

## **GSDT FINTECH GROUP INC.**

13935 Lynmar Blvd., Tampa, FL 33626

813-240-4086

saeb@jannoun.com

SIC Code - 8748

# Quarterly Report

For the period ending June 30, 2024

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

1,505,194,845 as of June 30, 2024 *(Current Reporting Period Date or More Recent Date)*

1,505,194,845 as of December 31, 2023 *(Most Recent Completed Fiscal Year End)*

### **Shell Status**

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

Yes:  No:

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

Yes:  No:

### **Change in Control**

Indicate by check mark whether a Change in Control<sup>4</sup> of the company has occurred during this reporting period:

Yes:  No:

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<sup>4</sup> "Change in Control" shall mean any events resulting in:

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

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

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

|                                       |                              |
|---------------------------------------|------------------------------|
| October 28, 2020 to Present           | GSDT Fintech Group Inc.      |
| February 18, 2009 to October 28, 2020 | The Evermedia Group          |
| August 28, 2007 to February 18, 2009  | Dynamite Media Holdings, Inc |

Current State and Date of Incorporation or Registration: Nevada on August 28, 2007  
Standing in this jurisdiction: (e.g. active, default, inactive): Active

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

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

None

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

None

Address of the issuer's principal executive office:

13935 Lynmar BLvd., Tampa, FL 33626

Address 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:

On January 27, 2020, the District Court for Clark County, Nevada, entered an order appointing a custodian for the issuer. The Custodianship was terminated on March 25, 2020.

**2) Security Information**

**Transfer Agent**

Name: Olde Monmouth Stock Transfer  
Phone: 732-872-2727  
Email: matt@oldemonmouth.com  
Address: 200 Memorial Pkwy, Atlantic Highlands, NJ 07716

**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:                                  | <u>GSDT</u>          |                                  |
| Exact title and class of securities outstanding: | <u>Common</u>        |                                  |
| CUSIP:   | <u>36263B 101</u>    |                                  |
| Par or stated value:                             | <u>\$0.001</u>       |                                  |
| Total shares authorized:                         | <u>2,000,000,000</u> | as of date: <u>June 30, 2024</u> |
| Total shares outstanding:                        | <u>1,505,194,845</u> | as of date: <u>June 30, 2024</u> |
| Total number of shareholders of record:          | <u>271</u>           | as of date: <u>June 30, 2024</u> |

*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:  | <u>Series A Preferred Stock</u> |                                  |
| Par or stated value:                    | <u>\$0.0001</u>                 |                                  |
| Total shares authorized:                | <u>100,000,000</u>              | as of date: <u>June 30, 2024</u> |
| Total shares outstanding:               | <u>100,000,000</u>              | as of date: <u>June 30, 2024</u> |
| Total number of shareholders of record: | <u>1</u>                        | as of date: <u>June 30, 2024</u> |

|   |                                 |                                  |
|---|---------------------------------|----------------------------------|
| Exact title and class of the security:  | <u>Series B Preferred Stock</u> |                                  |
| Par or stated value:                    | <u>\$0.0001</u>                 |                                  |
| Total shares authorized:                | <u>4,000,000</u>                | as of date: <u>June 30, 2024</u> |
| Total shares outstanding:               | <u>3,500,000</u>                | as of date: <u>June 30, 2024</u> |
| Total number of shareholders of record: | <u>1</u>                        | as of date: <u>June 30, 2024</u> |

*Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.*

\_\_\_\_\_

**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 have one vote per share. No other rights or privileges.

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

The Series A Convertible Preferred Stockholders are entitled to 15 shares of Common Stock for each share of Series A Convertible Preferred Stock owned and they are not entitled to dividends.

One share of Series B preferred is convertible into 1,000 shares of common stock at the option of the holder.

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

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.

3) Issuance History

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

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

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

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

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

| Shares Outstanding <u>Opening Balance:</u><br>Date <u>December 31, 2021</u><br>Common: <u>1,500,194,845</u><br>Preferred: <u>Series A preferred - 100,000,000</u><br>Preferred: <u>Series B preferred - 3,500,000</u> |  |  | *Right-click the rows below and select "Insert" to add rows as needed. |   |  |  |  |   |                                 |
|---|--|--|--|---|--|--|--|---|---------------------------------|
| Date of Transaction   | Transaction type (e.g., new issuance, cancellation, shares returned to treasury) | Number of Shares Issued (or cancelled) | Class of Securities  | Value of shares issued (\$/per share) at Issuance | Were the shares issued at a discount to market price at the time of issuance? (Yes/No) | Individual/ Entity Shares were issued to.<br><br>***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. |
| 6/17/2022   | New Issuance   | 1,000,000                              | common   | \$0.06  | No   | Samer Kalash   | Acquisition cost   | Restricted                                    | 144                             |

|  |              |           |        |        |       |              |                  |            |       |
|--|--------------|-----------|--------|--------|-------|--------------|------------------|------------|-------|
| 6/17/2022  | New Issuance | 4,000,000 | common | \$0.06 | No    | Mahmoud Jrab | Acquisition cost | Restricted | 144   |
| _____  | _____        | _____     | _____  | _____  | _____ | _____        | _____            | _____      | _____ |
| Shares Outstanding on Date of This Report:         |              |           |        |        |       |              |                  |            |       |
| Ending Balance:                                    |              |           |        |        |       |              |                  |            |       |
| Date <u>June 30, 2024</u>                          |              |           |        |        |       |              |                  |            |       |
| Common: <u>1,505,194,845</u>                       |              |           |        |        |       |              |                  |            |       |
| Preferred: <u>Series A preferred - 100,000,000</u> |              |           |        |        |       |              |                  |            |       |
| Preferred: <u>Series B preferred - 3,500,000</u>   |              |           |        |        |       |              |                  |            |       |

**Example:** A company with a fiscal year end of December 31<sup>st</sup> 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

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

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

\_\_\_\_\_

## B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities :

No:  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.<br>*** You must disclose the control person(s) for any entities listed. | Reason for Issuance (e.g. Loan, Services, etc.) |
|-----------------------|--------------------------|-----------------------------------|-----------------------|---------------|--|---|---|
| 2/24/2022             | \$49,051                 | \$42,000                          | \$7,889               | 2/24/2027     | \$0.05 per share   | Thiry 05, LLC – Saeb Jannoun  | Loan  |
| 6/25/2022             | \$28,534                 | \$25,000                          | \$4,033               | 6/25/2027     | \$0.05 per share   | Thiry 05, LLC – Saeb Jannoun  | Loan  |
| 8/25/2022             | \$18,048                 | \$16,000                          | \$2,367               | 8/25/2027     | \$0.05 per share   | Thiry 05, LLC – Saeb Jannoun  | Loan  |
| 12/27/2022            | \$40,152                 | \$36,475                          | \$4,405               | 12/27/2027    | \$0.05 per share   | Thiry 05, LLC – Saeb Jannoun  | Loan  |
| 3/30/2023             | \$18,908                 | \$17,500                          | \$1,758               | 3/30/2028     | \$0.05 per share   | Thiry 05, LLC – Saeb Jannoun  | Loan  |
| 5/25/2023             | \$12,284                 | \$11,500                          | \$1,013               | 5/25/2028     | \$0.05 per share   | Thiry 05, LLC – Saeb Jannoun  | Loan  |
| 9/15/2023             | \$15,025                 | \$14,400                          | \$912                 | 9/15/2028     | \$0.05 per share   | Thiry 05, LLC – Saeb Jannoun  | Loan  |

|            |          |          |       |            |                         |                                     |             |
|------------|----------|----------|-------|------------|-------------------------|-------------------------------------|-------------|
| 12/26/2023 | \$10,415 | \$10,200 | \$418 | 12/26/2028 | <u>\$0.05 per share</u> | <u>Thiry 05, LLC – Saeb Jannoun</u> | <u>Loan</u> |
| 2/9/2024   | \$28,313 | \$28,000 | \$871 | 2/9/2029   | <u>\$0.05 per share</u> | <u>Thiry 05, LLC – Saeb Jannoun</u> | <u>Loan</u> |
| 6/3/2024   | \$4,000  | \$4,000  | \$24  | 6/3/2029   | <u>\$0.05 per share</u> | <u>Thiry 05, LLC – Saeb Jannoun</u> | <u>Loan</u> |

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

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

\_\_\_\_\_

#### 4) Issuer's Business, Products and Services

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

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

Our Company is the sole owner of a number of Web 3.0 and NFT ventures. One such property is Nitroball, an NFT-based platform focused on international soccer, which features an online tokenization system with raffles and various rewards for players. This platform allows players to design custom NFTs based on the soccer teams from their country of choice. We also own and operate an NFT trading platform which allows players to design and create custom NFTs, as well as buy and sell existing NFTs. Development and improvement to our platforms remain ongoing.

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

None

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

See above section 4) A.

#### 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 subleases office space for \$1,000 a month

#### 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.

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 |
|---|---|---|------------------------|--------------------------|---|--|
| Thirty 05 LLC – Saeb Jannoun                          | CEO, Majority Shareholder   | Tampa, FL                               | 3,500,000              | Series B Preferred Stock | 100%                                      | Thirty 05 LLC – Saeb Jannoun                     |
| Thirty 05 LLC – Saeb Jannoun                          | CEO, Majority Shareholder   | Tampa, FL                               | 100,000,000            | Series A Preferred Stock | 100%                                      | Thirty 05 LLC – Saeb Jannoun                     |
| Thirty 05 LLC – Saeb Jannoun                          | CEO, Majority Shareholder   | Tampa, FL                               | 1,499,500,000          | Common                   | 99.62%                                    | Thirty 05 LLC – Saeb Jannoun                     |
| _____   | _____   | _____                                   | _____                  | _____                    | _____                                     | _____  |
| _____   | _____   | _____                                   | _____                  | _____                    | _____                                     | _____  |

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

## 7) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

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

None

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

None

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

None

## **8) Third Party Service Providers**

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](http://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).

Name: Mark Pena  
Address 1: 4230 S MacDill Ave suite I  
Address 2: Tampa, FL 33611  
Phone: (813) 251-1289  
Email: lpena001@tampabay.rr.com

Name: Clifford J. Hunt, Esquire  
Firm: Law Office of Clifford J. Hunt, P.A.

Address 1: 8200 Seminole Boulevard  
Address 2: Seminole, Florida 33772  
Phone: (727) 471-0444  
Email: cjh@huntlawgrp.com

Accountant or Auditor

Name: Rachel Boulds  
Firm: Rachel Boulds, CPA, PLLC  
Address 1: 6371 S Glen Oaks St  
Address 2: Murray, UT, 84107  
Phone: 801-230-3945  
Email: rachelbouldscpa@hotmail.com

Investor Relations

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

*All other means of Investor Communication:*

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

Other Service Providers

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

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

**9) Disclosure & Financial Information**

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

Name: **Rachel Boulds**  
Title: **CPA**

Relationship to Issuer: **Service Provider**

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: **Rachel Boulds**  
Title: Outsourced CPA  
Relationship to Issuer: **Service Provider**

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> **Licensed CPA in the State of Utah.**

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.

**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, Saeb Jannoun certify that:

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<sup>5</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

1. I have reviewed this Disclosure Statement for **GSDT Fintech 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.

August 12, 2024

/s/ Saeb Jannoun

*Principal Financial Officer:*

I, Saeb Jannoun certify that:

1. I have reviewed this Disclosure Statement for **GSDT Fintech 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.

August 12, 2024

/s/ Saeb Jannoun

**GSDT FINTECH GROUP INC.**  
**CONSOLIDATED BALANCE SHEETS**  
**(Unaudited)**

|   | June 30, 2024    | December 31,<br>2023 |
|---|------------------|----------------------|
| <b><u>ASSETS</u></b>  |                  |                      |
| Current Assets:   |                  |                      |
| Cash  | \$ 135           | \$ 183               |
| Other receivable – related party  | 18,826           | —                    |
| Accounts receivable – related party   | 1,500            | 1,500                |
| <b>Total Assets</b>   | <b>\$ 20,461</b> | <b>\$ 1,683</b>      |
| <b><u>LIABILITIES AND STOCKHOLDERS' DEFICIT</u></b>   |                  |                      |
| Current Liabilities:  |                  |                      |
| Accrued interest – related party  | \$ 23,689        | \$ 16,153            |
| Other payables – related parties  | 30,075           | 11,384               |
| Accruals  | 26,000           | 20,000               |
| <b>Total Current Liabilities</b>  | <b>79,764</b>    | <b>47,537</b>        |
| Non-Current Liabilities:  |                  |                      |
| Loans payable – related party   | 205,075          | 173,075              |
| <b>Total Liabilities</b>  | <b>284,839</b>   | <b>220,612</b>       |
| Commitments and contingencies   | —                | —                    |
| <b><u>Stockholders' Deficit:</u></b>  |                  |                      |
| Series A Preferred Stock, par value \$0.0001, 100,000,000 shares authorized;<br>100,000,000 shares issued and outstanding | 10,000           | 10,000               |
| Series B Preferred Stock, par value \$0.0001, 4,000,000 shares authorized;<br>3,500,000 shares issued and outstanding     | 350              | 350                  |
| Common Stock, par value \$0.0001, 2,000,000,000 shares authorized;<br>1,505,194,845 shares issued and outstanding         | 150,519          | 150,519              |
| Additional paid-in capital  | 13,312,457       | 13,312,457           |
| Accumulated deficit   | (13,737,704)     | (13,692,255)         |
| <b>Total Stockholders' Deficit</b>  | <b>(264,378)</b> | <b>(196,614)</b>     |
| <b>Total Liabilities and Stockholders' Deficit</b>  | <b>\$ 20,461</b> | <b>\$ 1,683</b>      |

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

**GSDT FINTECH GROUP INC.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**(Unaudited)**

|  | For the Three Months Ended<br>June 30, |                      | For the Six Months Ended<br>June 30, |                      |
|--|--|----------------------|--------------------------------------|----------------------|
|  | 2024                                   | 2023                 | 2024                                 | 2023                 |
| <b>Operating Expenses:</b>   |  |                      |                                      |                      |
| General and administrative   | \$ 28,233                              | \$ 27,099            | \$ 37,913                            | \$ 44,325            |
| <b>Total operating expenses</b>  | <b>28,233</b>                          | <b>27,099</b>        | <b>37,913</b>                        | <b>44,325</b>        |
| <b>Loss from operations</b>  | <b>(28,233)</b>                        | <b>(27,099)</b>      | <b>(37,913)</b>                      | <b>(44,325)</b>      |
| <b>Other expense:</b>  |  |                      |                                      |                      |
| Interest expense   | (4,033)                                | (2,326)              | (7,536)                              | (4,810)              |
| <b>Total expense income</b>  | <b>(4,033)</b>                         | <b>(2,326)</b>       | <b>(7,536)</b>                       | <b>(4,810)</b>       |
| <b>Net Loss</b>  | <b>\$ (32,266)</b>                     | <b>\$ (29,425)</b>   | <b>\$ (45,449)</b>                   | <b>\$ (49,135)</b>   |
| <b>Loss per share, basic and diluted</b>                                     | <b>\$ (0.00)</b>                       | <b>\$ (0.00)</b>     | <b>\$ (0.00)</b>                     | <b>\$ (0.00)</b>     |
| <b>Weighted average common<br/>shares outstanding, basic and<br/>diluted</b> | <b>1,505,194,845</b>                   | <b>1,505,194,845</b> | <b>1,505,194,845</b>                 | <b>1,505,194,845</b> |

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

**GSDT FINTECH GROUP INC.**  
**CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT**  
**For the Three and Six Months Ended June 30, 2024 and 2023**  
**(Unaudited)**

|                            | Series A<br>Preferred Stock |                  | Series B<br>Preferred Stock |               | Common Stock         |                   | Paid in<br>Capital   | Accumulated<br>Deficit | Total<br>Stockholders'<br>Deficit |
|----------------------------|-----------------------------|------------------|-----------------------------|---------------|----------------------|-------------------|----------------------|------------------------|-----------------------------------|
|                            | Shares                      | Amount           | Shares                      | Amount        | Shares               | Amount            |                      |                        |                                   |
| Balance, December 31, 2023 | 100,000,000                 | \$ 10,000        | 3,500,000                   | \$ 350        | 1,505,194,845        | \$ 150,519        | \$ 13,312,457        | \$ (13,692,255)        | \$ (218,929)                      |
| Net loss                   | —                           | —                | —                           | —             | —                    | —                 | —                    | (13,183)               | (13,183)                          |
| Balance, March 31, 2024    | 100,000,000                 | 10,000           | 3,500,000                   | 350           | 1,505,194,845        | 150,519           | 13,312,457           | (13,705,438)           | (232,112)                         |
| Net loss                   | —                           | —                | —                           | —             | —                    | —                 | —                    | (32,266)               | (32,266)                          |
| Balance, June 30, 2024     | <u>100,000,000</u>          | <u>\$ 10,000</u> | <u>3,500,000</u>            | <u>\$ 350</u> | <u>1,505,194,845</u> | <u>\$ 150,519</u> | <u>\$ 13,312,457</u> | <u>\$ (13,737,407)</u> | <u>\$ (264,378)</u>               |

|                            | Series A<br>Preferred Stock |                  | Series B<br>Preferred Stock |               | Common Stock         |                   | Paid in<br>Capital   | Accumulated<br>Deficit | Total<br>Stockholders'<br>Deficit |
|----------------------------|-----------------------------|------------------|-----------------------------|---------------|----------------------|-------------------|----------------------|------------------------|-----------------------------------|
|                            | Shares                      | Amount           | Shares                      | Amount        | Shares               | Amount            |                      |                        |                                   |
| Balance, December 31, 2022 | 100,000,000                 | \$ 10,000        | 3,500,000                   | \$ 350        | 1,505,194,845        | \$ 150,519        | \$ 13,312,457        | \$ (13,598,284)        | \$ (124,958)                      |
| Net loss                   | —                           | —                | —                           | —             | —                    | —                 | —                    | (19,710)               | (19,710)                          |
| Balance, March 31, 2023    | 100,000,000                 | 10,000           | 3,500,000                   | 350           | 1,505,194,845        | 150,519           | 13,312,457           | (13,617,994)           | (144,668)                         |
| Net loss                   | —                           | —                | —                           | —             | —                    | —                 | —                    | (29,425)               | (29,425)                          |
| Balance, June 30, 2023     | <u>100,000,000</u>          | <u>\$ 10,000</u> | <u>3,500,000</u>            | <u>\$ 350</u> | <u>1,505,194,845</u> | <u>\$ 150,519</u> | <u>\$ 13,312,457</u> | <u>\$ (13,647,419)</u> | <u>\$ (174,093)</u>               |

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

**GSDT FINTECH GROUP INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(Unaudited)**

|   | For the Six Months Ended<br>June 30, |             |
|---|--------------------------------------|-------------|
|   | 2024                                 | 2023        |
| Cash flows from operating activities:                                       |                                      |             |
| Net Loss  | \$ (45,449)                          | \$ (49,135) |
| Adjustments to reconcile net loss to net cash used in operating activities: |                                      |             |
| Changes in Operating Assets and Liabilities:                                |                                      |             |
| Accounts receivable   | —                                    | 1,500       |
| Other receivable - related parties  | (30,210)                             | 7,684       |
| Other payable– related parties  | 30,075                               | —           |
| Accrued interest– related party   | 7,536                                | 4,810       |
| Accruals  | 6,000                                | 6,000       |
| Net cash used in operating activities                                       | (32,048)                             | (29,141)    |
| Cash flows from investing activities:                                       | —                                    | —           |
| Cash flows from financing activities:                                       |                                      |             |
| Proceeds from note payable – related party                                  | 32,000                               | 29,000      |
| Net cash provided by financing activities                                   | 32,000                               | 29,000      |
| Net change in cash  | (48)                                 | (141)       |
| Cash, beginning of year   | 183                                  | 806         |
| Cash, end of year   | \$ 135                               | \$ 665      |
| Supplemental disclosure of cash flow information:                           |                                      |             |
| Cash paid for taxes   | \$ —                                 | \$ —        |
| Cash paid for interest  | \$ —                                 | \$ —        |

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

**GSDT FINTECH GROUP INC.**  
**NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**  
**June 30, 2024**  
**(Unaudited)**

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

GSDT Fintech Group Inc., a Nevada corporation (“GSDT” or the “Company”), which was incorporated under the laws of Nevada under the name Dynamite Media Holdings, Inc. on August 28, 2007. The Company changed its name to The Evermedia Group, Inc. on February 19, 2009. The Company changed its name to GSDT Fintech Group Inc. on October 28, 2020.

On January 7, 2020, the District Court for Clark County, Nevada, entered an order appointing Small Cap Compliance, LLC, as Custodian for EVRM. On January 8, 2020, Rhonda Keaveney was appointed as interim officer and a sole director.

The Custodian filed a Reinstatement Document to reinstate the company on January 22, 2020. Custodian also filed a Certificate of Designation with the Nevada Secretary of State authorizing 4,000,000 shares as Convertible Preferred Series B Stock (the “Series B Stock”). Series B is entitled to 1,000 votes and 1,000 conversion shares of common stock for every 1 share of Series B Stock owned. The holders of the Series B Stock shall not be entitled to receive dividends.

On March 23, 2020, Rhonda Keaveney resigned as interim officer and director and appointed Robert Chin as sole officer and director, and the Custodianship was terminated on March 25, 2020

On March 23, 2020, the Custodian resigned and appointed a new interim officer and a sole director, Robert Chin.

On November 13, 2020, FINRA approved a corporate action to change the name of the company to GSDT Fintech Group Inc.

On June 9, 2021, QIL entered into a Stock Purchase Agreement whereby, Small Cap Compliance, LLC purchased the controlling block of Convertible Preferred Series B shares.

On November 11, 2021, pursuant to the terms of a Stock Purchase Agreement, Small Cap Compliance, LLC, sold its 100,000,000 shares of Series A Preferred Stock, 3,500,000 shares of Series B Preferred Stock and 100,000,000 shares of common stock to Thirty 05 LLC. The Stock Purchase Agreement resulted in a change of control. Saeb Jannoun was appointed President, CEO and Director of the Company.

GSDT Fintech Group Inc. is a multi-strategy technology company with a focus on developing or acquiring control and/or hold companies with synergies in technology. Currently, the Company is searching/researching for new investment opportunities, with a principal business objective of starting up a new business, acquiring all or part of an existing business and/or a combination with an existing business in the technology sector.

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

*Basis of presentation*

The Company’s unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). The accompanying unaudited financial statements reflect all adjustments, consisting of only normal recurring items, which, in the opinion of management, are necessary for a fair statement of the results of operations for the periods shown and are not necessarily indicative of the results to be expected for the full year ending December 31, 2024. These unaudited financial statements should be read in conjunction with the financial statements and related notes for the year ended December 31, 2023.

*Use of estimates*

The preparation of financial statements in conformity with generally accepted accounting principles 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. Significant estimates include the estimated useful lives of property and equipment. Actual results could differ from those estimates.

### Revenue Recognition

The Company recognizes revenue under ASC 606, “Revenue from Contracts with Customers” (“ASC 606”). The Company determines revenue recognition through the following steps:

- Identification of a contract with a customer;
- Identification of the performance obligations in the contract;
- Determination of the transaction price;
- Allocation of the transaction price to the performance obligations in the contract; and
- Recognition of revenue when or as the performance obligations are satisfied.

Revenue is recognized when control of the promised goods or services is transferred to customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods or services. As a practical expedient, the Company does not adjust the transaction price for the effects of a significant financing component if, at contract inception, the period between customer payment and the transfer of goods or services is expected to be one year or less.

### Accounts Receivable

Revenues that have been recognized but not yet received are recorded as accounts receivable. Losses on receivables will be recognized when it is more likely than not that a receivable will not be collected. An allowance for estimated uncollectible amounts will be recognized to reduce the amount of receivables to its net realizable value when needed.

### Basic and Diluted Earnings Per Share

Net income (loss) per common share is computed pursuant to section 260-10-45 of the FASB Accounting Standards Codification. Basic net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock outstanding during the period. Diluted net income (loss) per common share is computed by dividing net income (loss) by the weighted average number of shares of common stock and potentially outstanding shares of common stock during the period. The Company’s diluted loss per share is the same as the basic loss per share, as the inclusion of any potential shares would have had an anti-dilutive effect due to the Company generating a loss.

### Stock-based Compensation

In June 2018, the FASB issued ASU 2018-07, *Compensation – Stock Compensation (Topic 718): Improvements to Nonemployee Share-Based Payment Accounting*. ASU 2018-07 allows companies to account for nonemployee awards in the same manner as employee awards. The guidance is effective for fiscal years beginning after December 15, 2018, and interim periods within those annual periods. We adopted this ASU on January 1, 2019.

### Recently issued accounting pronouncements

The Company has implemented all new accounting pronouncements that are in effect. These pronouncements did not have any material impact on the financial statements unless otherwise disclosed, and the Company does not believe that there are any other new accounting pronouncements that have been issued that might have a material impact on its financial position or results of operations.

## **NOTE 3 - GOING CONCERN**

The Company’s unaudited financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern that contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not established any source of revenue to cover its operating costs and has an accumulated deficit. These conditions raise substantial doubt about the company’s ability to continue as a going concern. The Company will engage in limited activities without incurring significant liabilities that must be satisfied in cash until a source of funding is secured. The Company will offer noncash consideration and seek equity lines as a means of financing its operations. If the Company is unable to obtain revenue producing contracts or financing or if the revenue or financing it does obtain is insufficient to cover any operating losses it may incur, it may substantially curtail or terminate its operations or seek other business opportunities through strategic alliances, acquisitions or other arrangements that may dilute the interests of existing stockholders.

#### NOTE 4 – RELATED PARTY TRANSACTIONS

The Company has the following loans due to Thirty 05, LLC. The loans are convertible into shares of common stock at \$0.05 per share and accrue interest at 8% per annum. As of June 30, 2024 and December 31, 2023, there is \$23,689 and \$16,153, respectively, of interest accrued on these loans.

| <b>Date Issued</b> | <b>Maturity Date</b> | <b>Rate</b> | <b>Balance 12/31/2023</b> | <b>Additions</b> | <b>Balance 3/31/2024</b> |
|--------------------|----------------------|-------------|---------------------------|------------------|--------------------------|
| 2/24/2022          | 2/24/2027            | 8%          | \$ 42,000                 | \$ -             | \$ 42,000                |
| 6/25/2022          | 6/25/2027            | 8%          | \$ 25,000                 | \$ -             | \$ 25,000                |
| 8/25/2022          | 8/25/2027            | 8%          | \$ 16,000                 | \$ -             | \$ 16,000                |
| 12/27/2022         | 12/27/2027           | 8%          | \$ 36,475                 | \$ -             | \$ 36,475                |
| 3/30/2023          | 3/30/2028            | 8%          | \$ 17,500                 | \$ -             | \$ 17,500                |
| 5/25/2023          | 5/25/2028            | 8%          | \$ 11,500                 | \$ -             | \$ 11,500                |
| 9/15/2023          | 9/15/2028            | 8%          | \$ 14,400                 | \$ -             | \$ 14,400                |
| 12/26/2023         | 12/26/2028           | 8%          | \$ 10,200                 | \$ -             | \$ 10,200                |
| 2/9/2024           | 2/9/2029             | 8%          | \$ -                      | \$ 28,000        | \$ 28,000                |
| 6/3/2024           | 6/3/2029             | 8%          | \$ -                      | \$ 4,000         | \$ 4,000                 |
|                    |                      |             | <u>\$ 173,075</u>         | <u>\$ 32,000</u> | <u>\$ 205,075</u>        |

The Company has advanced funds to a company, related by common management, for a total receivable as of June 30, 2024, of \$18,826.

The Company has received funds from a company, related by common management, for a total payable as of June 30, 2024, of \$30,075.

#### NOTE 5 – PREFERRED STOCK

The Company has 104,000,000 shares of authorized preferred stock, par value \$0.0001. Of those there are the following designations.

The Company has 100,000,000 shares designated Series A Convertible Preferred Stock. The Series A Convertible Preferred Stockholders are entitled to 15 shares of Common Stock for each share of Series A Convertible Preferred Stock owned and they are not entitled to dividends. There are 100,000,000 shares of Series A Convertible Preferred Stock outstanding as of June 30, 2024 and December 31, 2023.

The Company has 4,000,000 shares designated Series B Convertible Preferred Stock. One share of Series B preferred is convertible into 1,000 shares of common stock at the option of the holder. There are 3,500,000 shares of Series B Convertible Preferred Stock outstanding as of June 30, 2024 and December 31, 2023.