



Branded Legacy, Inc.

Incorporated in the State of Utah

751 North Dr Suite 9

Melbourne, FL

32934

321-345-3565

www.brandedlegacy.com

info@brandedlegacy.com

SIC CODE: 2833

Annual Report

For the period ending March 31, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

611,913,066 as of 3/31/2024

512,913,066 as of 12/31/2023

2,955,430,251 as of 9/30/2023

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 Control⁵ of the company has occurred over this reporting

period: Yes: ☐ No: ☒



1) Names 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.

Branded Legacy, Inc, a Utah corporation ("BLEG" or the "Company"). Previously Elev8 Brands, Inc. The name change took place on May 22, 2020.

Elev8 Brands, Inc., a Utah corporation ("VATE" or the "Company"). Previously PLAD, Inc. The name change took place on October 5, 2016.

PLAD, Inc., a Utah corporation ("PLAD" or the "Company"). Previously Vencor International, Inc. The name change took place on November 5, 2015.

Vencor International, Inc., a Utah Corporation ("VCOR" or the "Company") Previously Regal Apparel Group, Inc. The name change took place on May 1, 2003.

Regal Apparel Group, Inc. a Utah Corporation (need ticker). Previously Vencor International, Inc. The name change took place on October 22, 1999.

Vencor International, Inc. a Utah corporation (VCOR). Previously Blue Ridge, Inc. The name change took place on March 14, 1986

Blue Ridge, Inc. A Utah corporation (need ticker). Established September 30, 1981

Current State and Date of Incorporation or Registration: Utah

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

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

N/A

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

N/A

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



Company Headquarters
Address: 751 North Drive Suite 9
Melbourne, FL 32934

The address(es) of the issuer's principal place of business:

☒ Check if principal executive office and principal place of business are the same address:

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: ☒ Yes: ☐

If Yes, provide additional details below:

N/A

2) Security Information

Transfer Agent

Name: Securities Transfer Corporation
Phone: (469) 633-0101
Email: shelbert@stctransfer.com
Address: 2901 N. Dallas Parkway, Suite 380
Plano, Texas 75093

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: BLEG
Exact title and class of securities outstanding: Common
CUSIP: 10528L105
Par or stated value: .00001
Total shares authorized: 900,000,000 as of date: 3/31/2024
Total shares outstanding: 512,913,066 as of date: 3/31/2024
Total number of shareholders of record: 791 as of date: 3/31/2024

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



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

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 that do not have a trading symbol). 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: Preferred Series A

Par or stated value: .00001

Total shares authorized: 2,500,000 as of date: 3/31/2024

Total shares outstanding (if applicable): 2,200,000 as of date: 3/31/2024

Total number of shareholders of record

(if applicable): 1 as of date: 12/21/2023

Exact title and class of the security: Preferred Series B

Par or stated value: .00001

Total shares authorized: 7,500,000 as of date: 3/31/2024

Total shares outstanding (if applicable):

834,000 as of date: 3/31/2024

Total number of shareholders of record

(if applicable): 0 as of date: 3/31/2024

Exact title and class of the security: Preferred Series

Par or stated value: .00001

Total shares authorized: 1,000,000 as of date: 3/31/2024

Total shares outstanding (if applicable): 880,000 as of date: 3/31/2024

Total number of shareholders of record

(if applicable): 1 as of date: 3/31/2024

Exact title and class of the security: Preferred Series D

Par or stated value: .00001

Total shares authorized: 6,200,000 as of date: 3/31/2024

Total shares outstanding (if applicable): 3,864,884 as of date: 3/31/2024

Total number of shareholders of record

(if applicable): 8 as of date: 3/31/2024

Exact title and class of the security: Preferred Series E

Par or stated value: .00001

Total shares authorized: 3,800,000 as of date: 3/31/2024

Total shares outstanding (if applicable): 3,800,000 as of date: 3/31/2024

Total number of shareholders of record

(if applicable): 1 as of date: 3/31/2024

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 Shares are not eligible to receive a dividend. Common shareholders have the right to one vote per common share.



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

- a. Preferred A converts on a one to one basis. Preferred B converts on a ten to one basis. Series A Preferred Stock shall have the right to have one vote per each share of Series A Preferred Stock that is held. Series B Preferred Stock shall have the right to have one vote per each share of Series B Preferred Stock that is held. Neither Preferred Series A Stock or Preferred Series B Stock are eligible to receive dividends. The holders of Series A Preferred Stock, and Series B Preferred Stock have the same liquidation rights as the holders of the Company's Common Stock.
- b. Preferred D Stock has the same liquidation rights as the holders of the Company's Common Stock. Series D Preferred Stock shall have full voting rights and powers equal to the voting rights and powers of the holders of Common Stock, and shall be entitled to notice of any stockholders' meeting in accordance with the bylaws of the Company (as in effect at the time in question) and applicable law, and shall be entitled to vote, together with the holders of Common Stock, with respect to any question upon which holders of Common Stock have the right to vote, except as may be otherwise provided by applicable law. Except as otherwise expressly provided herein or as required by law, the holders of Series D Preferred Stock and the holders of Common Stock and other series of the Company's preferred stock shall vote together as a single class. At the Conversion Time, each share of Series D Preferred Stock subject to conversion shall be convertible into 100 shares of Common Stock
- c. Preferred E Stock Upon any liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, before any distribution or payment shall be made to the holders of any stock ranking junior to the Series E Preferred Stock, the holders of the Series E Preferred Stock shall be entitled to be paid out of the assets of the Company an amount equal to \$1.00 per share or, in the event of an aggregate subscription by a single subscriber for Series E Preferred Stock in excess of \$100,000, \$0.997 per share (as adjusted for any stock dividends, combinations, splits, recapitalizations and the like with respect to such shares) (the "Preference Value"), plus all declared but unpaid dividends, for each share of Series E Preferred Stock held by them. After the payment of the full applicable Preference Value of each share of the Series E Preferred Stock as set forth herein, the remaining assets of the Company legally available for distribution, if any, shall be distributed ratably to the holders of the Company's Common Stock. Conversion Formula. At the Conversion Time, each share of Series E Preferred Stock subject to conversion shall be convertible into 30 shares of Common Stock.

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

- a. There are no other material rights of common or preferred shareholders.

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.

- a. There are no provisions in the issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer.

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.

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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 <u>12/31/2021</u> Common: 438,982,816 Preferred: 9,375,325			*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 canceled)	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.
8/9/2022	New Issuance	20,000,000	Common	.001	No	Thomas Johnson	Acquisition Agreement	Restricted	None
8/11/2022	New Issuance	333,333	Preferred D	.0001	No	Matt Nichols	Exchange Agreement	Restricted	None
8/11/2022	New Issuance	366,667	Preferred D	.0001	No	Matt Nichols	Exchange Agreement	Restricted	None
8/11/2022	cancellation	-42,000,000	Common	.001	No	Matt Nichols	Exchange Agreement	Restricted	None
8/15/2022	New Issuance	33,334	Preferred D	.0001	No	Rimrock Gold Corp - Jordan Starkman	Acquisition Agreement	Restricted	None

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8/18/2022	New Issuance	500,000	Common	.001	No	Rubee Flex Packaging, LLC Reuben Glanz	Payment for Invoice	Restricted	None
8/31/2022	New Issuance	1,900,000	Preferred D	.0001	No	Brandon Spikes	Exchange Agreement	Restricted	None
8/31/2022	cancellation	-120,000,000	Common	.001	No	Brandon Spikes	Exchange Agreement	Restricted	None
8/31/2022	New Issuance	1,000,000	Preferred D	.0001	No	Brandon White	Exchange Agreement	Restricted	None
8/31/2022	cancellation	-60,000,000	Common	.001	No	Brandon White	Exchange Agreement	Restricted	None
9/15/2022	New Issuance	20,000,000	Common	.001	No	Magic 1 Promotions, LLC Raul Cruz	Acquisition Agreement	Restricted	None
10/17/2022	Conversion	-292,000	Preferred D	.0001	No	Ryan Medico	Conversion of D into Common	Unrestricted	None
10/17/2022	New Issuance	17,520,000	Common	.001	No	Ryan Medico	Conversion of Series D	Unrestricted	None
12/12/2022	New Issuance	20,000,000	Common	.001	No	Reel Skinz, LLC Corp - Christopher Balseiro	Acquisition Agreement	Restricted	None
3/17/2023	Cancellation	-20,000,000	Common	.001	No	Reel Skinz, LLC Corp - Christopher Balseiro	Acquisition Agreement	Restricted	None
3/23/2023	New Issuance	834,000	Preferred D	.0001	No	Jamie Collins	Consulting	Restricted	None

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LEGACY

5/25/2023	cancellation	-17,520,000	Common	.001	No	Ryan Medico	Employment Agreement	Restricted	None
6/7/2023	Transfer	16,800,000	Common	.001	No	MN 2019, LLC – Matthew Nicoletti	Conversion Notice	Unrestricted	None
6/16/2023	New Issuance	32,137,758	Common	.001	No	Andrew Seelund	Employment Agreement	Restricted	None
6/16/2023	New Issuance	32,137,758	Common	.001	No	Steven Augustine	Employment Agreement	Restricted	None
6/16/2023	New Issuance	149,976,203	Common	.001	No	Phillip White	Employment Agreement	Restricted	None
6/16/2023	New Issuance	1,928,265,466	Common	.001	No	David Oswald	Employment Agreement	Restricted	None
6/23/2023	Conversion	-218,500	Preferred D	.0001	No	Ryan Medico	Conversion of D into Common	Restricted	None
6/23/2023	New Issuance	13,110,000	Common	.001	No	Ryan Medico	Conversion Notice		None
6/29/2023	New Issuance	300,000,000	Common	.001	No	David Oswald	Amendment to Employment Agreement	Restricted	None
7/7/2023	Conversion	-1,153,275	Preferred D	.0001	No	Ryan Medico	Conversion of D into Common	Restricted	None
7/7/2023	New Issuance	126,860,250	Common	.001	No	Ryan Medico	Conversion of Series D	Restricted	None
9/26/2023	New Issuance	115,460,000	Common	.001	No	RB CROWN CONSULTING LLC	Conversion from D	Restricted	None

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10/18/2023	Canceled	600,000,000	Common	.001	No	David Oswald	Retired Shares	Restricted	None
10/18/2023	Canceled	1,000,000,000	Common	.001	No	David Oswald	Retired Shares	Restricted	None
12/8/2023	Canceled	328,265,466	Common	.001	No	David Oswald	Retired Shares	Restricted	None
12/8/2023	Canceled	71,734,534	Common	.001	No	David Oswald	Retired Shares	Restricted	None
12/22/2023	Canceled	32,137,758	Common	.001	No	Steven Augustine	Retired Shares	Restricted	None
12/22/2023	Canceled	32,137,758	Common	.001	No	Andrew Seelund	Retired Shares	Restricted	None
12/22/2023	Canceled	149,976,203	Common	.001	No	Phillip White	Retired Shares	Restricted	None
12/22/2023	Canceled	228,265,466	Common	.001	No	David Oswald	Retired Shares	Restricted	None
1/25/2024	New Issuance	49,500,000	Common	.001	No	Brandon Spikes	Agreement	Restricted	None
1/29/2024	New Issuance	49,500,000	Common	.001	No	Brandon Spikes	Agreement	Restricted	None
3/14/2024	New Issuance	1,074,995	Preferred D	.0001	No	RB Crown Consulting LLC	Consulting Agreement	Restricted	None
Shares Outstanding on Date of This Report:									
<p><u>Ending Balance:</u></p> <p>Date <u>3/31/2024</u> Common: <u>611,913,066</u></p> <p>Preferred: <u>12,653,879</u></p>									

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Example: A company with a fiscal year end of December 31st 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: ☒ 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.

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

Branded Legacy, Inc. is a holding company that specializes in alkaloid extraction, refinement, and synthesis, as well as formulation and co-packing. Its primary focus is the commercial development of alkaloid-infused products such as vapes, tinctures, topicals, and gummies. We have a secondary focus on brand development, marketing, and overall sustainability.



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

Total Refinement Solutions, LLC (DBA Royal Biotek) is a wholly owned subsidiary with a proven track record of quality and efficiency. Our operations focus on the extraction, refinement, synthesis, and formulation necessary to support our co-packing endeavors. We have patentable intellectual property including product formulations and standard operating procedures. We perform extraction/refinement services both for our in house brands as well as on contract for our external partners. Our assets include a state of the art lab facility capable of processing several hundred kilograms of raw material per day.

The Alcannabist, LLC is a wholly owned subsidiary specializing in proprietary formulations encompassing a range of wellness products containing CBD, Mitragynine, Kavatones, and functional mushrooms. Its mission is to provide effective, natural solutions for various health concerns while also serving as an open market hub for marketing and distributing related products. With several product lines specifically formulated to treat migraine headaches, anxiety, pain, sleeplessness, and others, we offer vapes, gummies, tinctures, and topicals.

Rocket Web Development and Design (RWDD) is another wholly owned subsidiary, and is a leading web development company that has been developing and supporting various businesses in multiple industries for the past 7 years. Our consistent growth over this period has been a testament to our commitment to quality, innovation, and client satisfaction.

RWDD is revolutionizing our digital capabilities with its bespoke web development and comprehensive digital marketing solutions. This strategic integration not only enhances our subsidiaries' online presence but also extends these advanced services to our clients, promising a significant boost in digital engagement and market reach.

MaryJ Pharmaceuticals, Inc. is a wholly owned subsidiary whose primary service is a full-service mobile provider in the Medicinal Marijuana & HEMP industry. This would include everything from portable extraction, packaging, HIPPA compliant RFID tracking from seed to sale, delivery services, white labeling, retail products and research & development.

Just Prior to Covid-19 MariJ serviced growers in CO, IL, NC and TN which generated processing revenue of approximately \$2,000,000 in which the end product for growers exceeded more than 20 times at retail and chose to close down due to COVID-19 March 2020. With the acquisition in Dec 2023, MaryJ Pharmaceuticals, Inc. will again resume operations helping farms across the US, with their extraction and processing needs.

Sycamore Biopharma, Inc. (SBP) A wholly owned subsidiary founded in 2018 by Tyler Stone and Dr. Mark Hamann, SBP was created to support the burgeoning botanical drug discovery industry. Doors opened in 2020 in West Columbia, South Carolina as a cGMP extraction facility and has grown be a leading producer of a full line of medical-grade CBD products utilizing supercritical CO2 extraction and wiped film distillation techniques. Sycamore BioPharma is focused on the development, production, and innovative deliveries of natural active ingredients in support of our vision for Technology-Driven Wellness.

Post acquisition, operations have moved to the Branded Legacy main facility in Melbourne, FL. Products include gummies, capsules, topical creams, tinctures, and compression sleeves.

All In Extracts Llc. (All In) is a wholly owned subsidiary which produces several products such as the blend and mitragynine gummies through their Star Hill brand. A research and development focused company, All In has been at the forefront of nanoparticle delivery systems for alkaloids. Additionally, All In has been pushing the boundaries of knowledge on extraction and refinement techniques to generate

BRANDED LEGACY

novel SOP's using techniques and equipment not common in the industry. All in is currently developing several products for the health and wellness sector, including an all natural testosterone booster. Boasting 4000 sf of warehouse space and a 800 sf lab, All In was founded in September 2020, and has a proven track record of profitability since 2022.

All Companies are included in this disclosure statement.

C. Describe the issuers' principal products or services.

Total Refinement Solutions, LLC (Royal Biotek) has developed no less than four potential standard operating procedures for extraction, refinement and synthesis of any given target alkaloid. TRS offers white label services for products including vapes, tinctures, topicals, gummies, and gelcaps infused with a variety of alkaloids. TRS also offers contract extraction and refinement services.

The Alcannabist, LLC manages B2B and B2C sales of our in-house developed products. These currently include vapes and tinctures, but will expand to include all items manufactured by TRS. Specifically, we have several product lines in production or in various stages of development including VapeRx, ElixRx, GummyRx, MoodMix elixir, and MoodMix gelcaps.

Rocket Web Development and Design LLC offers web design, UX/UI design, e-commerce solutions, pay per click campaigns, social media marketing, support/maintenance, and search engine optimization.

MariJ Pharmaceuticals, INC offers on site production of botanical extracts via supercritical CO2 extraction. MariJ's "soil to oil" services put "farm to table" tinctures and vapes within reach of small farmers.

Sycamore BioPharma INC has several brands including Right Coast and Game Day Relief. Products include gummies, gelcaps, and tinctures designed to aid in sports recovery, sleep, anxiety, and also for recreational use. In addition SBP offers several non-consumable products such as topical creams, lubricants, and compression sleeves.

All In Extracts LLC produces alkaloid infused gummies through their Star Hill brand. Additionally, All In produces white label dosing syrups for kava bars, as well as wholesale nano products and kratom extract.

5) Issuer's Facilities

The goal of this section is to provide investors 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. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company's corporate office is located at 751 North Drive, Melbourne, FL 32934. It leases 14,000 square feet of space for \$14,000 a month. Its current lease ends August of 2030. This facility includes 750 sf of permitted

BRANDED LEGACY

food safe production area, as well as over 800 sf of lab space which is permitted to work with cannabis and other alkaloids.

Royal Biotek also utilizes an additional lab facility at 2231 SE 166th Ter, Morriston, FL. This modest facility is property of Sacred Leaf LLC, and is utilized through a mutually beneficial trade agreement wherein Royal Biotek provides contract extraction and refinement services to Sacred Leaf in exchange for use of the permitted facility.

All In Extracts Llc. has office and lab space at 27003 Hickory Hill Rd, Brooksville, FL. This facility includes 4000 sf of warehouse and office space, with an additional 800 sf of research and development lab space. All In's operations are further supported by Kitchen Spot commissary kitchen at 4450 Pet Lane, Lutz, FL 33559.

RWDD has principal offices at 1603 12th Ave Rd suite C Nampa, Idaho 83686. The company uses roughly 300 sf of a building owned by Doug Holladay.

Material assets include a significant amount of laboratory, cooking, and packing equipment.

Extraction equipment: Rosin press, Closed loop hydrocarbon extraction unit, Screw press ethanol extraction system, CO2 extraction units (3), Centrifugal extractor.

Synthesis/Refinement equipment: Jacketed reaction vessels (5L, 20L, and 50L), Distillation rigs (2L short path, 5L short path, 6" wiped film, Falling film evaporator (2)), Heating/mixing elements (2L and 5L round bottom mantle, hotplates (2), induction heaters (3)), Liquid/liquid purification systems (1L, 2L, 5L). Filtration systems (4", 6", 8" buchner, Drain droid), Vacuum ovens (3), Incubators (2), Transite oven, Furnace, PCR cabinet, Centrifuge (3).

Analytical equipment: HPLC DAD stacks (2), Gas chromatography unit, Reverse phase flash chromatography unit, Thin layer chromatography system.

Packing equipment: Blister packer, Tube fillers (4), Side sealers (4), Lot printers (3), Tunnel sealer, Label rollers (4), Heat tunnel.

Vehicles: International, Freightliner, F-250

Miscellaneous equipment: Computer systems, Vacuum pumps (11), Overhead mixers (3), Sonicators (2), nanoparticle processor, Carbon air filters (4), inline fans (6), Stainless steel tables (14), Stainless steel racks (5), Cryofreezer, Refrigerator/freezer, Oven, Glassware.

Inventory:

All of these materials are owned outright by the company and are valued at roughly \$4,600,000

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

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

BRANDED LEGACY

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

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. 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 investors 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 owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	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
David Oswald	CEO	Melbourne, FL	3,800,000	Preferred E	100%	
Phillip White	Compliance Officer	Leesburg, FL				
Joseph Holladay	COO	Denver, CO				
Doug Holladay	CMO	Nampa, ID				
Steven Augustine	Independent Director	Bryson, NC				
Andrew Seelund	Independent Director	Umatilla, FL				

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:

BRANDED

LEGACY

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

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: John E. Dolkart, Jr.
Firm: Dolkart Law PC
Address: 100 Pine St, Suite 1250
Address: San Francisco, California 94111
Phone: +1 (415) 707-2717
Fax: +1 (415) 535-1665
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All other means of Investor Communication:

Twitter: <https://twitter.com/BrandedLegacy>
LinkedIn <https://linkedin.com/company/royal-enterprises-inc>
Facebook: <https://facebook.com/brandedlegacyinc>
Website: <https://brandedlegacy.com/contact/investor-relations>

9) Disclosure & Financial Information

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

Name: David Oswald
Title: CEO
Relationship to Issuer: CEO

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: David Oswald
Title: CEO
Relationship to Issuer: CEO

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Dave Oswald is a seasoned executive with a wealth of experience in leadership and strategic management, making him a highly qualified CEO and Board Member. His career is marked by a series of successful leadership roles, where he has demonstrated a keen ability to drive business growth, manage complex operations, and lead teams effectively. These include upper management positions at privately held companies such as Agrarian Land and Pond Llc, and Absolute Erosion Control Llc, as well as consulting positions with numerous other entities. Oswald's expertise often spans across various sectors, including finance, operations, strategic planning, and STEM, equipping him with a diverse skill set ideal for guiding companies through various stages of growth and development.

His qualifications are further enhanced by a strong educational background, covering business administration as well as several STEM fields, which provide a solid foundation for his decision-making and leadership skills. Degrees include an AS in Business Administration with concentrations in Economics and Operations Management, and an interdisciplinary BS with concentrations in Environmental Science and Micro and Molecular Biology. Oswald's role as a CEO and Board Member is characterized by his forward-thinking approach, commitment to corporate governance, and ability to navigate the challenges of an ever-evolving business landscape. His leadership style is often described as dynamic and inclusive, fostering a culture of innovation and excellence within the organizations he leads.

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

BRANDED L E G A C Y

Branded Legacy, Inc.
Consolidated Balance Sheet
Quarter Ending
31-Mar-24

	March 31, 2024	March 31, 2023
ASSETS		
Current Assets		
Cash	25,084	-
Accounts Receivable		
AR	25,540	30,778
Total Current Assets	50,624	30,778
Fixed Assets		
Accumulated Depreciation	0	(20,625)
Equipment	2,316,887	317,916
Total Fixed Assets	2,316,887	297,291
Other Current Assets		
Inventory		
Asset	36,239	204,380
Total Other Current Assets	36,239	204,380
TOTAL ASSETS	2,403,750	532,449
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Accounts Payable	541	499,181
Lease Liability	-	2,544
Credit	3,911	-
Total Current Liabilities	4,452	501,725
Long Term Liabilities		
KGB	1,500,000	1,500,000
PPP Loan RW	39,488	81,800
Equipment Loan	16,985	
Promissory Note	-	34,070
Loan	39,488	-
Total Long Term Liabilities	1,595,961	1,615,870
Total Liabilities	1,600,413	2,117,595
Stockholder Equity (Deficit)		
Common Stock		
Par value \$.00001 512,913,066 shares issued	346,789	29,207

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and outstanding at December 31, 2023

Capital Preferred Stock		
Par value \$.00001 12,178,884 shares issued	3,055	3,061
and outstanding at December 31, 2023		
Net Gain or Loss of Discontinued Operations		(6,805)
Opening Balance Equity	(489,188)	
Funding from LOC	286,048	
Additional Paid in Capital	402,347	1,717,534
Accumulated Deficit	254,286	(3,328,143)
Total Stockholder Deficit	803,337	(1,585,146)
TOTAL LIABILITIES & Stockholder Deficit	2,403,750	532,449

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Branded Legacy, Inc.
Consolidated Statement of Operations
Quarter Ending
31-Mar-24

	March 31, 2024	March 31, 2023
Revenue	\$ 62,512	\$ 88,500
Cost of Good Sold	\$ 3,327	\$ 24,300
Gross Profit	\$ 59,185	\$ 64,200
Expense		
General and Administrative	\$ 163,279	\$ 71,005
Stock Compensation	\$ 99,047	
Total Expense	\$ 262,326	\$ 71,005
Net Income (Loss)	\$ (203,141)	\$ (6,805)
Net Loss Per Common Share		
Basic and diluted	\$ -	\$ -
Weighted Average Common Shares Outstanding		
Basic and diluted	\$ 585,513,066	\$ 267,488,149

BRANDED LEGACY

Branded Legacy, Inc.
Consolidated Statement of Cash Flows
Quarter Ending
31-Mar-24

	March 31, 2024	March 31, 2023
OPERATING ACTIVITIES		
Net Income	\$ (203,141)	\$ (6,805)
Adjustments to reconcile Net Income		
Common Stock Issued for Compensation		
Depreciation and Amortization	(31,278)	20,625
Purchase (Sales) of Inventory		30,000
Changes in operating assets and liabilities		
Decrease (Increase) in accounts receivable	25,540	(23,278)
Decrease (Increase) in inventory	36,236	
Decrease (Increase) in undeposited funds		
Decrease (Increase) in credit liabilities	3,911	
Decrease (Increase) in lease liabilities		2,544
Increase (decrease) in accounts payable	541	55,773
Net cash provided by Operating Activities	\$ (168,191)	\$ 78,859
INVESTING ACTIVITIES		
Purchase of Equipment	(2,225,000)	17,916
Right of Use Assets		
Net cash provided by Investing Activities	(\$2,225,000)	\$17,916
FINANCING ACTIVITIES		
Borrowing (Repayment) of Note Payable		(518,412)
Additional paid in capital	147,811	421,637
Common Stock	99,000	
Preferred Stock	47	
Opening Balance Equity	2,192,225	
Net cash provided by Financing Activities	2,439,083	(96,775)
Net cash increase for period	45,892	0
Cash at beginning of period	4,732	0
Cash at end of period	\$ 50,624	\$ -

BRANDED LEGACY

Branded Legacy, Inc.

Consolidated Statements of Stockholder's (Deficit)

31-Mar-24

	Common Stock		Preferred Stock		Additional Paid in Capital	Accumulated Deficit	Total Stockholder's Deficit
	Shares	Amount	Shares	Amount			
Balance March 31, 2023	257,482,816	(7,641)	13,550,659	3,145	1,716,862	(3,171,249)	(1,458,883)
Preferred Issued per consulting agreement							
Common shares issued employment	2,442,517,185	2,442,517					2,442,517
Converted shares	13,110,000	13,110	(218,500)	(22)			13,088
Net Income (Loss)						(18,450)	(18,450)
Balance June 30, 2023	2,713,110,001	2,447,986	13,332,159	3,123	1,716,862	(3,189,699)	978,272
Preferred Issued per consulting agreement							
Converted shares	242,320,250	242,320	(1,153,275)	(115)			242,205
Common conversion							
Funds from Investor					21,500		21,500
Net Income (Loss)						608	608
Balance September 30, 2023	2,955,430,251	2,690,306	12,178,884	3,008	1,738,362	(3,189,091)	1,242,585
Opening Balance Equity						107,038	107,038
Common shares canceled	(2,442,517,185)	(2,442,517)			(1,442,515)		(3,885,032)
Funds from Investor					106,500		106,500
Net Income (Loss)						3,825,527	3,825,527

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Balance December 31, 2023	512,913,066	247,789	12,178,884	3,008	402,347	743,474	1,396,618
Opening Balance Equity						(489,188)	(489,188)
Preferred Issued per consulting agreement			1,074,995	107			107
Preferred shares canceled			(600,000)	(60)			(60)
Common shares issued	99,000,000	99,000					99,000
Accumulated Deficit in 2022							
Net Income (Loss)						(203,141)	(203,141)
Balance March 31, 2023	611,913,066	346,789	12,653,879	3,055	402,347	51,145	803,337



NOTES TO FINANCIAL STATEMENTS

NOTE 1 – Organization & Description of Business

- A. Branded Legacy is a publicly traded US Corporation, working towards horizontal and vertical integration within the agricultural and pharmaceutical biotechnology sectors. Our brands provide alkaloid extraction, refinement, and synthesis services; as well as formulation, white label co-packing, and marketing. Branded Legacy holds as intellectual property a long list of patentable trade secrets, proprietary products in development, SOPs for extraction, refinement, synthesis, in addition to formulations for various market ready products. We intend to fully develop no less than 4 new families of therapeutics, gaining FDA approval for over the counter and prescription use.
- B. At Total Refinement Solutions LLC (DBA Royal Biotek), our mission is to pioneer the advancement of biotechnology through cutting-edge alkaloid extraction, refinement, and synthesis, forging a path towards healthier lives and a more sustainable future. We are dedicated to harnessing the power of medicinal ethnobotany transforming traditional ecological knowledge into high-quality solutions that enhance well-being, promote innovation, and contribute to the well-being of humanity.

Our vision is to be a global leader in alkaloid extraction and refinement, recognized for our unwavering commitment to scientific excellence and sustainability. We strive to unlock the full potential of medicinal ethnobotany, revolutionizing the pharmaceutical and agricultural industries. Meanwhile, we nurture a culture of innovation and environmental responsibility with all of our operations. Royal Biotek envisions a world where nature's gifts are harnessed to address the most pressing challenges of our time, creating a brighter and healthier future for all... "Natural solutions to national problems"

- C. The Alcannabist, LLC, is a pioneering company specializing in branding and distributing proprietary formulations. Our offerings encompass a wide range of wellness products containing CBD, Mitragynine, Kavatones, and functional mushrooms. Its mission is to provide effective, natural solutions for various health concerns while also serving as an open market hub for marketing and distributing related products.
- D. Rocket Web Development and Design LLC is a leading web development company that has been developing and supporting various businesses in multiple industries for the past 7 years. Our consistent growth over this period has been a testament to our commitment to quality, innovation, and client satisfaction.

A subsidiary of Branded Legacy, we are revolutionizing our digital capabilities with its bespoke web development and comprehensive digital marketing solutions. This strategic integration not only enhances our subsidiaries' online presence but also extends these advanced services to our clients, promising a significant boost in digital engagement and market reach.

- F. The primary service currently and ultimately provided by MariJ Pharmaceuticals, Inc., is a full-service mobile provider in the Medicinal Marijuana & HEMP industry. This would include everything from portable extraction, packaging, HIPPA compliant RFID tracking from seed to sale, delivery services, white labeling, retail products and research & development. Just Prior to Covid-19 MariJ serviced growers in CO, IL, NC and TN which generated processing revenue of approximately \$2,000,000 in which the end product for growers exceeded more than 20 times at retail and chose to close down due to COVID-19 March 2020. With the acquisition in Dec 2023, MaryJ Pharmaceuticals, Inc. will again resume operations helping farms across the US, with their extraction and processing needs.
- G. In 1981 Blue Ridge, Inc., a publicly traded company, was incorporated in the State of Utah. Blue Ridge, Inc. bred



champion horses. In 1984, Vencor Corporation was incorporated as a private company to produce and market DiDeeSnug Diaper, an environmentally responsible cloth diaper that was both washable and reusable. In 2016 the entity changed its name to Elev8 Brands, Inc. As of May 22, 2020 the Company changed its name to Branded Legacy, Inc.

H. The Company's fiscal year end is December 31.

NOTE 2 – Summary of Significant Accounting Policies

Method of Accounting

The Company's financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Cash and Cash Equivalents

Cash and cash equivalents include time deposits, certificates of deposit, and all highly liquid debt instruments with original maturities of three months or less.

Accounts Receivable

The Company considers accounts receivable to be fully collectible. Accordingly, no allowance for doubtful accounts is required. If amounts become uncollectible, they will be charged to operations when that determination is made.

Earnings (Loss) per Share

Earnings (loss) per share of common stock are computed in accordance with FASB ASC 260 "Earnings per Share". Basic earnings (loss) per share are computed by dividing income or loss available to common shareholders by the weighted-average number of common shares outstanding for each period. Diluted earnings per share are calculated by adjusting the weighted average number of shares outstanding assuming conversion of all potentially dilutive stock options, warrants and convertible securities, if dilutive. Common stock equivalents that are anti-dilutive are excluded from both diluted weighted average number of common shares outstanding and diluted earnings (loss) per share.

Fair Value of Financial Instruments

The estimated fair values for financial instruments are determined at discrete points in time based on relevant market information. These estimates involve uncertainties and cannot be determined with precision. The carrying amounts of accounts payable, accrued liabilities, and notes payable approximate fair value given their short-term nature or effective interest rates.

Inventories

Inventories consist of VapeRx migraine formula vapes and tinctures, MoodMix mitragynine elixir oral solution and gelcaps, VapeRx anxiety formula vapes and tinctures, Right Coast D9 and D8 gummies, Game Day Relief gummies and lotion, Align gummies, tinctures, and gelcaps, Drift gummies, tinctures, and gelcaps, Embrace sleeve systems, Enhance lubricant, Star Hill THC and kratom gummies, Nature Station Mitragynine dosing syrup, and raw materials



necessary to formulate all other product offerings. Raw materials here include alkaloids, stabilizers, flavorings, and hardware such as bottles, packaging, etc. The shelf life of all inventories is a minimum of one year. We expect this inventory to last a minimum of one quarter, up to a year.

Depreciation

Assets are depreciated over 5 years using straight-line depreciation. Assets consist of computer equipment. Depreciation started in 2018 when purchases were made.

NOTE 3 – Summary of Significant Accounting Policies - continued

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Revenue Recognition

The Company sales consist of natural hemp infused products, CBD infused products, mitragynine infused products, kavalactone infused products, products infused with various functional mushroom extracts, and products infused with a variety of minor cannabinoids. The raw hemp, kratom, kava, and mushrooms used in our formulations are sometimes purchased from outside vendors, other times they are made in house. The Company sells products to consumers, wholesalers and distributors.

The Company recognizes revenue in accordance with the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 606, Revenue from Contracts with Customers, which requires that five basic steps be followed to recognize revenue: (1) a legally enforceable contract that meets criterial standards as to composition and substance is identified; (2) performance obligations relating to provision of goods or services to the customer are identified; (3) the

transaction price, with consideration given to any variable, noncash, or other relevant consideration, is determined; (4) the transaction price is allocated to the performance obligations; and (5) revenue is recognized when control of goods or services is transferred to the customer with consideration given, whether that control happens over time or not. Determination of criteria (3) and (4) are based on our management's judgments regarding the fixed nature of the selling prices of the products and services delivered and the collectability of those amounts.

Private Label Customers are wholesale distributors of the Company's product, under their own wholesale private label brand. The products are made to Company specifications and shipped directly to the wholesaler. The pricing is predicated upon a volume discount negotiated at the time of the placement of the orders. Product is produced and labeled in the Longwood manufacturing facility and shipped directly to the Private Label customer who re-distributes to their retail and other customers. The products are fully paid when shipped.

Revenue from product sales is recognized when an order has been obtained, the price is fixed and determinable,



the product is shipped, the title has transferred, and collectibility is reasonably assured.

NOTE 4 – Leasing

The Company's corporate office is located at 751 North Drive Suite 9, Melbourne, FL 32934. It leases 14,000 square feet of space for \$14,000 a month. Its current lease ends August of 2030.

NOTE 5 – Related Party Transactions

As of 12 October 2023, Branded Legacy INC. has successfully acquired The Alcannabist LLC. This acquisition represents a crucial step forward in our mission to expand and diversify our presence within the biotechnology sector. One noteworthy aspect of this acquisition is the involvement of Joseph Holladay and Doug Holladay, co-founders and owners of Alcannabist, in the management of Branded Legacy. Joseph Holladay and Doug Holladay are Chief Marketing Officer and Chief Operations Officer (respectively) at Branded Legacy INC. Their inclusion on our management team enriches our organization's strategic vision and strengthens our position in the market. Joseph Holladay and Doug Holladay's insights and guidance are invaluable as we navigate the dynamic landscape of the biotechnology sector and drive our business forward. We want to assure our stakeholders that the integration of The Alcannabist into Branded Legacy has been executed with meticulous planning and consideration. We are committed to ensuring a seamless transition that enhances our overall capabilities, synergies, and, most importantly, shareholder value. Branded Legacy remains fully dedicated to upholding the highest standards of corporate governance, compliance, and transparency. We will continue to operate with integrity and adherence to regulatory requirements, ensuring that all decisions are made in the best interests of our shareholders and stakeholders. For the Acquisition of The Alcannabist, Joseph Holladay was compensated roughly \$105,000 in restricted shares and Doug Holladay was compensated roughly \$45,000 in restricted shares. The issuance of these shares has been delayed pending formation of an appropriate preferred class.

NOTE 6 – Discontinued Operations

- A. Elev8 Hemp LLC is a wholly owned subsidiary of Branded Legacy, Inc. which focuses on the development and marketing of hemp-based food, beverage, and health care products including hemp coffee, hemp water, and hemp-based skin care products.
- B. Spikes CBDx, LLC is a wholly owned subsidiary of Branded Legacy, Inc. which focuses on the development and marketing of the highest quality CBD Products. Currently, Spikes CBDx products consist of CBD Tinctures, CBD Massage Oil, CBD Salve, CBD CryoGel, Delta 8 Tinctures and Delta 8 Gummies.
- C. Versatile Industries, LLC is a wholly owned subsidiary of Branded Legacy, Inc. which focuses on the private label of hemp and CBD products.
- D. Magic 1 Promotions, LLC is a wholly owned subsidiary of Versatile Industries, LLC. It is a water purification and solar company. In April of 2023 the Company sold Magic 1 Promotions, LLC DBA H2O and Solar Energy Solutions to Consumer Automotive Finance, Inc. for Twenty Million (20,000,000) restricted common stock of (OTC.PK: CAFI).

NOTE 7 – Acquisitions

On August 14th Branded Legacy, Inc. acquired Rocket Web Development and Design, LLC in exchange for 83,333,334 restricted common shares of the company at par value .00001. The issuance of these shares is delayed



until the establishment of a new preferred class, and they will be issued within that class.

On October 6th Branded Legacy, Inc. acquired The Alcannabist, LLC in exchange for 100,000,000 restricted common shares of the company at par value .00001. The issuance of these shares is delayed until the establishment of a new preferred class, and they will be issued within that class.

On December 4, 2023, Branded Legacy, Inc. completed the acquisition of MariJ Pharmaceuticals, LLC in exchange for \$330,000 to be paid in the form of 2,000,000 shares of Preferred Series D to Seller and \$30,000 to be paid in cash in 60 days upon delivery of Operational Equipment.

On January 4, 2024, Branded Legacy, Inc. completed the acquisition of All In Extracts, LLC in exchange for \$250,000 to be paid in the form of 1,250,000 shares of Preferred Series D to the seller. This issuance is delayed 6 months from signing.

On March 7, 2024, Branded Legacy, Inc. completed the acquisition of Sycamore BioPharma, INC in exchange for \$500,000 to be paid in the form of 2,800,000 shares of Preferred Series D to the seller, as well as the assumption of a \$7,000 per month liability to be paid for 36 months.

NOTE 8 - Shipping and Handling

We bill our customers for shipping and handling charges, which are included in net sales for the applicable period, and the corresponding shipping and handling expense is reported in cost of sales.

NOTE 9 – Investors:

On March 6, 2019, Kona Gold Solutions, Inc. converted 146,803,365 shares of Branded Legacy, Inc. common stock, par value \$.00001, into 2,746,723 shares of Branded Legacy Inc. Series D preferred stock. On November 27, 2019, Kona Gold Solutions, Inc entered into an agreement with Branded Legacy, Inc., whereas Eleve8 Brands, Inc. would receive all 2,746,723 shares of Branded Legacy, Inc. Series D preferred stock for a non-convertible promissory note to Kona Gold Solutions, Inc. for \$1,500,000 with payment due November 27, 2029. As of December 31, 2019, and 2018, this investment is disclosed on the accompanying balance sheets.

NOTE 10 – Private Placement Memorandum

The Company has utilized investment opportunities through a PPM which results in issuing investment shares of Series Preferred D share. In order to establish a par rate an average of the ten-day prior closing price is utilized. At this point a 35% discount is applied.

NOTE 11 – Income Taxes

The company has experienced a net loss and has a net operating loss carryforward of \$(298,461) in 2020. All related deferred tax assets have been fully reserved for future profitability and taxable income is required to realize such an asset.

NOTE 12 - Subsequent Events

August 15, 2023, Branded Legacy, Inc. completed the acquisition of Rocket Web Development and Design LLC (RWDD). RWDD is a respected full-service web development and online marketing firm with a successful track record spanning over seven years. The company is poised to leverage RWDD's expertise to enhance its online



presence and support the growth of its web-based services.

October 6, 2023, Branded Legacy, Inc. completed the acquisition of The Alcannabist LLC. The Alcannabist will serve as the brand for all in house products.

December 4, 2023, Branded Legacy, Inc. completed the acquisition of MariJ Pharmaceuticals, the primary roll of which will be to supplement the extraction capabilities of Royal Biotek.

NOTE 13 - Share Structure

In an effort to clean up the share structure, management retired a total of 2.44 billion common shares held by management, and reduced our authorized share count by 1.5 billion shares. The equity these shares represent shall be protected through an upcoming issuance of preferred series shares to our executive.

NOTE 14 - Officers, Directors, and Control Persons

David Christopher Oswald

David Oswald started college with an Associates of Sciences in Business Administration with concentrations in operations management and human resources from Valencia College. Following that, Mr. Oswald began his multidisciplinary STEM education with a Bachelor of Sciences in Environmental Science and Micro and Molecular Biology at the University of Central Florida. Oswald continued down this path with a graduate education in Biology, Political Science, and Sociology (also at UCF). Oswald has participated in lab work on nearly every scale from DNA modification to population genetics and has worked in research and development in fields including biology, chemistry, and engineering. Oswald's previous endeavors have included minimal input-controlled environment crop production, sustainable energy production, and ecosystem engineering for climate change mitigation. This led to partnerships with several non-profits, universities, and departments of government. Oswald's background in Environmental Science has brought the concept of sustainability to the core of every project, increasing efficiency, and lowering operating costs in ways that benefit our environment and society as well as the bottom line. A longtime activist and proponent of the legal cannabis industry, Oswald has been pushing technological developments in the field and setting standards in legacy markets for connoisseur-grade cannabis products since the early 2000s.

Steven Dominic Augustine

Steven Dominic Augustine is a highly accomplished and visionary leader with a proven track record in corporate governance and strategic decision-making. With over 20 years of experience in the outdoor industry, he brings a wealth of expertise and insight to the Board of Directors. Throughout his career, Steven Dominic Augustine has held various senior positions, demonstrating a strong ability to drive business growth and maximize shareholder value. He has successfully navigated complex market dynamics, led organizational transformations, and developed innovative strategies to foster long-term sustainability. As a Board member, Steven Dominic Augustine has consistently championed corporate governance best practices, ensuring transparency, accountability, and ethical conduct. He has a deep understanding of regulatory compliance and an unwavering commitment to upholding the highest standards of corporate integrity. Beyond his professional achievements, Steven Dominic Augustine is actively involved in philanthropic initiatives and community engagement. He believes in giving back and has served on various nonprofit boards, leveraging his skills and expertise to make a positive impact on society. Steven Dominic Augustine holds a B.S.B.A in Entrepreneurship from Western Carolina University, where he developed a strong foundation in sales and leadership. He continues to enhance his knowledge through continuous learning and stays abreast of industry trends and advancements.

BRANDED LEGACY

Andrew Joseph Seelund

Andrew Seelund has a diverse professional background encompassing small startups, medium-sized businesses, corporate franchises, and even Fortune 100 companies, Andrew has left an indelible mark on the industry. He has lent his expertise to esteemed organizations such as accesso, ChannelMix, Darden Restaurants, AMC Theatres, Claire's, AutoZone, and Sprint. Collaborating with these teams, Andrew played a pivotal role in developing front-end software solutions, supporting marketing programs such as A/B Testing and Enterprise Class Analytics, and validating data insights that propelled revenues for these companies into the realm of tens of millions.

Through his visionary leadership, Andrew continues to narrow the gap between Marketing and "the IT Department", forging a new era of collaboration where data-driven insights and innovative marketing strategies converge seamlessly. His unwavering commitment to excellence and his uncanny ability to harmonize the realms of technology and marketing make him a true luminary in the digital landscape.

Phillip Michael White

Mr. Phillip White's academic journey began at a young age when he developed a fascination for the natural world and a strong interest in understanding the fundamental principles that govern it. This curiosity led him to pursue a degree in chemistry with a math minor, where he excelled in his studies and demonstrated exceptional aptitude for research. He's a highly accomplished scientist with a passion for chemistry and a distinguished career as a lead lab director. His expertise and contributions to the field have made him a prominent figure in the scientific community, and his research has had a profound impact on various industries. Mr. White then began his journey into the workforce for various companies leading the way in environmental impact studies and sustainability before transitioning to the role of lead lab director. Mr. White has almost a decade of hands-on experience managing greenhouses and extraction facilities following a strict set of operating procedures and safety protocols, maintaining the highest quality extracts and products available. Mr. White was essential in maintaining market trends and bringing several popular concentrate varieties to market while maintaining the lowest possible overhead. As a lead lab director, Mr. White oversees a team of talented scientists and technicians, ensuring the smooth operation of the laboratory and driving research projects forward.

Doug Holladay

With a career spanning over 17 years in the field of web development, Doug Holladay is a seasoned professional known for his expertise in managing corporate ecommerce and web development teams and his entrepreneurial success as the owner of Rocket Web Development, a thriving firm specializing in web development, design, and marketing solutions. Doug Holladay earned his Bachelor of Arts in Communication from Brigham Young University-Idaho, laying the foundation for his career in online marketing. Over the years, he has consistently demonstrated a deep understanding of communication strategies and an innate ability to translate ideas into visually appealing and functional web solutions.

In his early career, Doug Holladay honed his skills by working in web development and online marketing roles, where he gained hands-on experience in coding, design principles, and user experience optimization. He has a knack for creating seamless online experiences and has orchestrated the development and maintenance of myriad online properties and ecommerce websites.

Education has always been a priority for Doug, including the need to pass knowledge along to the next generation of web developers/online marketers. As an adjunct professor at Brigham Young University-Idaho, he has shared his knowledge of web development, design, and marketing with aspiring students, fostering their growth in the rapidly evolving digital landscape. Additionally, Doug Holladay has taken his teaching prowess beyond the traditional classroom, spearheading online marketing bootcamps at esteemed institutions including the University of Nevada,

BRANDED LEGACY

Las Vegas (UNLV) and the University of Wisconsin. Through these immersive programs, he has played a pivotal role in equipping emerging professionals with the practical skills and strategic insights necessary to excel in the dynamic world of online marketing.

For the past six years, Doug Holladay has been at the helm of Rocket Web Development, a full-service web development and online marketing firm. As the owner, he has combined his extensive technical knowledge with his entrepreneurial spirit, guiding his team to produce innovative solutions that exceed client expectations.

Doug Holladay is committed to staying at the forefront of industry trends and consistently advancing his skills. His leadership style fosters an environment of collaboration and creativity, allowing Rocket Web Development to consistently deliver outstanding results to a diverse clientele.

Joseph Holladay

Joseph Holladay Holds a BA in Communications (research methods emphasis) from Boise State University. During his undergraduate studies he participated in a controversial research project that critiqued the emerging field of online education. The project was published and had an effect on changing online teaching methods at the university. He was chosen by the students to serve the university in the capacity of senate pro tempore and associated student body president, where he presided over a multi million dollar budget, and dedicated that capital to make many improvements that students still enjoy today. This also gave him an opportunity to serve on a bevy of university committees, many of which he chaired.

After college Joseph chose to be an advocate for plant based medicinals, leading to a career in which he has helped develop many techniques for the growing, harvesting, curing, extraction and distillation of alkaloid containing materials, leading to the formulation of a multitude of plant and fungi based products.

Of particular interest is his work with terpene formulations where his pioneering efforts have lead to over 23 unique formulations with targeted medicines ranging from anti mutagen (cancer therapy), to pain relief, anti anxiety, neuro-protectants, stimulants and sedative/sleep aids among numerous others. After a life of searching for treatments to help those around him find safe effective medicinals, Joseph is very excited to find and be able to serve in a company that shares this same vision.

Executive Compensation

	<i>Year</i>	<i>Salary (1) Bonus (2)</i>	<i>Stock Awards</i>	<i>All Other Comp.</i>	<i>Total</i>
David Oswald /CEO Chairman	2023	\$91,000	0	N/A	
Andrew Seelund / Director	2023		0	N/A	
Steven Augustine / Director	2023		0	N/A	
Phillip White / Director	2023	80,000	0	N/A	

BRANDED LEGACY

Douglas Holladay	2023	80,000	0	N/A	
Joseph Holladay	2023	80,000	0	N/A	

B. None of these persons have, in the last five years, been subject to any legal or disciplinary action by any legal authority, including the SEC.

10) Issuer Certification

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.

Principal Executive Officer:

I, David Oswald certify that:

1. I have reviewed this Disclosure Statement for Branded Legacy, 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.

5/15/2024

/s/David Oswald

Principal Financial Officer:

I, David Oswald certify that:

1. I have reviewed this Disclosure Statement for Branded Legacy, 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.

5/15/2024

/s/ David Oswald