

**RJD Green Inc.**

**51551 South Mingo, Suite F Tulsa Oklahoma 74146**

**(918) 551 - 7883**

**www.rjdgreen.com**

**ronb@rjdgreen.com**

## **Quarterly Report**

**For the period ending February 28, 2024 (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

**359,357,992 as of March 26, 2024**

**359,357,992 as of August 31, 2023**

### **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>4</sup> of the company has occurred during this reporting period:

Yes: ☐ No: ☒

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<sup>4</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 and names used by predecessor entities, along with the dates of the name changes.

**RJD Green Inc.**

Current State and Date of Incorporation or Registration: **Nevada**

Standing in this jurisdiction: (e.g., active, default, inactive): **Active**

**Prior Incorporation Information for the issuer and any predecessors during the past five years:**

**RJD Green Inc. was incorporated in Nevada on September 10, 2009**

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

**None**

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

**None**

Address of the issuer's principal executive office:

**5151 South Mingo, Suite F, Tulsa Oklahoma 74146**

Address 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: **Worldwide Stock Transfer, LLC**

Phone: **210-920-2008**

Email: **info@wwstr.com**

Address: **University Plaza, Suite 105  
Hackensack, NJ 07601**

Publicly Quoted or Traded Securities:

Trading symbol:	<b>RJDG</b>
Exact title and class of securities outstanding:	<b>Common Stock</b>
CUSIP:	<b>749603106</b>
Par or stated value:	<b>\$0.001</b>
Total shares authorized:	<b>700,000,000 as of February 29, 2024</b>
Total shares outstanding:	<b>359,357,992 as of February 29, 2024</b>
Total number of shareholders of record:	<b>351 as of February 29, 2024</b>

*Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.*

**None**

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

**None**

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.**

**Voting Rights of ne voter per share**

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

**N/A**

3. **Describe any other material rights of common or preferred stockholders.**

**None**

4. **Describe any material modifications to 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 for the two most recently completed fiscal years and any subsequent period.**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance:</u> Date _____ Common: _____ Preferred: _____			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g., for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date _____ Common: _____ Preferred: _____									

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2023, 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, 2022 through December 31, 2023 pursuant to the tabular format above.

**\*\*\*Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

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.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

\*\*\*Control persons for any entities in the table above must be disclosed in the table or in a footnote here.

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. Ensure that these descriptions are updated on the Company's Profile on [www.OTCMarkets.com](http://www.OTCMarkets.com).

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

**RJD Green, Inc., a Nevada company, is a holding company incorporated in the State of Nevada in September 2009. We were formed to engage in the business of marketing and promoting green technologies, services, appliances, building materials and other green products suitable for residential buildings through our online website, ([www.rjdgreen.com](http://www.rjdgreen.com)).**

**In June 2013, the issuer was repositioned as a holding company with a focus of acquiring and managing assets and companies within three sectors: green environmental, healthcare services, and specialty contracting services.**

**In the first quarter of 2015, the issuer completed the acquisition of Silex Holdings Inc. Silex Holdings Inc. operates a manufacturing and distribution company for kitchen and bath products for the builder and retail markets. Silex Holdings Inc. is a fourteen-year-old manufacturer and installation contractor of kitchen and bath products such as countertops, cabinets, and related. The company operates in two regional locations. Silex Holdings is in Tulsa, Oklahoma, tele: (918) 836-5454. The website is [www.silexinteriors.com](http://www.silexinteriors.com). Silex is managed by the RD Green corporate management team with Ron Brewer, CEO acting as President.**

**IoSoft Inc., a twenty-year old software development and support company, assets were acquired in June of 2016. IoSoft is a developer of software that provides accelerated payment processing for virtual, credit cards, and checks all controlled by the provider versus the payer. The initial market focus is healthcare services. Headquartered in Tulsa Oklahoma, tele: (214) 377-6078. The website is [www.iosoftinc.com](http://www.iosoftinc.com). IoSoft is managed by Vincent Valentine, President and supported by the RJD corporate team with John Rabbitt, CFO acting as General Manager.**

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

**Silex Holdings Inc.**

- C. Describe the issuers' principal products or services.

**Manufacturing, installation and distribution company for kitchen and bath products such as countertops and cabinets for the commercial, homebuilder and retail markets.**

**Development of software that provides accelerated payment processing for; virtual, credit card, and checks all controlled by the provider versus the payer. The initial market focus is healthcare services**

**Green technologies and services to the environmental sector**

**5) Issuer's Facilities**

**The Company's corporate office is at 5151 South Mingo Road, Suite F, Tulsa Oklahoma. The Company's subsidiary, Silex Holdings, Inc. has manufacturing and sales facilities in Tulsa and Oklahoma City Oklahoma. Tulsa facility is 4,000 square feet with a monthly rental of \$3,675. Oklahoma City is 16,570 square feet with a monthly rental of \$14,975.**

## 6) All Officers, Directors, and Control Persons of the Company

<u>Ron Brewer</u>	<u>CEO/Director</u>	<u>Broken Arrow, OK</u>	<u>38,091,651</u>	<u>Common</u>	<u>11%</u>	<u>      </u>
<u>John Rabbitt</u>	<u>CFO/Director</u>	<u>Dallas TX</u>	<u>19,510,183</u>	<u>Common</u>	<u>5.3%</u>	<u>      </u>
<u>Jerry Niblett</u>	<u>COO/Director</u>	<u>Skiatook, OK</u>	<u>23,885,505</u>	<u>Common</u>	<u>6.6%</u>	<u>      </u>
<u>Bryan Porto</u>	<u>Director</u>	<u>Broken Arrow, OK</u>	<u>2,000,000</u>	<u>COMMON</u>	<u>.55%</u>	<u>      </u>

## 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations).

**None**

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

**None**

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

**None**

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

**None**

5. Been the subject 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**

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

**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 to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

**None**

## 8) Third Party Service Providers

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: **Thomas C Cook**  
**Thomas Cook & Associates**  
Address 1: **10470 W. Cheyenne, Suite 115, PMB 303**  
Address 2: **Las Vegas, Nevada 89129**  
Phone: **702-824-9151**  
Email: **tccesg@aol.com**

### Accountant or Auditor

Name: **Martin Chumley**  
Firm: **Keens Accounting**  
Address 1: **8703 East 21<sup>st</sup> Street**  
Address 2: **Tulsa, OK 74129**  
Phone: **918-664-8700**  
Email: **staff@keensaccounting.com**

### Investor Relations

Name: **N/A**  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

*All other means of Investor Communication:*

X (Twitter): \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn: \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ]: \_\_\_\_\_

### Other Service Providers

Provide the name of any other service provider(s) **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) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: **John Rabbitt**  
Title: **CFO**  
Relationship to Issuer: **Officer**

B. The following financial statements were prepared in accordance with:

☐ IFRS  
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: **John Rabbitt**  
Title: **CFO**  
Relationship to Issuer: **Officer**

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup>

**Accounting degree from Drake university and auditor for Ernst and Ernst Accounting**

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<sup>5</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.

**RJD GREEN INC.**  
**Consolidated Balance Sheet**  
**As of February 29, 2024**

	February 29, 2024	August 31, 2023
<b>ASSETS</b>		
Current Assets		
Total Bank Accounts	\$ 1,454,493	\$ 783,170
Total Accounts Receivable	\$ 287,428	\$ 445,413
Total Inventory	\$ 707,781	\$ 734,084
Total Deposits	\$ 36,554	\$ 36,554
Other	\$ 75	\$ 328
Total Current Assets	\$ 2,486,332	\$ 1,999,549
LONG TERM ASSETS		
Fixed Assets and Improvements	\$ 242,829	\$ 242,829
Equipment	\$ 464,301	\$ 456,739
Furniture and Fixtures	\$ 54,559	\$ 54,559
Vehicles	\$ 42,180	\$ 35,180
Other		
Depreciation	\$ 365,082)	\$ (333,226)
Total Long-Term Assets	\$ 438,788	\$ 456,081
<b>Total Assets</b>	<b>\$ 2,925,120</b>	<b>\$ 2,455,631</b>
<b>LIABILITIES AND EQUITY</b>		
Current Liabilities		
Accounts Payable	\$ 312,212	\$ 290,994
Oklahoma Tax Commission Payable	\$ 20,892	\$ 18,745
Accrued liabilities (salaries)	\$ 29,796	\$ 28,876
Current Tax	\$ -	\$ (12,000)
Loan Forklift	\$ 875	\$ 4,961
Loan Template System	\$ (100)	\$ 2,464
Total Current Liabilities	\$ 363,676	\$ 334,039
LONG TERM LIABILITIES		
Note Payable		
Total Long-Term Liabilities	\$ -	\$ -
<b>Total Liabilities</b>	<b>\$ 363,676</b>	<b>\$ 334,039</b>

**Shareholder's Equity**

Common Stock	\$ 359,357	\$ 359,357
Additional Paid in Capital	\$ 1,924,684	\$ 1,924,684
Donated Capital	\$ 111,410	\$ 111,410
Discount on Common Stock	\$ (587,988)	\$ (587,988)
Accumulated Deficit/Profit	\$ 314,524	\$ (328,549)
Net Income	\$ 439,457	\$ 642,678
<b>Total Equity</b>	<b>\$ 2,561,444</b>	<b>\$ 2,121,592</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$ 2,925,120</b>	<b>\$ 2,455,631</b>

RJD GREEN INC.					
Consolidated Profit and Loss					
	Three Months Ended February 29, 2024	Three Months Ended February 28, 2023	Six Months Ended February 29, 2024	Six Months Ended February 28, 2023	
<b>Revenue</b>	\$ 1,208,733	\$ 1,076,336	\$ 2,551,578	\$ 2,233,137	
Cost of Sales	\$ 688,886	\$ 775,807	\$ 1,430,516	\$ 1,535,529	
<b>Gross Profit</b>	\$ 519,847	\$ 300,529	\$ 1,121,062	\$ 697,608	
<b>Operating Expenses:</b>					
Bank and Credit Card Fees	\$ 10,646	\$ 10,042	\$ 14,949	\$ 27,544	
Bad Debt		\$ 1,523	\$ 0	\$ 5,683	
General & Administrative Expense	\$ 24,068	\$ 30,551	\$ 25,399	\$ 29,477	
Insurance	\$ 6,000	\$ 5,844	\$ 13,913	\$ 11,769	
Interest on debt	\$ 336	\$ 461	\$ 705	\$ 1,070	
Maintenance and repairs	\$ 542	\$ 993	\$ 1,932	\$ 2,573	
Contract Labor	\$ 25,600	\$ 49,500	\$ 96,682	\$ 88,500	
Meals & Entertainment	\$ 1,617	\$ 1,156	\$ 3,330	\$ 1,346	
Other Expenses		\$ 6,170	\$ 35,722	\$ 47,929	
Payroll and payroll taxes	\$ 177,262	\$ 148,714	\$ 361,718	\$ 296,476	
Professional fees	\$ 2,641	\$ 5,870	\$ 18,358	\$ 0	
Property Taxes			\$ 9,015	\$ 10,714	
Federal & State Taxes		\$ 41,438	\$ 0	\$ 41,438	
Rent	\$ 25,228	\$ 25,328	\$ 50,455	\$ 50,596	
Utilities	\$ 7,583	\$ 6,917	\$ 15,813	\$ 15,348	
Vehicle	\$ 2,072	\$ 2,247	\$ 3,732	\$ 6,685	
Depreciation Expense	\$ 19,763	\$ 22,463	\$ 38,356	\$ 39,999	
<b>Total Expenses</b>	\$ 303,357	\$ 359,217	\$ 690,080	\$ 677,147	
<b>Net Operating Income</b>	\$ 216,490	-\$ 58,688	\$ 430,982	\$ 20,461	
Net Other Income/Expense	\$ 7,597	\$ 210,842	\$ 8,475	\$ 210,885	
<b>Net Loss and Comprehensive Income</b>	\$ 224,087	\$ 152,154	\$ 439,457	\$ 231,346	
<b>Net Income per Share - Basic and Diluted</b>	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	
<b>Weighted Average Shares Outstanding</b>	359,357,992	359,357,992	359,357,992	359,357,992	

## Statement of Cash Flows (Unaudited)

	Six Months February 29, 2024	Fiscal Year August 31, 2023
<b>OPERATING ACTIVITIES</b>		
Net Income	\$ 439,457	\$ 642,678
Adjustments to reconcile Net Income to Net Cash provided by operations:		
Depreciation	\$ 31,856	\$70,638
Changes in operating assets and liabilities		
Accounts receivable	\$ 157,985	\$ (24,319)
Inventory	\$ 26,698	\$ (141,949)
Other Assets	\$ 153	\$ 17,621
Accounts payable and accrued liabilities	\$ 22,138	\$ (66,347)
Tax Liabilities	\$ 14,148	\$ (131,241)
<b>Net Cash Provided by Operating Activities</b>	<b>\$ 692,434</b>	<b>\$ 367,081</b>
<b>Investing Activities</b>		
Purchase of Property and Equipment	\$ (21,111)	\$ (53,898)
<b>Net Cash Used in Investing Activities</b>	<b>\$ (21,111)</b>	<b>\$ (53,898)</b>
<b>Financing Activities</b>		
Repayment of contingently convertible debt		
Additional (Repayment) of long-term debt		
<b>Net Cash Provided in Financing Activities</b>		
<b>Net Change in Cash</b>	<b>\$ 671,323</b>	<b>\$ 313,183</b>
<b>Cash &amp; cash equivalents at the beginning of the year</b>	<b>\$ 783,170</b>	<b>\$ 469,987</b>
<b>Cash &amp; cash equivalents at the end of the period</b>	<b>\$ 1,454,493</b>	<b>\$ 783,170</b>
<b>Supplemental disclosures of cash flow information</b>		
Interest paid	\$ 705	\$2,502
Income taxes paid	\$ (14,148)	\$186,228

**RJD Green Inc.**  
**Statement of Shareholders' Equity**

	<b>Common Stock</b>				<b>Discount Common Stock</b>	<b>Accumulated Profit/Deficit</b>	<b>Total Shareholders' Equity</b>
	<b>Shares</b>	<b>Amount</b>	<b>Paid in Capital</b>	<b>Donated Capital</b>			
Balance as of August 31, 2020	296,230,654	\$296,230	\$1,299,723	\$111,410	\$(587,988)	\$(1,080,674)	\$38,701
Stock issued in lieu of compensation	63,127,338	63,127	624,961	-	-	-	688,088
Net Income	-	-	-	-	-	272,435	272,435
Balance as of August 31, 2021	359,357,992	\$359,357	\$1,924,684	\$111,410	\$(587,988)	\$(808,239)	\$999,224
Net Income	-	-	-	-	-	\$479,648	\$479,648
Balance as of August 31, 2022	359,357,992	\$359,357	\$1,924,684	\$111,410	\$(587,988)	\$(328,591) 42	\$1,478,872 42
Net Income						\$642,678	\$642,678
Balance as of August 31, 2023	359,357,992	\$359,357	\$1,924,684	\$111,410	\$(587,988)	\$314,129	\$2,121,592
Prior year adj.						\$395	\$395
Net Income						\$439,457	\$439,457
Balance 2-29-24	359,357,992	\$359,357	\$1,924,684	\$111,410	\$(587,988)	\$753,244	\$2,561,444

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

**RJD Green, Inc.**  
**Notes to Financial Statements**  
**For Quarter Ended February 29, 2024**

**NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS**

RJD Green Inc. (the “Company”) was incorporated under the laws of the State of Nevada on September 10, 2010. In June of 2013, the Company was repositioned as a holding company with a focus of acquiring and managing assets and companies within three sectors: green environmental, energy, and specialty contracting services. The first acquisition, Silex Holdings, was completed in the first quarter of 2016. Silex is engaged in manufacturing for retail and wholesale distribution of kitchen and bath builder products including counter tops, sinks, facets, shower stalls, cabinets, and other related products.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**BASIS OF PRESENTATION**

These financial statements and notes are prepared in accordance with accounting principles generally accepted in the United States and are expressed in US dollars. The Company’s fiscal year-end is August 31.

**GOING CONCERN**

The Company has monthly recurring revenues of \$425,630 and \$ 1,454,493 of working capital and shareholder equity of \$2,925,120 as of February 29, 2024. The Company’s continuation as an ongoing concern is dependent on its ability to continue to generate reoccurring revenues, creating sufficient cash flows from operations to meet its obligations and/or obtain additional financing, as may be required.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classifications of liabilities that may result should the Company be unable to continue as a going concern.

Silex Holdings Inc. increased six-month net income in 2024 by 47.38% and projects 10% increase in 2024 annual revenue. IoSoft Services and is expected to create additional excess capital from the completed new software platforms that are ready for the market. A planned acquisition funding program is being continued that will bring forward additional equitable funding for acquisitions.

**USE OF ESTIMATES**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of revenue and expenses during the reporting period. The Company regularly evaluates estimates relating to deferred income tax valuations and financial instrument valuations. Actual results could differ materially from those estimates.

**REVENUE RECOGNITION**

The Company’s revenue recognition policy complies with the requirements of ASC 605. Revenue is recognized when i) persuasive evidence of an arrangement exists, ii) delivery has occurred, iii) the sales price is fixed or determinable, iv) collection is probable and v) obligations have been substantially performed pursuant to the terms of the arrangement.

**CASH AND CASH EQUIVALENTS**

Cash and cash equivalents include cash on hand and on deposit at banking institutions as well as all highly liquid short-term investments with original maturities of 90 days or less or may be redeemable within this period with insignificant penalties. The Company had cash of \$1,454,493 held in a bank and cash equivalents of \$36,554 as of February 29, 2024, and \$783,170 of cash held in in a bank with cash equivalents of \$36,554 as of August 31, 2023.

## FAIR VALUE OF FINANCIAL INSTRUMENTS

The Financial Accounting Standards Board (FASB) issued Accounting Standards Codification (ASC) 820-10, "Fair Value Measurements and Disclosures" for financial assets and liabilities. FASB ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. FASB ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. FASB ASC 820-10 also establishes a fair value hierarchy which requires an

Level 1: Quoted prices in active markets for identical assets or liabilities.

Level 2: Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

## RECENT ACCOUNTING PRONOUNCEMENTS – Not Yet Adopted

In April 2013, the FASB issued ASU No. 2013-07, Presentation of Financial Statements (Topic 205): Liquidation Basis of Accounting. The objective of ASU No. 2013-07 is to clarify when an entity should apply the liquidation basis of accounting and to provide principles for the measurement of assets and liabilities under the liquidation basis of accounting, as well as any required disclosures. The amendment in this standard is effective prospectively for entities that determine liquidation is imminent during annual reporting periods beginning after December 15, 2013, and interim reporting periods therein. The Company is evaluating the effect, if any, adoption of ASU No. 2013-07 will have on its financial statements.

## RECENT ACCOUNTING PRONOUNCEMENTS – Adopted

In June 2014, the FASB issued ASU No. 2014-10, Development Stage Entities (Topic 915): Elimination of Certain Financial Reporting Requirements, including an Amendment to Variable Interest Entities Guidance in Topic 810 Consolidation. The objective of the amendments in ASU No. 2014-10 is to improve financial reporting by reducing the cost and complexity associated with the incremental reporting requirements for development stage entities. ASU No. 2014-10 is effective as of the first annual period beginning after December 15, 2014, at which time the presentation and disclosure requirements in Topic 915 will no longer be required. The revised consolidation standards are effective one year later, in annual periods beginning after December 15, 2015. Early adoption of those new standards is permitted.

The Company adopted ASU No. 2014-10 effective June 1, 2014. The amendments eliminate the requirements for development stage entities to (1) present inception-to-date information in the statements of income, cash flows, and shareholder equity, (2) label the financial statements as those of a development stage entity, (3) disclose a description of the development stage activities in which the entity is engaged, and (4) disclose in the first year in which entity is no longer a development stage entity that in prior years it had been in the development stage.

## INCOME TAXES

Under ASC 740, "Income Taxes", deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Valuation allowances are established when it is not more likely than not that some or all the deferred tax assets will be realized.

## LOSS PER COMMON SHARE

Basic loss per common share excludes dilution and is computed by dividing net loss by the weighted average number of common shares outstanding during the period. Diluted loss per common share reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that then shared in the loss of the entity.



### NOTE 3 – PROPERTY AND EQUIPMENT

Property and equipment consist of the following:

	As of February 29, 2024			As of August 31, 2023		
	Cost	Accum. Depr.	Net Book Value	Cost	Accum. Depr.	Net Book Value
Vehicles	\$ 42,180	\$ 12,780	\$ 29,400	\$ 35,180	\$ 16,493	\$ 18,687
Equipment	\$ 464,301	\$ 197,140	\$ 267,161	\$ 456,739	\$ 180,304	\$ 276,435
Leasehold Improvements	\$ 242,829	\$ 109,337	\$ 133,492	\$ 239,829	\$ 88,992	\$ 150,837
Furniture and Equipment	\$ 54,559	\$ 45,825	\$ 8,735	\$ 57,559	\$ 47,437	\$ 10,122
	\$ 803,869	\$ 365,082	\$ 438,788	\$ 789,307	\$ 333,226	\$ 456,081

### NOTE 4 – SHORT-TERM DEBT

	<u>February 29, 2024</u>	<u>August 31, 2023</u>
Loan payable to Toyota Forklift interest of 5.5%	\$ 875	\$ 4,961
Loan Payable to ACH Template Systems	\$ -	\$ 2,464
Business Tax note bearing 2.5% interest	\$ -	\$ -

### NOTE 5 – LONG-TERM DEBT

	<u>February 29, 2024</u>	<u>August 31, 2021</u>
Business Tax note	\$ -	\$ -

### NOTE 6 - DUE TO RELATED PARTIES AND RELATED PARTY TRANSACTIONS

Through the quarter ended August 31, 2023, the Company received no additional inter-company loans

Through the quarter ended August 31, 2022, the Company received no additional loans from Silex Holdings Inc.

Through the quarter ended August 31, 2021, the Company received additional loans from Silex Holdings Inc. totaling \$133,000.

During the year ended August 31, 2020, the Company received loans from Silex Holdings Inc. totaling \$139,735.

During the year ended August 31, 2019, the Company received additional loans from Silex Holdings Inc. totaling \$243,100.

During the year ended August 31, 2018, the Company received loans from Silex Holdings totaling \$256,475

During the year ended August 31, 2017, the Company received loans from Silex Holdings Inc. totaling \$179,750.

## NOTE 7 - COMMON STOCK

On October 25, 2016, the Company issued 11,052,631 common shares to David Malley for \$55,000.

On October 25, 2016, the Company issued 11,150,000 common shares in lieu of officers' and directors' compensation valued at \$55,750 as follows: Ron Brewer CEO – 5,000,000 common shares, John Rabbitt CFO - 2,500,000 common shares, Jerry Niblett COO – 2,000,000 common shares and Rex Washburn, Director – 2,000,000 common shares.

On December 5, 2016, the Company issued 21,948,108 common shares to EROP Corp., an entity controlled by Vincent Sbarra, for the purchase of \$110,000 in vendor debt.

On February 27, 2017, Equitas Group LLC, an entity controlled by Clayton Cooley, converted \$329,889 of debt into 16,494,450 common shares at \$0.02 per common share.

On January 28, 2018, the Company issued 30,000,000 common shares to Northbridge Financial Corp., an entity controlled by Samuel Oshana, for the purchase of \$168,112 in vendor debt.

On May 28, 2018, the Company issued 20,655,850 common shares to Northbridge Financial Corp., an entity controlled by Samuel Oshana, for the purchase of \$206,558 in vendor debt.

On June 9, 2018, the Company issued 19,405,235 common shares to Northbridge Financial Corp. for the purchase of \$40,061 in vendor debt.

No issuance occurred in the years 2019 and 2020 ending August 31.

On May 17, 2021, the Company issued 63,127,338 common shares in conversion of officers' compensation of \$688,088 accrued from 2014 through May of 2020. Common share issuance as follows: Ron Brewer CEO – 28,091,651, John Rabbitt CFO – 15,150,183, Jerry Niblett COO – 19,885,504.

All the above common shares were issued pursuant to an exemption from registration under Section 4(a)(2) of the Securities Act of 1933.

All common stock amounts and per share amounts in these financial statements reflect the fifty-for-one and two-for-one stock splits of the Company, effective November 30, 2012, and March 31, 2013, respectively, including retrospective adjustment of common stock amounts to reflect a par value of \$0.001 per share.

## NOTE 8 – INCOME TAXES

The items accounting for the difference between income taxes computed at the federal statutory rate and the benefit for income taxes were as follow:

	February 29, 2024	August 31, 2023
Benefit computed at federal statutory rate	24.00%	24.00%
State tax, net of federal tax benefit	0.00%	0.00%
Valuation allowance	(24.00%)	(24.00%)
Effective income tax rate	0.00%	0.00%

Deferred tax assets resulting from the net operating losses (“NOL”) are reduced by a valuation allowance, when, in the opinion of management, utilization is not more likely than not. The following summarizes the deferred tax assets:

	February 29, 2024	August 31, 2023
Deferred tax asset – NOL	\$ 357,846	\$ 357,846
Less valuation allowance	(357,846)	(357,846)
Net deferred tax asset	\$ 0	\$ 0

The Company periodically evaluates the likelihood of the realization of deferred tax assets and adjusts the carrying amount of the deferred tax assets by a valuation allowance to the extent the future realization of the deferred tax assets is not judged to be more likely than not.

The Company considers many factors when assessing the likelihood of future realization of our deferred tax assets, including recent cumulative earnings experience by taxing jurisdiction, expectations of future taxable income or loss, the carry-forward periods available to it for tax reporting purposes, and other relevant factors.

On May 31, 2020, based on the weight of available evidence, including cumulative losses in recent years and expectations of future taxable income, the Company determined that it was more likely than not that its deferred tax assets would be realized. Accordingly, the Company has recorded a valuation allowance equivalent to 100% of its cumulative deferred tax assets.

Because of the implementation of certain provisions of ASC 740, the Company performed an analysis of its previous tax filings and determined that there were no positions taken that it considered materially uncertain. Therefore, there was no provision for uncertain tax positions for the fiscal year ended August 31, 2017, and for the year ended August 31, 2016. Future changes in uncertain tax positions are not expected to have an impact on the effective tax rate due to the existence of the valuation allowance.

## NOTE 9 – FAIR MARKET VALUE

The following table provides a summary of the Company’s financial assets and liabilities.

	As of February 29, 2024,		As of August 31, 2023		
	\$5,885,617		\$5,019,239		
<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
<i>Assets</i>					
Cash and cash					
Equivalents	\$1,491,047		\$783,170		

## 10) Issuer Certification

*Principal Executive Officer*

I, Ron Brewer certify that:

1. I have reviewed this Disclosure Statement for quarterly report ended February 29, 2024.
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.

March 28, 2024

Ron Brewer CEO

*Principal Financial Officer:*

I, John Rabbitt certify that:

1. I have reviewed this Disclosure Statement for quarterly report ended February 29, 2024.
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.

March 28, 2024

John Rabbitt CFO