

SUPPLEMENTAL INFORMATION AND DISCLOSURE STATEMENT

METAVESCO, INC.

A Nevada Corporation

SIC - 6199

Trading Symbol: MVCO

OTC Pink Supplemental Disclosure

Unregistered sales of equity securities.

Securities Purchase Agreement.

On January 23, 2024, Metavesco, Inc. (the “Company,” or the “Seller”) and Tom Zarro (the “Purchaser”) entered into a Securities Purchase Agreement (the “SPA”) in order to issue and sell to the Purchaser a Promissory Note of the Company (the “Note”) in the principal amount of \$230,000, and a Common Stock Purchase Warrant to acquire 1,000,000 shares of common stock, par value \$0.0001 per share of the Company (the “Warrant”) for \$0.03 per share. Accordingly, on January 23, 2024, the Company and Purchaser closed the SPA, whereby Purchaser exchanged \$230,000 for the Promissory Note and Warrant.

Promissory Note.

On January 23, 2024, the Company and Purchaser entered into the Promissory Note (the “Note”) according to the following terms:

- The seller shall pay the Purchaser on January 16, 2027 (the “Maturity Date”), or earlier as required pursuant to the terms of the Note, the Principal Amount of \$230,000 (the “Principal Amount”), and to pay interest on the outstanding Principal Amount at the rate of 12% per annum, simple interest, in each case to the extent the Principal Amount and any accrued interest has not been repaid prior to the Maturity Date.
- Interest on the note commences accruing on the Issue Date, computed on the basis of a 365-day year and the actual number of days elapsed, and shall accrue on a simple interest, non-compounded basis, at a rate of 12% per annum, and shall be added to the Principal Amount on the Maturity Date or such earlier date as the full amount owed may be paid or may be due pursuant to the terms of the Note, at which time the full amount owed shall be due and payable. In the event that any amount due under the Note is not

paid as and when due, such amounts shall accrue interest at the rate of 12% per year, simple interest, non-compounding, until paid.

- Following the Issue Date, the Company shall make 36 monthly payments of the Principal Amount and any accrued and unpaid interest to the Purchaser, therefore each being in the amount of \$6,388.88 plus any accrued and unpaid interest, to be paid on each monthly anniversary of the Issue Date, or the first Business Day thereafter if such date is not a Business Day.
- The Company may prepay all or any portion of the full amount owed at any time without penalty.
- To the extent not repaid or due to be repaid before the Maturity Date, the full amount owed under the Note shall be due and payable on the Maturity Date.

Warrant.

On January 23, 2024, the Company and Purchaser entered into the Common Stock Purchase Warrant (the “Warrant”) according to the following terms:

- In exchange for the Note and SPA, the Purchaser was issued the Warrant. According to the terms of the Warrant, at any time after issuance of the Warrant, and until the fifth anniversary of the issuance date of the Warrant, is entitled, to subscribe for and purchase from the Company, up to 1,000,000 shares of Common Stock. The purchase price of one share of Common Stock under the Warrant shall be equal to the Exercise Price of \$0.03.
- The Warrant is subject to price adjustments for certain events such as stock splits, fundamental transactions, and voluntary adjustment by the Board of Directors of the Company.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This disclosure statement contains certain forward-looking statements that are subject to various risks and uncertainties. Forward-looking statements are generally identifiable by use of forward-looking terminology such as “may,” “will,” “should,” “potential,” “plan,” “intend,” “expect,” “outlook,” “seek,” “anticipate,” “estimate,” “approximately,” “believe,” “could,” “project,” “predict,” or other similar words or expressions. Forward-looking statements are based on certain assumptions, discuss future expectations, describe future plans and strategies, or state other forward-looking information. Our ability to predict future events, actions, plans or strategies is inherently uncertain. Although we believe that the expectations reflected in our forward-looking statements are based on reasonable assumptions, actual outcomes could differ materially from those set forth or anticipated in our forward-looking statements. Readers are cautioned not to place undue reliance on any of these forward-looking statements, which reflect our views as of the date of this disclosure statement. Furthermore, except as required by law, we are under no duty to, and do not intend to, update any of our forward-looking statements after the date of this disclosure statement, whether as a result of new information, future events or otherwise.

ISSUER CERTIFICATION

Principal Executive Officer:

I, Mr. Ryan Schadel certify that:

1. I have reviewed this supplemental disclosure statement of Metavesco, 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.

Date: January 26, 2024

Signature: */s/ Ryan Schadel*

Name: Ryan Schadel

Title: CEO