

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Gold Entertainment Group, Inc.

2412 Irwin Street  
Melbourne  
FL 32901

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561-210-7553  
WWW.GOLDENTERTAINMENT.COM  
info@GoldEntertainment.com  
SIC Code: 5047

## Amended Annual Report

For the period ending 31 January 2024 (the "Reporting Period")

### Outstanding Shares

The number of shares outstanding of our Common Stock was:

16,812,000,513 as of Jan 31, 2024  
16,812,000,513 as of Oct 31, 2023  
16,812,000,513 as of July 31, 2023  
9,621,501,513 as of April 30, 2023  
9,621,501,513 as of 31 January 2023  
9,181,501,513 as of 31 January 2022

### Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes:  No:

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes:  No:

### Change in Control

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

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<sup>1</sup> "Change in Control" shall mean any events resulting in:

- (i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

Yes:  No:

**1) Name and address(es) of the issuer and its predecessors (if any)**

In answering this item, provide the current name of the issuer any names used by predecessor entities, along with the dates of the name changes.

The name of the Issuer is Gold Enterprise Group, Inc. as of March 14, 2023  
The name of the Issuer is Gold Entertainment Group, Inc. April 2002-Jan 31, 2023 (the reporting period)  
Former name Advanced Medical Technologies, Inc. 1999-2002

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Florida up to March 14, 2023 then Wyoming

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:

2412 Irwin St., Melbourne, FL, 32901

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

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

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

No:  Yes:  If Yes, provide additional details below:

**2) Security Information**

**Transfer Agent**

Name: Securities Transfer Corporation  
Phone: (469)633-0101  
Email: info@stctransfer.com  
Address: 2901 N. Dallas Parkway #380 Plano, TX, 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:	GEGP
Exact title and class of securities outstanding:	COMMON
CUSIP:	<u>38059X206</u>
Par or stated value:	0.0001
Total shares authorized:	<u>25,000,000,000 as of date: January 31, 2024</u>
Total shares outstanding:	<u>16,923,001,513 as of date: January 31, 2024</u>
Total number of shareholders of record:	<u>101 as of date: January 31, 2024</u>

*All additional class(es) of publicly quoted or traded securities (if any):*

None.

**Other classes of authorized or outstanding equity securities:**

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g. preferred shares). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Exact title and class of securities outstanding:	PREFERRED SERIES A
CUSIP:	n/a
Par or stated value:	none
Total shares authorized:	<u>2,000,000 as of date: January 31, 2024</u>
Total shares outstanding:	<u>2,000,000 as of date: January 31, 2024</u>
Total number of shareholders of record:	<u>1 as of date: January 31, 2024</u>

Exact title and class of securities outstanding:	PREFERRED SERIES B
CUSIP:	n/a
Par or stated value:	\$1.00
Total shares authorized:	<u>75,000 as of date: January 31, 2024</u>
Total shares outstanding:	<u>0 as of date: January 31, 2024</u>
Total number of shareholders of record:	<u>0 as of date: January 31, 2024</u>

**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.**

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.**

One Hundred votes per PREFERRED SERIES A Shares.

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

PREFERRED SERIES B Shares are convertible to Common Shares, at shareholders discretion, at 50% of 5-day trading average prior to conversion.

**4. Describe any material modifications to the rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None.

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.**

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

#### A. Changes to the Number of Outstanding Shares

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance									
Date 1-31-2022 Common: 9,181,501,513 Preferred A 2,000,000 Preferred B 55,000									
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.
01/23/23	New issuance	440,000,000	Common	\$55,000	yes	JODASCO INC. John Schmidt	Conversion from PREFERRED B	Restricted	n/a
05/02/23	New Issuance	3,500,000,000	common	\$350,000	yes	Icelounge Media	Common	Restricted	n/a
05/02/23	New Issuance	3,500,000,000	common	\$350,000	yes	Medworx A Inc	Common	Restricted	n/a
05/02/23	New Issuance	190,500,000	common	\$19,050	yes	Caledonia QOZ Fund Inc	Common	Restricted	n/a
Shares Outstanding on Date of This Report:									
Ending Balance Ending Balance:									
Date <u>01-31-2024</u> Common: 16,812,001,513 Preferred A 2,000,000 issued 0 (nil) Preferred B 75,000 issued 0 (nil)									

**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. <small>*You must disclose the control person(s) for any entities listed.</small>	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

\_\_\_\_\_

**4) Issuer’s Business, Products and Services**

The purpose of this section is to provide a clear description of the issuer’s current operations. (Please ensure that these descriptions are updated on the Company’s Profile on [www.otcmarkets.com](http://www.otcmarkets.com)).

A. Summarize the issuer’s business operations (If the issuer does not have current operations, state “no operations”)

Distribution of orthopedic products.

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

Devon Orthopedic Implants llc.

C. Describe the issuers’ principal products or services.

Medical devices

**5) Issuer’s Facilities**

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

Devon Orthopedic Implants llc. Operates from rented premises in Pennsylvania.

## 6) Officers, Directors, and Control Persons

Using the table below, please provide information, as of the period end date of this report, regarding any officers, or directors of the company, individuals or entities controlling more than 5% of any class of the issuers securities, or any person that performs a similar function, regardless of the number of shares they own. **If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity in the note section.**

Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Names of All Officers, Directors and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Hamon Francis Fytton	President/Director	Melbourne, FL	3,309,500,000	Common	34.4%	n/a
James Kander (1)	Officer/Director	Melbourne, FL	2,000,000	Preferred A	100%	n/a
Cathy Julian	Secretary/Treasurer/Director	Melbourne, FL	nil	n/a	n/a	n/a
Robert Schlegel (1)	Shareholder	Melbourne, FL	2,000,000	Preferred A	100%	n/a
Calvin Wong (1)	Shareholder	Melbourne, FL	2,000,000	Preferred A	100%	n/a
Ed Wong (1)	Shareholder	Melbourne, FL	2,000,000	Preferred A	100%	n/a

\*(1) Shares owned through Icelounge Media, Inc.

## 7) Legal/Disciplinary History

A. Identify whether any of the persons or entities listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None.

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

None.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None.

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.

No

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.

No

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.
- 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.

Securities Counsel (must include Counsel preparing Attorney Letters).

Thomas C Cook  
10470 W. CHEYENNE AVE., SUITE 115 PMB303  
Las Vegas, NV 89129  
702-524-  
9151

Accountant or Auditor

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

Investor Relations

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

*All other means of Investor Communication:*

Twitter: \_\_\_\_\_  
Discord: \_\_\_\_\_  
LinkedIn \_\_\_\_\_  
Facebook: \_\_\_\_\_  
[Other ] \_\_\_\_\_

#### Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### **9) Financial Statements**

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

Name: Hamon Fytton  
Title: President/Director  
Relationship to Issuer: Shareholder President/Director

B The following financial statements were prepared in accordance with:

IFRS  
 U.S. GAAP

B. The following financial statements were prepared by (name of individual)<sup>2</sup>:

Name: Hamon Fytton  
Title: President/Director  
Relationship to Issuer: Shareholder, President and Director.

Describe the qualifications of the person or persons who prepared the financial statements:  
experienced in SEC & OTC filings.

Provide the following financial statements for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- a. Audit letter, if audited;
- b. Balance Sheet;
- c. Statement of Income;
- d. Statement of Cash Flows;
- e. Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- f. Financial Notes

Important Notes:

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<sup>2</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.



- Financial statements must be “machine-readable”. Do not publish images/scans of financial statements.
- All financial statements for a fiscal period must be published together with the disclosure statement in one Annual or Quarterly Report.

## 10) Issuer Certification

### *Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Hamon Fytton certify that:

1. I have reviewed this Disclosure Statement for Gold Entertainment Group, 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.

30 June 2024

/s/ Hamon Fytton

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

### *Principal Financial Officer:*

I, Cathy Julian certify that:

1. I have reviewed this Disclosure Statement for Gold Entertainment Group, 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.

30 June 2024

/s/ Cathy Julian

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

GOLD ENTERTAINMENT GROUP, INC. & SUBSIDIARY  
FINANCIAL STATEMENTS for the Period Ending January 31, 2024  
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GOLD ENTERTAINMENT GROUP, INC

Balance Sheet ... .. for the period Ending January 31, 2024  
Statement of Cash Flows ... .. for the period Ending January 31, 2024  
Profit and Loss ... .. for the period Ending January 31, 2024  
Statement of Shareholders Equity.....for the period Ending January 31, 2024

Notes to Financials Statements ... .. for the period Ending January 31, 2024

GOLD ENTERTAINMENT INC  
(Unaudited) (Stated in US Dollars)  
Year End January 31, 2024

	For the 12 months Jan 31, 2024 (Unaudited)	For 12 months Jan 31, 2023 (Unaudited)
<b>Assets</b>		
<b>Current Assets</b>		
Cash	\$ 72,832	63,710
Accounts receivable	26,142	1,203
Inventory		1,600
Other		90,993
<i>Total Current Assets</i>	98,974	157,506
<b>Property, Plant, &amp; Equipment</b>		
Equipment		
Less: Accum. Dep. -- Equipment		
<i>Total Property, Plant, &amp; Equipment</i>	-	-
<i>Total Assets</i>	98,974	157,506
<b>Liabilities and Stockholder's Equity</b>		
<b>Current Liabilities</b>		
Accounts Payable	43,400	4,148
Accrued Expenses	85,850	85,850
Note Payable	223,245	232,840
<i>Total Current Liabilities</i>	352,495	322,838
<b>Long-Term Liabilities</b>		
Notes Payable		
<i>Total liabilities</i>		
<b>Stockholder's Equity</b>		
Common Stock \$.0001 par value 25,000,000 shares authorized issued 16,812,001,513	1,681,200	973,150
Additional Paid in Capital	1,696,524	2,254,576
Accumulated deficit Devon	(3,631,245)	(3,393,058)
<i>Total Stockholder's Equity</i>	(253,521)	(165,332)
<i>Total Liabilities &amp; Stockholder's Equity</i>	98,974	157,506

The accompanying notes are an integral part of these financial statements

GOLD ENTERTAINMENT INC  
CONSOLIDATED INCOME STATEMENT  
(Unaudited) (Stated in US Dollars)  
For Year end Jan 31, 2024

	For the 12 months Jan 31, 2024 (Unaudited)	For 12 months Jan 31, 2023 (Unaudited)
Cash flows from operating expenses		
Net income	\$ 15,613	\$ (145,187)
(Accumulated income for the year)		
Adjustments-		
Depreciation expense		
Gain/Loss on sale of equipment		
Change in Accounts Receivable	(24,939)	(26,649)
Change in inventory	1,600	(6,823)
Change in Accounts payable	39,252	39,934
Change in accrued expenses	9,595	
Other		90,401
<i>Net cash provided by operating activities</i>	25,508	96,863
Cash flows from investing activities		
Investing activities	(203,141)	
Sale of Equipment		
Purchase of Equipment		
<i>Net cash used by investing activities</i>	(203,141)	-
Cash flows from financing activities		
Issuance of Common Stock	710,950	
Additional paid in capital	(558,052)	
Change in Note Payable		9,595
Acquisition of Devon adjustment		(13,385)
<i>Net cash used by financing activities</i>	152,898	(3,790)
Net increase/decrease in cash	(9,122)	(52,114)
Cash at beginning of period (restated)	\$63,710	\$11,596
Cash at end of period	\$72,832	\$63,710

The accompanying notes are an integral part of these financial statements

**GOLD ENTERTAINMENT INC**  
**INCOME STATEMENT**

	For the 12 months Jan 31, 2024 (Unaudited)		For the 12 months Jan 31, 2023 (Unaudited)	
Sales	<u>\$524,811</u>		<u>711,650</u>	
Net Sales	524,811	100.00%	711,650	100.00%
Cost of Goods Sold	<u>257,847</u>	<u>49.13%</u>	<u>534,504</u>	<u>75.11%</u>
Gross Margin	266,964	50.87%	177,146	24.89%
Rents	52,001	9.91%	6,833	0.96%
Tax	1,413	0.27%		0.00%
Advertisement	739	0.14%		0.00%
Payroll	158,374	30.18%	161,166	22.65%
Bank fees	7,354	1.40%	38,474	5.41%
Commissions		0.00%	18,621	2.62%
Computer		0.00%		0.00%
Depreciation		0.00%		
Insurance	7,661	1.46%	1,420	0.20%
Legal	5,000	0.95%	97,525	13.70%
Meals	80	0.02%	14,910	2.10%
Office expense	3,614	0.69%	1,151	0.16%
Contractor fees		0.00%		0.00%
Supplies	12,805	2.44%		0.00%
Education		0.00%		0.00%
Travel	1,563	0.30%		0.00%
Utilities	747	0.14%		0.00%
Misc	0	0.00%	19,543	2.75%
Total SG&A	<u>251,351</u>	<u>47.89%</u>	<u>359,643</u>	<u>50.54%</u>
Net Income	<u>15,613</u>	<u>2.97%</u>	<u>(182,497)</u>	<u>-25.64%</u>

The accompanying notes are an integral part of these financial statements

GOLD ENTERTAINMENT GROUP INC.  
Statement of Retained Earnings  
(Unaudited) (Stated in US Dollars)  
From inception (1999 to Jan 31, 2024)

	Preferred Class A No Par	Preferred Class A \$1 Par	Common Shares Par Value	Dollar Value	Paid in Capital	Retained Deficit	Total Equity
Balances January 31, 2023	2,000,000	55,000	9,621,501,513	962,150	2,028,888	(3,311,404)	(320,366)
Carry over Devon						(222,914)	(222,914)
Net Loss During Period						(21,931)	(21,931)
<b>Equity Balance as of April 30, 2023</b>	<b>2,000,000</b>	<b>55,000</b>	<b>9,621,501,513</b>	<b>962,150</b>	<b>2,028,888</b>	<b>(3,556,249)</b>	<b>(565,211)</b>
Net Loss During Period						(49,963)	(49,963)
Issuance Caledonia			190,500,000	19,050	(19,050)		
Issuance Icelounge			3,500,000,000	350,000	(350,000)		
Issuance Medworx A			3,500,000,000	350,000	(350,000)		
<b>Equity Balance as of July 31, 2023</b>	<b>2,000,000</b>	<b>55,000</b>	<b>16,812,001,513</b>	<b>1,681,200</b>	<b>1,309,838</b>	<b>(3,606,212)</b>	<b>(615,174)</b>
Net Loss During Period						(40,646)	(40,646)
<b>Equity Balance as of Oct 31, 2023</b>	<b>2,000,000</b>	<b>55,000</b>	<b>16,812,001,513</b>	<b>1,681,200</b>	<b>1,309,838</b>	<b>(3,646,858)</b>	<b>(655,820)</b>
Net Income During Period						15,613	15,613
Additional Adjustment Devon				15,324			
<b>Equity Balance as of Jan 31, 2024</b>	<b>2,000,000</b>	<b>55,000</b>	<b>16,812,001,513</b>	<b>1,696,524</b>	<b>1,309,838</b>	<b>(3,631,245)</b>	<b>(640,207)</b>

The accompanying notes are an integral part of these financial statements

**GOLD ENTERTAINMENT GROUP, INC**  
**NOTES TO THE FINANCIAL STATEMENTS**

**(Unaudited)**

January 31, 2024

**NOTE 1 - NATURE OF ORGANIZATION AND BASIS OF PRESENTATION**

**Nature of Organization**

Gold Entertainment Group, Inc. ("Gold" or the "Company") was originally incorporated in the State of Nevada on February 3, 1999 under the name Advanced Medical Technologies, Inc. The Company was organized formerly for the purpose of establishing a multimedia internet-based communication network between the healthcare industry manufacturers and the key base managers in the medical field to advertise and promote the manufacturers's products. As a result of the abandonment of its patent rights and termination of its previous consulting agreements, as of March 26, 2002, the Company decided not to pursue its previous business plan involving multimedia internet bases. On March 26, 2002, the Company consummated a "reverse acquisition" and changed its name to Gold Entertainment Group, Inc. On August 28, 2007, the Company filed a certificate of domestication with the State of Florida whereby the Company became a Florida corporation. Simultaneously, the Company's capital structure was increased to 25,000,000,000 common shares having a par value of \$0.0001 per share and 50,000,000 preferred shares having no par value per share.

**Basis of Presentation**

The consolidated financial statements included herein have been prepared by the Company in accordance with accounting principles generally accepted in the United States of America ("GAAP").

**Reclassifications**

Certain reclassifications were made to the prior year consolidated financial statements to conform to current year presentations. There was no effect on loss per share.

**NOTE 2 - GOING CONCERN**

Gold's financial statements have been presented on the basis that it is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. Gold has accumulated net losses through January 31, 2024 in the amount of \$3,651,472. This factor raises substantial doubt as to Gold's ability to obtain debt and/or equity financing and achieve profitable operations.

Gold's management intends to raise additional operating funds through equity and/or debt offerings. However, there can be no assurance management will be successful in its endeavors. Ultimately, Gold will need to achieve profitable operations in order to continue as a going concern.

There are no assurances that Gold will be able to either (1) achieve a level of revenues adequate to generate sufficient cash flow from operations; or

(2) obtain additional financing through either private placement, public offerings and/or bank financing necessary to support Gold's working capital requirements. To the extent that funds generated from operations and any private placements, public offerings and/or bank financing are insufficient, Gold will have to raise

additional working capital. No assurance can be given that additional financing will be available, or if available, will be on terms acceptable to the Company. If adequate working capital is not available, Gold may be required to curtail its operations.

### **NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES**

#### **Use of estimates**

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities and assets at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Significant estimates include the valuation allowance on deferred tax assets.

#### **Cash and Cash Equivalents**

The Company considers all short-term highly liquid investments with an original maturity at the date of purchase of three months or less to be cash equivalents..

#### **Fair Value of Financial Instruments**

The Company follows FASB ASC 820, Fair Value Measurements and Disclosures, which provides a framework for measuring fair value under GAAP. Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The standard also expands disclosures about instruments measured at fair value and establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1 - Quoted prices for identical assets and liabilities in active markets;

Level 2 - Quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets; and;

Level 3 - Valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.

The carrying amounts of financial instruments, including cash and cash equivalents, accounts payable, accrued expenses, and the amounts due to related parties, approximated fair value as of January 31, 2024 and January 31, 2023 because of the relative short-term nature of these instruments.

#### **Shares for Services and Other Assets**

The Company accounts for stock-based compensation based on the fair value of all option grants or stock issuances made to employees or directors on or after its implementation date, as well as a portion of the fair value of each option and stock grant made to employees or directors prior to the implementation date that represents the unvested portion of these share-based awards as of such implementation date, to be recognized as an expense, as codified in ASC 718. The Company calculates stock option-based compensation by estimating the fair value of each option as of its date of grant using the Black-Scholes option-pricing model. These amounts are expensed over the respective vesting periods of each award using the straight-line attribution method. Compensation expense is recognized only for those awards that are expected to vest, and as such, amounts have been reduced by estimated forfeitures. The Company has historically issued stock



options and vested and no vested stock grants to employees and outside directors whose only condition for vesting has been continued employment or service during the related vesting or restriction period.

### **Income taxes**

The Company accounts for income taxes under an asset and liability approach. This process involves calculating the temporary and permanent differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The temporary differences result in deferred tax assets and liabilities, which would be recorded on the Company's balance sheets in accordance with ASC 740, which established financial accounting and reporting standards for the effect of income taxes. The Company must assess the likelihood that its deferred tax assets will be recovered from future taxable income and, to the extent the Company believes that recovery is not likely, the Company must establish a valuation allowance. Changes in the Company's valuation allowance in a period are recorded through the income tax provision on the statements of operations.

ASC 740-10 clarifies the accounting for uncertainty in income taxes recognized in an entity's financial statements and prescribes a recognition threshold and measurement attributes for financial statement disclosure of tax positions taken or expected to be taken on a tax return. Under ASC 74010, the impact of an uncertain income tax position on the income tax return must be recognized at the largest amount that is more-likely-than-not to be sustained upon audit by the relevant taxing authority. An uncertain income tax position will not be recognized if it has less than a 50% likelihood of being sustained. Additionally, ASC 740-10 provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure and transition.

### **Basic and Diluted Net Loss Per Common Share**

Basic net loss per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period. Diluted net loss per common share is computed by dividing the net loss by the weighted average number of common shares outstanding for the period and, if dilutive, potential common shares outstanding during the period. Potentially dilutive securities consist of the incremental common shares issuable upon exercise of stock options and convertible debt and equity instruments, and are excluded from the computation if their effect is anti-dilutive. There were no potentially dilutive items outstanding during the years ended January 31, 2024 and January 31, 2023, respectively.

### **Concentrations of Credit Risk**

Financial instruments, which potentially subject the Company to concentrations of credit risk, consist principally of cash. The Company has not experienced any losses in such accounts and believes it is not exposed to any risks on its cash in bank accounts.

### **Recently Issued Accounting Standards**

From time to time, new accounting pronouncements are issued by FASB that are adopted by the Company as of the specified effective date. If not discussed, management believes that the impact of recently issued standards, which are not yet effective, will not have a material impact on the Company's financial statements upon adoption. No new pronouncements that would affect these financial statements had been issued during or subsequent to the issuance of these financial statements.

#### **NOTE 4 - RELATED PARTY TRANSACTIONS**

From time to time the controlling shareholder makes advances and get repayments as available. During the year ended January 31, 2024 and 2023 these advances (repayments) totaled \$3,334 at January 31, 2024 and \$60,000 for January 31, 2023. On 21 January, 2023 the CFO converted 55,000 shares of Class B Preferred stock into 440,000,000 common shares for the benefit of a third party.

#### **NOTE 5 - STOCKHOLDERS' DEFICIT**

##### **Common Stock**

The Company is authorized to issue 25,000,000,000 shares of common stock, \$.0001 par value. There were 16,812,001,513 and 9,181,501,513 shares issued and outstanding at January 31, 2024 and 2023, respectively.

##### **Preferred Stock**

The Company is authorized to issue 50,000,000 shares of preferred stock as described below:

Total Series Class A Preferred Stock, 25,000,000 shares authorized, no par value. 2,000,000 shares issued and outstanding at July 31, 2024 and 2023. Such shares were issued, in prior years, at a de minimis value. Voting as 5,000 shares of common stock for each preferred share outstanding. No dividends. Convertible in the same proportion as voting rights.

Class B Preferred stock, 75,000 shares authorized, \$1.00 stated value. There were 0 (nil) shares and 55,000 shares issued and outstanding at January 31, 2024 and 2023, respectively. On 21 January, 2023 the CFO had converted 55,000 shares of Class B Preferred stock into 440,000,000 common shares for the benefit of a third party (see attached report).

#### **NOTE 6 - COMMITMENTS AND CONTINGENCIES**

##### **Legal Matters**

From time to time, we may be involved in litigation relating to claims arising out of our operations in the normal course of business. As of January 31, 2024 and 2023, there were no pending or threatened lawsuits that could reasonably be expected to have a material effect on the results of our operations.

There are no proceedings in which any of our directors, officers or affiliates, or any registered or beneficial shareholder, is an adverse party or has a material interest adverse to our interest.

#### **NOTE 7 - SUBSEQUENT EVENTS**

The Company signed an agreement on December 31, 2022, to acquire 51% of Devon Orthopedic Implants, LLC ("ORTHO") a Delaware limited liability company with offices in Pennsylvania. ORTHO is an operating company and will become a subsidiary of GOLD effective January 31, 2023.

The acquisition involved three parties, with GOLD acquiring majority control, one party selling their percentage of the company and the other remaining with 49% ownership. This other party is EXLITES HOLDINGS INTERNATIONAL INC. a New Mexico corporation with a public trading symbol of EXHI.

Under the terms of the agreement GOLD has agreed to issue a total of two-hundred fifty thousand SERIES B PREFERRED SHARES (250,000) in return for its 51% equity interest in ORTHO. As of the reporting period of this report, 31 January 2024, GOLD was unable to issue these shares because of a delay in increasing the authorized number of Preferred SERIES B shares.

GOLD had applied to change its state of incorporation from Florida to Wyoming. The change went effective March 14, 2023. In conjunction with this move GOLD restated its share designations and increased the authorized Preferred shares to six million (6,000,000) for all classes. The SERIES B shares were increased from seventy-five thousand (75,000) to one million (1,000,000) authorized to enable GOLD to complete the acquisition of ORTHO and other companies in the future.

With the move to Wyoming, the Company also changed its name to GOLD ENTERPRISE GROUP, INC. to better reflect its expanded business operations. The Company will file a FINRA corporate action notice for the name change and request that it retain its CUSIP number and stock symbol.

As of the date of filing of this report the Company's Transfer Agent has been authorized to issue the shares to complete the acquisition of ORTHO.