$ 544,000	\$ (1,485,080)	\$ 446,011
Issuance of preferred shares	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	501	412,200	-0-	412,200
Stock Dividends	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	19,471	(19,471)	-0-
Net loss	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	-0-	(483,458)	(483,458)
Balance September 30, 2023	\$ -0-	1,452,655,528	\$ 100,000	9,078,000	\$ -0-	5,000	\$ -0-	100,000	\$ 1,287,091	1,045	\$ 975,671	\$ (1,988,009)	\$ 374,753

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

Gold River Productions, Inc.
(now known as Trans American Aquaculture, Inc.)

Consolidated Statements of Cash Flows

	(Unaudited) For the nine months ended September 30,	(Unaudited) For the nine months ended September 30,
	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (1,037,721)	\$ (683,993)
Noncash items included in net loss:		
Depreciation expense	55,585	64,461
Common stock issued for professional services	100,000	-0-
(Increase) decrease in:		
Other receivable	(12,218)	-0-
Inventory	(517,601)	-0-
Deferred tax liability	(26,937)	-0-
Increase (decrease) in:		
Accounts payable and other accrued expenses	343,836	(21,707)
Income tax payable	12,218	-0-
Accrued interest expense	267,991	-0-
CASH USED IN OPERATING ACTIVITIES	(814,847)	(641,239)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Cash paid for the purchase of fixed assets	(15,132)	-0-
CASH USED IN INVESTING ACTIVITIES	(15,132)	-0-
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payment of bank overdraft	(288)	-0-
Proceeds from shareholder notes payable	123,700	22,960
Payments on shareholder notes payable	(116,488)	(8,676)
Proceeds (Payments) on notes payable	(56,258)	108,032
Contributions	-0-	527,497
Stock Dividends	(27,471)	-0-
Issuance of Preferred Shares	975,671	-0-
CASH PROVIDED BY FINANCING ACTIVITIES	898,866	649,813
NET DECREASE	68,887	8,574
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	-0-	(3,876)
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$ 68,887	\$ 4,699
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Cash paid for interest	\$ 22,518	\$ 111,558
Cash paid for income taxes	\$ -0-	\$ -0-
NON-CASH		
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 28, 2022, Richard Goulding, executive and selling party of Gold River Productions, Inc. and Adam Thomas, purchaser, executed a Stock Purchase Agreement (“SPA”). Under the terms of the SPA, 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 1 – BUSINESS ORGANIZATION (CONTINUED)

On August 29, 2022, Gold River Productions, Inc. and Goulding executed an Assignment of Rights and Assumption of Liabilities Agreement whereby Gold River Productions, Inc. 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.

On September 13, 2022, Gold River Productions, Inc. and Trans American Aquaculture, LLC (“TAA”) executed a Definitive Equity Exchange Agreement 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.

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

Inventory is valued at lower of cost or the net realizable value on a first-in, first-out basis.

The inventory at September 30, 2023 consists of broodstock shrimp and shrimp to be consumed. At that date, the broodstock shrimp had not been identified and segregated from the shrimp to be consumed. Collectively, the pre-harvest biomass in the ponds at September 30, 2023, was estimated to be 128,900 pounds at an average size of 17 grams. This weight would have yielded a net realizable value of \$1.25 per pound, or \$161,125. The harvest began in early November, whereupon the shrimp had grown and their price per pound increased commensurately. By harvest time, the biomass estimated to be available for sale was 150,000 pounds, and the price had increased to \$3.00 per pound. Not included in this biomass is approximately 22,000 broodstock shrimp selected for their enhanced genetics and segregated from the larger biomass for further development. Approximately 12,000 of this broodstock will be sold to foreign markets for between \$75 and \$80 per animal, while approximately 10,000 will be used to populate our next harvest.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Inventory (Continued)

During the three months ended September 30, 2023, management determined that broodstock inventory valued at \$125,040 held at June 30, 2023, had spoiled and was written off to cost of revenues. At September 30, 2023, management determined no allowance for inventory spoilage or obsolescence is required based on its assessment of the inventory's future value.

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 periods ended September 30, 2023 and 2022.

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 September 30, 2023, the total due the IRS is \$58,256. 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.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

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.

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 September 30, 2023 and December 31, 2022.

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

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Subsequent Events

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through November 14, 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 September 30, 2023 and December 31, 2022, the Company had the following property and equipment.

	September 30, 2023	December 31, 2022
PROPERTY AND EQUIPMENT		
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>(513,505)</u>	<u>(457,920)</u>
	1,296,076	1,336,529
Land	6,126,243	6,126,243
NET PROPERTY AND EQUIPMENT	<u><u>\$ 7,422,319</u></u>	<u><u>\$ 7,462,772</u></u>

Depreciation expense for the nine months ended September 30, 2023 and 2022, totaled approximately \$57,354 and \$69,193, respectively. Amount of depreciation expense in cost of goods sold or inventory totaled \$52,626 and \$36,526 for the nine months ended September 30, 2023 and 2022, respectively.

Gold River Productions, Inc.
(now known as Trans American Aquaculture, Inc.)
Notes to Consolidated Financial
Statements September 30, 2023 and 2022

NOTE 4 –LONG-TERM DEBT

Long-term debt as of September 30, 2023 and December 31, 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	\$	4,701,674	\$	4,750,369
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		-		6,152
Note to auto financing company, interest rate at 2.9%, due in monthly installments of \$719, secured by vehicle, due in 2023		-		1,410
Note to a bank, interest at 3.75%, due in monthly installments of \$719.02 including interest, secured by real property, due in 2050		150,000		150,000
		4,851,674		4,907,931
Less Current Portion		(488,596)		(326,716)
Net Long Term Debt		<u>4,363,078</u>		<u>4,581,215</u>

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

September 30, 2023	\$	488,596
September 30, 2024		106,890
September 30, 2025		222,108
September 30, 2026		235,738
September 30, 2027		250,207
Thereafter		3,548,135
	\$	<u>4,851,674</u>

The amount of interest expense incurred was approximately \$121,551 and \$205,912 for the quarters ended September 30, 2023 and 2022, respectively.

On September 30, 2022 the Company was in default on the farm property note for the \$4,701,674 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 September 30, 2023, shareholders have loaned the Company approximately \$1,523,236 which accrues interest at 12% per annual and are due December 31, 2023. Accrued interest of \$373,717 and \$12,368 as of September 30, 2023 and September 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 \$197,320 has been recorded as of September 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.

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 September 30, 2023 and 2022, consisted of the following:

Gold River Productions, Inc.
(now known as Trans American Aquaculture, Inc.)
Notes to Consolidated Financial
Statements September 30, 2023 and 2022

	2023	2022
Deferred tax asset related to:		
NOL Carryover	\$ 204,551	\$ -0-
Deferred tax asset (liability) related to:		
Property and equipment	(7,231)	-0-
	197,320	-0-
Less: allowance	(197,320)	-0-
Net deferred tax asset, net	\$ -0-	\$ -0-
	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)	\$ (26,937)	\$ -0-

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.

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.

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

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.

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.

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 8 – SUBSEQUENT EVENTS`

There were no significant events as of this report date.

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.