

GENUINE MARKETING GROUP INC.

345 James Parkway

Elko New Market, MN 55054

Telephone: (612) 237-1948

Website: www.genuinemarketinggroup.com

Email: greg@genuinemarketinggroup.com

SIC Code 1040

Quarterly Report

For the three-month period ending September 30, 2024 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:

95,582,026 as of September 30, 2024

93,766,026 as of December 31, 2023

Shell Status

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

Yes: No:

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

Yes: No:

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

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 and names used by predecessor entities, along with the dates of the name changes.

⁴ "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.

The name of the issuer is Genuine Marketing Group Inc. The issuer was incorporated in Nevada on October 5, 1993 under the name Globex International Financial Services Inc. On May 3, 1999, THE ISSUER amended its name with the Secretary of State of Nevada to Globex Group, Inc.; on February 9, 2000 the issuer again amended its name to Visual Systems Holding, Inc.; on September 20, 2005 the issuer again amended its name to The World Poker Store, Inc.; and on July 15, 2022 the issuer incident to a merger again amended its name to its present name of Genuine Marketing Group Inc.

The state of incorporation of the issuer and any predecessors is Nevada, and the issuer is active and in good standing in Nevada.

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:

345 James Parkway, Elko New Market, MN 55054.

Address of the issuer's principal place of business:

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

Same

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: Standard Registrar and Transfer Company, Inc.

Phone: (801) 571-8844

Email: amy@standardregistrar.com

Address: 440 East 400 South – Ste. 200, Salt Lake City, UT 84111

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:	GMGZ
Exact title and class of securities outstanding:	Common stock, \$.0001 par
CUSIP:	98153N207
Par or stated value:	\$.0001 per share

Total shares authorized: 750,000,000, as of September 30, 2024
Total shares outstanding: 95,502,026, as of September 30, 2024
Total number of shareholders of record: 163 as of September 30, 2024

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

None

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

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 Stock
Par or stated value: \$.0001 per share
Total shares authorized: 50,000,000 as of September 30, 2024
Total shares outstanding: None as of September 30, 2024
Total number of shareholders of record: None as of September 30, 2024

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

None

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Holders of common stock are entitled to one vote for each share on all matters voted upon by common shareholders; they do not have any cumulative voting rights for election of directors nor any preemptive right to purchase common stock or any other equity interest. Holders of common stock are entitled to dividends ratably if any are declared by the Board of Directors at its discretion. There are no conversion or redemption rights or sinking fund provisions related to common stock.

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

No such rights have yet been designated for any preferred stock.

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

None

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.

None

3) Issuance History

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 Recent Fiscal Balance	As of Year End:	Second Most Opening	*Right-click the rows below and select "Insert" to add rows as needed.						
		Common shs: Preferred:							
Date: 01/01/2022 92,752,833									
None									
Date of Transacti on	Transactio n type (e.g., new issuance, cancellatio n, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securitie s	Value of shares issued (\$/per share) at Issuan ce	Were the shares issued at a discount to market price at the time of issuanc e? (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 Unrestrict ed as of this filing.	Exemptio n or Registrati on Type.
07/15/22	Reverse	83,477,546	Common	Not app-	No	Shareholders	Reverse	Restricted	Section
-	split	Shares deleted				from MN	merger		4(a)(2)
	and			licable		merged			
	issuance of	for 1-for-10 reverse split				Company			
	merger	and							
	shares	82,402,740							
		shares issued For merger							
12/31/22	New issuance	100,000	Common	\$.25	No	Sandi Raines	Private Placement — for cash	Restricted	Section 4(a)(2)
12/31/22	New issuance	80,000	common	\$.25	No	Frey Farm Partnership - Timothy Frey	Private Placement — for cash	Restricted	Section 4(a)(2)
12/31/22	New issuance	162,000	Common	\$.25	No	Douglas Peterson	Private Placement — for	Restricted	Section 4(a)(2)

							cash		
12/31/22	New	40,000	Common	\$.25	No	Charles	Private	<u>Restricted</u>	Section
	issuance					B. &	Placement		4(a)(2)
						Hermine	— for		
						Chastain,	cash		
12/31/22	New	40,000	Common	\$.25	No	Richard	Private	<u>Restricted</u>	Section
	issuance					Chastain	Placement		4(a)(2)
							for		
							cash		
12/31/22	New	16,000	Common	\$.25		Kevin	Private	<u>Restricted</u>	Section
	issuance					Peterson	Placement		4(a)(2)

							- for		
							cash		
12/31/22	New	2,000	Common	\$.25	No	Bettie	Private	<u>Restricted</u>	Section
	issuance						Placement		4(a)(2)
02/17/23	New	20,000		\$.25	No	Walls	- for	Restricted	
						Kevin	cash		Section
									4(a)(2)
	issuance					Peterson	Private		
							Placement		
							- for cash		
05/21/23	New	6,000	Common	\$.25	No	Kevin	Private	<u>Restricted</u>	Section
	issuance					Peterson	placement		4(a)(2)
							- for		
							cash		
05/21/23	New	154,000	Common	\$.25	No	Douglas	Private	<u>Restricted</u>	Section
	issuance					Peterson	placement		4(a)(2)
							- for		
							cash		
05/21/23	New	40,000	Common	\$.25	No	Bettie	Private	<u>Restricted</u>	Section
	issuance					Walls	placement		4(a)(2)
							- for		
							cash		
05/21/23	New	80,000	Common	\$.25	No	Josh	Private	<u>Restricted</u>	
	issuance					Barrett	placement		Section4(a)(2)
							- for		
							cash		
06/30/23	New	44,444	Common	\$.45	No	Bettie	Private	<u>Restricted</u>	Section
	issuance					Walls	placement		4(a)(2)
							- for		
							cash		
06/30/23	New	22,222	Common	\$.45	No	Kenton	Private	<u>Restricted</u>	Section
	issuance					McGregor	placement		4(a)(2)
							- for		
							cash		
09/01/23	New	20,000	Common	\$.25	No	Timothy	Private	<u>Restricted</u>	Section
	issuance					Smith	placement		4(a)(2)
							- for		
							cash		
09/01/23	New	17,778	Common	\$.25	No	Kenton	For	<u>Restricted</u>	Section
	issuance					McGregor	advisory		4(a)(2)
							services		
09/01/23	New	35,556	Common	\$.25	No	Bettie	For	<u>Restricted</u>	Section
	issuance					Walls	advisory		4(a)(2)

							services			
10/03/23	New	20,000	Common	\$,25	No	Kevin	Private	Restricted	Section	
	issuance					Urlaub	placement			4(a)(2)
							- for			
11/07/23	New	24,000	Common	\$.25	No	Kevin	Private	Restricted	Section	
	issuance					Peterson	placement			4(a)(2)
							- for			
11/27/23	New	4,000	Common	\$.25	No	Donald	Private	Restricted	Section	
	issuance					Ray Allen	placement			4(a)(2)
							- for			
12/04/23	New	40,000	Common	\$.25	No	Kenton	Private	Restricted	Section	
	issuance					McGregor	placement			4(a)(2)
							- for			

							cash			
12/07/23	New	120,000	Common	\$.25	No	Douglas	Private	Restricted	Section	
	issuance					Peterson	placement			4(a)(2)
							t - for			
12/31/23	New	1,000,000	Common	Par	Yes	Brad A.	For	<u>Restricted</u>	Section	
	issuance			value		Lim-Senesac	Management/officer			4(a)(2)
							services			
01/05/24	New	60,000	Common	\$.25	No	Joseph &	Private	Restricted	Section	
	issuance					Marie	Place			4(a)(2)
						Sterling	ment - for			
01/09/24	New	60,000	Common	\$.25	No	Dennis	Private	<u>Restricted</u>	Section	
	issuance					Schreier	Place			4(a)(2)
							ment -			
01/23/24	New	40,000	Common	\$.25	No	Jeffery J	Private	Restricted	Section	
	issuance					Ebersole	Place			4(a)(2)
							ment -			
02/18/24	New	100,000	Common	\$.25	No	Kenneth	Private	Restricted	Section	
	issuance					Cooper	Place			4(a)(2)
							ment -			
03/11/24	New	20,000	Common	\$.25	No	Patrick J	Private	<u>Restricted</u>	Section	
	issuance					Macht	Place			4(a)(2)
							ment -			
03/20/24	New	20,000	Common	\$.25	No	Joel	Private	Restricted	Section	
	issuance					Bertram	Place			4(a)(2)
							ment -			

							for cash		
04/22/24	New issue	36,000	Common	\$.25	No	Timothy	Private	Restricted	
						Boher	Place(cash)	Section 4(a)(2)	
05/3/24	New issue	20,000	Common	\$.25	No	Joel	Private	Restricted	
						Bertram	Place(cash)	Section 4(a)(2)	
06/5/24	New issue	40,000	Common	\$.25	No	Andrew	Private	Restricted	
						Byron	Place(cash)	Section 4(a)(2)	
06/13/24	New issue	280,000	Common	\$.25	No	Douglas	Private	Restricted	
						Peterson	Place(cash)	Section 4(a)(2)	
07/25/24	New issue	1,020,000	Common	\$.25	No	Douglas	Private	Restricted	
						Peterson	Place(cash)	Section 4(a)(2)	

Shares Outstanding This Report:		Common	
End Balance:		95,502,026	
Date:	09/30/24	Preferred: 0	

***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:

None

A. 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)

None

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")

The issuer is engaged in technology development of its proprietary products and establishing marketing networks and procedures to sell its authentication and tracking IP for all types of products and brands.

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

Genuine Marketing Group Inc., a Minnesota corporation (wholly-owned subsidiary)

C. Describe the issuers' principal products or services.

Proprietary brand/product technology platform to authenticate and track products, which technology is being developed in collaboration with IBM,s Blockchain Division.

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.

Principal assets of issuer are its proprietary blockchain technology platform developed for issuer by IBM and now being sold to the initial customers of issuer.

Issuer does not own or lease any real property except for the rent of a small storage space containing its inventory from a discontinued business, and which inventory is for sale. The issuer currently conducts its business from offices of its CEO without charge to the issuer.

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.

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
<u>Charles Chastain</u>	<u>CEO/CFO/Director/ Board Chairman</u>	<u>Elko New Market Minnesota</u>	<u>37,282,299</u>	<u>Common</u>	<u>39.4%</u>	<u>Not applicable</u>
<u>Greg Needham</u>	<u>Vice President COO/Director</u>	<u>Burnsville Minnesota</u>	<u>17,085,266</u>	<u>Common</u>	<u>17.9%</u>	<u>Not applicable</u>
<u>Brad A. Lim-Senesac</u>	<u>Chief Marketing Officer</u>	<u>West Hollywood California</u>	<u>1,000,000</u>	<u>Common</u>	<u>1.1%</u>	<u>Not applicable</u>
<u>Lili Pan</u>	<u>Foreign Marketing Officer/Director</u>	<u>Elko New Market Minnesota</u>	<u>3,756,000</u>	<u>Common</u>	<u>3.9%</u>	<u>Not applicable</u>
<u>Tobias Mathews</u>	<u>Director</u>	<u>St. Martin, Jersey Great Britain</u>	<u>5,600,000</u>	<u>Common</u>	<u>5.9%</u>	<u>Not applicable</u>

Note: The information in this table matches the issuer's public company profile on www.OTCMarkets.com.

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.

The information in this Item 8 table matches issuer's public company profile on www.OTCMarkets.com.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Robert O. Knutson
Address: 9372 Creekwood Drive, Eden Prairie, MN 55347
Phone: (952) 210-3105
Email: silkroad55344@yahoo.com

Accountant or Auditor

Name: Garry Lowenthal
Firm: Security First International Inc. (wholly-owned by him)
Address: [3710 Washburn Ave. South, Minneapolis, MN 55410](https://www.google.com/maps/place/3710+Washburn+Ave+South,+Minneapolis,+MN+55410)
Phone: (612) 804-1000
Email: garrylowenthal@aol.com

Investor Relations

None

All other means of Investor Communication:

X Twitter: None
Discord: None
LinkedIn: None
Facebook: None
[Other] Press releases

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.

None

9) Disclosure & Financial Information

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

Name: Robert O. Knutson
Title: Attorney at Law
Relationship to Issuer: Corporate counsel

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: Garry Lowenthal
Title: Accountant
Relationship to Issuer: Consultant

Describe the qualifications of the person or persons who prepared the financial statements:⁵

Garry Lowenthal has served as CFO of PetVivo Holdings Inc. (an SEC reporting company) since March 2024 and as CFO of Elate Group Inc., from December 2021 until early 2024. Prior thereto, from 2010 to 2019 he was a Director, Executive Vice President and CFO of Fision Corporation, a publicly-traded SEC reporting company. Over the past 25 years, he has gained extensive experience while serving in senior operations and key management and financial positions with both private and public companies, and also developed a substantial background with equity raising transactions while managing both private placements and public offerings.

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, Charles Chastain (CEO), certify that:

1. I have reviewed this Disclosure Statement for Genuine Marketing Group Inc., a Nevada corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: November 12, 2024

⁵ 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.

/s/ Charles Chastain, [CEO's Signature]

Principal Financial Officer:

I, Charles Chastain (CFO), certify that:

1. I have reviewed this Disclosure Statement for Genuine Marketing Group Inc., a Nevada corporation;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: November 12, 2024

/s/ Charles Chastain [CFO's Signature]

GENUINE MARKETING GROUP INC.

Financial Statements as of September 30, 2024

(Unaudited)

Table of Contents

- i) Balance Sheets at September 30, 2024 and September 30, 2023 (Unaudited)
- ii) Statement of Operations for three months ended September 30, 2024 and September 30, 2023 (Unaudited)
- iii) Statement of Cash Flows for three months ended September 30, 2024 and September 30, 2023 (unaudited)
- iv) Statement of Changes in Stockholders' Equity for three months ended September 30, 2024 and September 30, 2023 (Unaudited)
- v) Notes to financial statements (Unaudited)

GENUINE MARKETING GROUP INC.

(formerly World Poker Store Inc)

BALANCE SHEETS

September 30, 2024 and September 30, 2023

(UNAUDITED)

ASSETS	September 30, 2024	September 30, 2023
CURRENT ASSETS		
Checking Accounts	\$ 19,173	\$ 1,194
Product inventory	<u>16,199</u>	<u>16,199</u>
Total current assets	<u>35,372</u>	<u>17,393</u>
PROPERTY AND EQUIPMENT		
Computers	12,906	12,906
Accumulated depreciation	<u>(7,098)</u>	<u>(4,517)</u>
Total fixed assets	<u>5,808</u>	<u>8,389</u>
OTHER ASSETS		
Software Costs	470,190	403,625
Organization Costs	63,746	63,746
Accumulated Amortization	<u>(192,866)</u>	<u>(93,237)</u>
Total Other Assets	<u>341,070</u>	<u>374,134</u>
TOTAL ASSETS	<u>\$ 382,250</u>	<u>\$ 399,916</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
LIABILITIES		
Credit cards payable	\$ 44,532	\$ 39,088
Short-term loans, non-related party	-	-
Short-term loans, related party	2,392	605
Accrued expenses and compensation	<u>312,615</u>	<u>283,205</u>
Total Current Liabilities	<u>359,539</u>	<u>322,898</u>
Total liabilities	<u>359,539</u>	<u>322,898</u>
STOCKHOLDERS' EQUITY		
Common stock, \$0.0001 par value, 250,000,000 shares authorized: 95,502,026 shares outstanding at September 30, 2024 and 92,558,026 shares outstanding at September 30, 2023 and 50,000,000 preferred shares authorized: no preferred stock outstanding on September 30, 2024 and September 30, 2023	9,550	9,256
Additional paid-in capital	3,819,892	3,334,085
Accumulated deficit	<u>(3,806,731)</u>	<u>(3,266,323)</u>
Total stockholders' equity	<u>22,711</u>	<u>77,018</u>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	<u>\$ 382,250</u>	<u>\$ 399,916</u>

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

GENUINE MARKETING GROUP INC**(formerly World Poker Store Inc)****STATEMENT OF OPERATIONS**

For the Three Month Ended September 30, 2024 and September 30, 2023

(UNAUDITED)

	Three Months Ended September 30, 2024	Three Months Ended September 30, 2023
REVENUE	\$ -0-	\$ -0-
OPERATING EXPENSES		
Management compensation	23,750	27,500
Consulting expenses	6,600	13,038
Development expenses	207,440	-0-
Sales/marketing expenses	1,772	-0-
Travel/meal expenses	4,678	3,481
Professional fees (legal and accounting)	3,070	525
Corporate administration and licenses	-0-	-0-
OTC and transfer agent fees	7,136	5,760
Depreciation and amortization	24,154	19,826
Rent expense	1,095	460
Office supplies/expenses	159	521
Telephone, utilities and internet	2,750	1,515
Bank service charges and credit card interest	<u>2,653</u>	<u>2,072</u>
Total operating expenses	<u>285,257</u>	<u>74,698</u>
OPERATING (LOSS)	<u>(285,257)</u>	<u>(74,698)</u>
Other income (expense)		
	<u>-0-</u>	<u>-0-</u>
NET (LOSS)		
	\$ <u>(285,257)</u>	\$ <u>(74,698)</u>
Weighted Shares Outstanding	95,502,026	92,558,026
Net Income (Loss) per common share	\$ (0.003)	\$ (0.001)

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

GENUINE MARKETING GROUP INC.

(formerly World Poker Store Inc)

STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY

Three Months Ended September 30, 2024
(UNAUDITED)

	<u>Common Stock</u>		Additional	Accumulated	Stockholders'
	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>(Deficit)</u>	<u>Equity</u>
Balance June 30, 2024	94,482,026	\$ 9,448	\$ 3,564,994	\$ (3,521,474)	\$ 52,968
Shares sold for Common Stock at \$0.25 per share	1,020,000	102	254,898		255,000
Net (loss) for three months ended September 30, 2024	-	-	-	(285,257)	(285,257)
Balance September 30, 2024	95,502,026	9,550	\$ 3,819,892	\$ (3,806,731)	\$ 22,711

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

Three Months Ended September 30, 2023

(UNAUDITED)

	<u>Common Stock</u>		Additional	Accumulated	Stockholders'
	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>(Deficit)</u>	<u>Equity</u>
Balance June 30, 2023	92,484,692	\$ 9,249	\$ 3,315,759	\$ (3,191,625)	\$ 133,383
Shares sold for Common Stock at \$0.25 per share	20,000	2	4,998		5,000
Stock compensation for Advisory Services (value at \$0.25 per sh.)	53,334	5	13,328		13,333
Net (loss) for three months ended September 30, 2023				(74,698)	(74,698)
Balance September 30, 2023	92,558,026	\$ 9,256	\$ 3,334,085	\$ (3,266,323)	\$ 77,018

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

GENUINE MARKETING GROUP INC.

(formerly World Poker Store Inc)

STATEMENT OF CASH FLOWS

For The Three Months Ended September 30, 2024 and September 30, 2023

(UNAUDITED)

	Three Months Ended <u>September 30, 2024</u>	Three Months Ended <u>September 30, 2023</u>
Cash Flows From Operating Activities:		
Net (loss) for the period	\$ (285,257)	\$ (74,698)
Cash provided by operating activities:		
Increase (decrease) in accounts payable and accrued expenses	9,200	49,043
Amortization and depreciation expense	<u>24,154</u>	<u>19,826</u>
Net Cash provided by (used in) Operating Activities	<u>\$ 33,354</u>	<u>\$ 68,869</u>
Cash Flows From Investing Activities:		
Cash used for capitalized software development	-	-
Cash used in purchase of computers	<u>-</u>	<u>-</u>
Net cash used in investing activities	<u>\$ -</u>	<u>\$ -</u>
Cash Flows From Financing Activities:		
Proceeds from short-term loans, related parties	-	2,055
Payments made on short-term loans, related parties	-	(1,750)
Proceeds from short-term loans, non-related parties	-	-
Payments made on short-term loans, non-related parties	-	-
Proceeds from sale of common stock	<u>255,000</u>	<u>5,000</u>
Net cash provided by financing activities	<u>\$ 255,000</u>	<u>\$ 5,305</u>
Net increase (decrease) in cash	3,097	(524)
Cash at beginning of period	<u>\$ 16,076</u>	<u>\$ 1,718</u>
Cash at end of period	<u>\$ 19,173</u>	<u>\$ 1,194</u>

The accompanying notes are an integral part of these financial statement

GENUINE MARKETING GROUP INC.

(formerly The World Poker Store Inc)

NOTES TO FINANCIAL STATEMENTS

For the Three Months ended September 30, 2024

(Unaudited)

NOTE 1 ORGANIZATION AND BUSINESS OVERVIEW

Genuine Marketing Group Inc., a Nevada corporation (the “Company”) was engaged under its former name for years in marketing merchandise used for playing poker and also in conducting and managing “Texas hold-em” poker tournaments in many restaurants and bars mostly in Minnesota and Wisconsin. In 2018 the Company changed its business model to engage primarily in developing and marketing domestically and in China a software technology platform to authenticate all types of retail products, and the Company continued sales of its product inventory of gaming supplies and merchandise. The Company also has conducted management and development services for other businesses.

Reverse Merger Transaction - In June 2022, the Company entered into an Agreement and Plan of Merger (“the Merger”) to acquire Genuine Marketing Group Inc., a Minnesota corporation (MN GMGI). MN GMGI is a retail and consumer-based company focused on creating brand affinity and building consumer confidence for products or services of its customers. Through a strategic contract with IBM Blockchain as its primary service provider, MN GMGI has developed a proprietary platform based on blockchain technology and known as its ZPtag product. ZPtag can be easily and readily accessed and used by smartphones of consumers to both track and authenticate products and merchandise of all types. MN GMGI has commenced commercial marketing of ZPtag.

The Merger was a triangular reverse merger whereby MN GMGI as the surviving corporation merged with a wholly-owned subsidiary Minnesota corporation of the Company, resulting in MN GMGI now being a wholly-owned subsidiary of the Company. After required filings of Articles of Merger with the Secretary of State of Minnesota and Amendments of the Company’s Articles of Incorporation with the Secretary of State of Nevada, the Merger became effective on July 15, 2022. The Nevada amendment of Articles of Incorporation of the Company included a 1-for-10 reverse stock split of all outstanding pre-merger common stock of the Company, as well as a change of name of the Company to “Genuine Marketing Group Inc.”, and an increase in authorized capital stock of the Company to 750 Million Common Shares and 50 Million Preferred Shares. Upon completion of the Merger, the pre-merger stockholders of MN GMGI acquired on a pro rata basis approximately 90% of the Company in exchange for all their outstanding common stock of MN GMGI.

We have accounted for the Merger as a reverse merger recapitalization, which for financial reporting purposes means that MN GMGI is the acquirer, and the Company is the acquired entity. Consequently, the assets and liabilities and operations reflected in any historical financial statements prior to the Merger will be those of MN GMGI and our consolidated financial statements after the Merger will include all assets and liabilities of both the Company and MN GMGI as well as the post-merger combined operations of both corporations.

NOTE 2 BASIS OF PRESENTATION

These financial statements of the Company have been prepared from the accounting and financial books and records of the Company in accordance with USA generally accepted accounting principles (GAAP) and are unaudited. In the opinion of management of the Company, these financial statements reflect all adjustments of a normal recurring nature necessary for a fair presentation of the results for the period presented.

NOTE 3 GOING CONCERN

These financial statements have been prepared based on accounting principles applicable to a “going concern” which assume that the Company will continue in operation and will be able to realize its assets and discharge its liabilities in the normal course of operations. Certain conditions create doubt about the Company’s ability to continue as a going concern, including but not limited to lack of material revenues, substantial operating losses, working capital liquidity problems, and a large, accumulated deficit. The Company will require additional substantial financing and/or revenues in order to support its planned business operations and activities on an ongoing basis, which there is no assurance will occur.

The Company’s ability to survive will depend on various factors, including receipt of continued financial support through equity and debt financing or even both, and generating material profitable revenues in the future. These financial statements do not reflect any adjustments that would be necessary if the Company were unable to continue as a going concern.

NOTE 4 SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

These financial statements include the consolidated accounts of the Company and any subsidiaries. All material intercompany transactions and balances have been eliminated in consolidation.

Cash and Cash Equivalents

The Company considers highly liquid financial instruments originally purchased with a maturity of six months or less to be cash equivalents. The Company has minimal cash equivalents as of September 30, 2024.

Use of Estimates

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

Revenue Recognition

The Company recognizes revenue on an accrual basis. Generally, revenue is realized or realizable and earned when all of the following criteria are met: 1) persuasive evidence of an arrangement exists between the Company and its customers; 2) services or products have been rendered by the Company; 3) the price to the customer is fixed or determinable; and collectability is reasonably assured.

Research and Development

Research and development technology performed by IBM Blockchain under our written contract with IBM are expenses as completed by IBM and charged to the Company. Other custom development technology performed by Persistent Systems Limited is recorded as expensed software costs.

Fair Value of Financial Instruments

FASB ASC Topic 820 requires disclosure of and defines fair value of financial instruments through a three-level valuation hierarchy as follows:

Level 1 inputs include quoted prices for identical assets or liabilities in active markets.

Level 2 inputs include observable quoted prices for similar assets and liabilities in active markets, and quoted prices for identical assets or liabilities in inactive markets.

Level 3 inputs include one or more unobservable inputs which have been assessed and assumed would be used by market participants in pricing the asset or liability.

The carrying amounts for any current receivables and liabilities will qualify as financial instruments and are a reasonable estimate of their fair values because of the short time period between their origination and their expected realization.

Property and Equipment

Property and equipment are capitalized and stated at cost, and any additions, renewals or betterments are also capitalized. Expenditures for maintenance and repairs are expensed as incurred. If property or equipment are retired or otherwise disposed of, the related cost and any accumulated depreciation are removed from the Company's accounts, and any resulting gain or loss is included in operations.

Stock-Based Compensation

Any stock-based compensation will be recognized in accordance with FASB ASC Topic 718, which requires the Company to measure stock-based compensation at fair value and recognize the

expense over the related period. The fair value of any stock options or warrants issued for compensation will be recognized as of the grant date.

Income Taxes

The Company accounts for income taxes under the asset and liability accounting method, whereby any deferred tax assets are recognized for deductible temporary differences and any deferred tax liabilities are recognized for taxable temporary differences, using currently enacted tax rates. A valuation allowance is recorded when it is “more likely than not” that deferred tax assets will not be realized.

Recent Accounting Pronouncements

The Company has evaluated recently issued accounting pronouncements, and management of the Company believes that none of them will have a material effect on the Company’s financial statements.

NOTE 5 MANAGEMENT COMPENSATION

For the three months ended September 30, 2024, management compensation of the Company was a total of \$23,750. Currently none of our officers have a definite employment contract, although we expect to enter into more fixed compensation terms with our executive officers during 2025.

Directors of the Company currently are not compensated for services rendered in their role as a director of the Company.

NOTE 6 RELATED PARTY, ACCOUNTS PAYABLE, CORPORATE CREDIT CARDS

As of September 30, 2024, the Company’s outstanding current liabilities included accrued unpaid management compensation of \$312,695.

NOTE 7 STOCKHOLDERS’ EQUITY

The Company is authorized to issue 750,000,000 shares of common stock, par value \$.0001 per share, of which there were 95,502,026 common shares issued and outstanding as of September 30, 2024. The Company also is authorized to issue 50,000,000 shares of preferred stock, par value \$.0001 per share, none of which have been issued.

The Company has no outstanding stock options or warrants to purchase its common stock.

During the three months ending September 30, 2024, the Company sold 1,020,000 shares of restricted common stock in a private placement transaction at \$0.25 per share, for proceeds of \$255,000 to be used for working capital purposes.

NOTE 8 SUBSEQUENT EVENTS

As of November 12, 2024, no material subsequent events occurred after September 30, 2024.