

# <u>Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines</u>

# TransGlobal Assets Inc.

810 Pony Express Rd.

Cheyenne, WY. 82009

(832) 217-8764 TransGlobalAssets.com info@TransGlobalAssets.net 6719

Quarterly Report
For the Period Ending September 30, 2024
(the "Reporting Period")

# **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

As of September 30, 2024, the number of shares outstanding of our Common Stock was:

1,810,873,176

As of December 31, 2023, the number of shares outstanding of our Common Stock was:

867,334,715

# **Shell Status**

	ck mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, ne Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):
Yes: □	No: ⊠
Indicate by che	ck mark whether the company's shell status has changed since the previous reporting period:
Yes: □	No: ⊠
Change in Cor	<u>ntrol</u>
Indicate by che	ck mark whether a Change in Control <sup>1</sup> of the company has occurred over this reporting period:
Yes: □	No: ⊠

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

<sup>(</sup>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:

<sup>(</sup>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

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

The Company was incorporated in Nevada on January 30, 2007 as Timeshare Holdings, inc. The Company changed its name to Transglobal Assets, Inc, on February 28, 2011 and on June 7, 2013, the Company changed its domicile to Wyoming.

Current State and Date of Incorporation or Registration: <u>Wyoming - January 30, 2007</u> Standing in this jurisdiction: (e.g. active, default, inactive): <u>Active</u>

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

#### None

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

On February 14, 2023, the Company acquired Better Health Sciences, Inc., and its subsidiaries for 90,000 Convertible Series "B" Preferred Stock. Better Health Sciences, Inc, is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives. On September 26, 2023 Better Health Sciences, Inc., acquired the assets of Synergy Health Services Inc., and placed a conservative value of \$350,000 for the assets.

Led by a team of seasoned experts with deep experience in the healthcare and technology sectors, we are dedicated to creating innovative products and services that meet the evolving needs of consumers and healthcare providers alike. Attracting the attention of other industry leaders that recognize the next evolutionary steps in health and wellness has led to the acquisition, unification and strategic partnerships under the Better Health Sciences Inc., banner.

Our portfolio includes a range of products and services, from telemedicine platforms to wellness retreats and natural health remedies. Our solutions are designed to be user-friendly, affordable, and accessible to all, and are built on the latest advances in science and technology.

Better Health Sciences, Inc, wholly owned subsidiary, Cannascribe Inc., has been operating in the medical cannabis industry since 2014 assisting patients obtain their medical licenses to produce and/or obtain medical cannabis from licensed producers ("LPs"). The Company has built a network across Canada consisting of partnerships with LPs, equipment suppliers, product specialists, medical/wellness clinics, educational affiliates, and political and advocacy groups in order to provide the best advice and service to its patients/clients.

Furthermore, the February 14, 2023 Acquisition and Merger Agreement included the divestment of previous corporate and real estate assets for the return of Convertible Series "A" Preferred Stock.

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

810 Pony Express, Cheyenne, WY 82001

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

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

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

No: 

✓ Yes: 

✓ If Yes, provide additional details below:

# 2) Security Information

# **Transfer Agent**

Name: Transfer Online, Inc. Phone: (503) 227-2950

Email: Carolyn@transferonline.com

Address: 512 SE Salmon Street. Portland, OR. 97214

# **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: TMSH

Exact title and class of securities outstanding: Common

CUSIP: 89336P105

Par or stated value: \$0.001

Total shares authorized: Unlimited as of date: September 30, 2024

Total shares outstanding: 1,810,873,176 as of date: September 30, 2024

Total number of shareholders of record: 179 as of date: 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: Convertible Series A Preferred

CUSIP (if applicable): N/A
Par or stated value: \$0.001

Total shares authorized: 1,000,000 as of September 30, 2024
Total shares outstanding (if applicable): 99,000 as of September 30, 2024
Total number of shareholders of record 1 as of September 30, 2024

(if applicable):

Exact title and class of the security: Convertible Series B Preferred

CUSIP (if applicable):  $\underline{\text{N/A}}$ Par or stated value:  $\underline{\text{$0.001}}$ 

Total shares authorized: 100,000 as of September 30, 2024
Total shares outstanding (if applicable): 100,000 as of September 30, 2024
Total number of shareholders of record 2 as of September 30, 2024

(if applicable):

#### 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.

Dividends are variable and paid out at the discretion of management. Each common share is entitled to one vote. There are no preemption rights.

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

There are no dividend rights nor redemption provisions. However, the Convertible Series A Preferred Stock has the following designation:

- A) Can vote on an as-converted basis.
- B) Can convert into common shares based on a 1000:1 ratio (1000 Convertible Series A Preferred Stock for 1 common share).
- C) Are subject to dilution.
- D) Subject to any adverse effects as a result of any reverse splits.
- E) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward); and

There are no dividend rights nor redemption provisions. However, the Convertible Series B Preferred Stock has the following designation:

- A) One Series "B" Preferred Stock will have the right to 10,000,000 votes on matters that are presented at any regular, annual, or special meetings of stockholders of the Company.
- B) One Series "B" Preferred Stock will have the right to convert into common shares based on a 1:10,000,000 ratio that can never be adjusted.
- C) Are not subject to dilution.
- D) Not subject to any adverse effects as a result of any reverse splits.
- E) Holders that are non-directors can only convert their preferred shares into common shares so that their beneficial ownership never exceeds 9.9% of the current issued and outstanding common share count.
- F) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward).
  - 3. Describe any other material rights of common or preferred stockholders.

The Convertible Series A Preferred Stock has the following designation:

- A) Can vote on an as-converted basis.
- B) Can convert into common shares based on a 1000:1 ratio (1000 Convertible Series A Preferred Stock for 1 common share).

- C) Are subject to dilution.
- D) Subject to any adverse effects as a result of any reverse splits.
- E) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward); and

The Convertible Series B Preferred Stock has the following designation:

- A) One Series "B" Preferred Stock will have the right to 10,000,000 votes on matters that are presented at any regular, annual, or special meetings of stockholders of the Company.
- B) One Series "B" Preferred Stock will have the right to convert into common shares based on a 1:10,000,000 ratio that can never be adjusted.
- C) Are not subject to dilution.
- D) Not subject to any adverse effects as a result of any reverse splits.
- E) Holders that are non-directors can only convert their preferred shares into common shares so that their beneficial ownership never exceeds 9.9% of the current issued and outstanding common share count.
- F) Fractional votes shall not be permitted and any fractional voting rights resulting from the above formula (after aggregating all shares into which shares of Preferred Stock held by each Holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward).
  - 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

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

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

# A. Changes to the Number of Outstanding Shares

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

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

Shares Outstanding as of Second Most
Recent Fiscal Year End:

\*Right-click the rows below and select "Insert" to add rows as needed.

Date 01/01/22

Opening Balance
Common: 300,103,950

Opening Balance
Preferred: 1,000,000

Date of Transaction	Transaction type (e.g. new issuance, cancellatio n, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the share s issued at a disco unt to marke t price at the time of issuan ce? (Yes/ No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	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 Registrati on Type.
1/3/2022	Issuance	30,000,000	Common	\$30,000	Yes	Goldberg AG (Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
3/9/2022	Issuance	32,000,000	Common	\$32,000	<u>Yes</u>	2600721 Ontario Inc. (Eric Schinderman	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
3/9/2023	Issuance	36,000,000	Common	\$36,000	<u>Yes</u>	Branalex Financial Group Inc.	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
						Stephen Taub			
4/06/2023	Issuance	100,000	Preferred <u>"B"</u>	<u>\$100</u>		2654776 Ontario Inc. Ilya Strashun	BHS Acquisition	Restricted	
4/06/2023	Issuance	10,000	Preferred "B"	\$10		Legion Financial Consultants Ltd (Roy Tombran)	Service Rendered	Restricted	
4/11/2023	Cancella tion	99,000	Preferred "A"	\$99	No	Paul Khan	N/A	Restricted	
4/11/2023	Cancella tion	267,000	Preferred "A"	\$267	No	Curtis Philpot	N/A	Restricted	
4/11/2023	Cancella tion	267,000	Preferred "A"	\$267	No	John Phillips	N/A	Restricted	
4/11/2023	Cancella tion	268,000	Preferred "A"	<u>\$268</u>	<u>No</u>	The Now Corporation (Ken Williams)	N/A	Restricted	

06/21/2023	Issuance	38,461,538	Common	\$38,462	Yes	Gemini Holdings Inc. Mehdi Quahtane	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
7/19/2023	Issuance	38,461,538	Common	\$38,462	Yes	Bruce Bent	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
08/07/2023	Issuance	43,076,923	Common	\$43,077	Yes	Bruce Bent	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
9/11/2023	Issuance	38,461,538	Common	\$38,462	<u>Yes</u>	Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
9/11/2023	Issuance	19,230,769	Common	\$19,231	<u>Yes</u>	9418-6996 Quebec Inc. Ghizlene Cherifi	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
10/23/2023	Issuance	48,461,538	Common	\$48,462	<u>Yes</u>	Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
11/10/2023	Issuance	46,153,846	Common	\$46,154	<u>Yes</u>	9418-6996 Quebec Inc. Ghizlene Cherifi	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
11/14/2023	Issuance	61,538,461	Common	\$61,538	<u>Yes</u>	Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
11/21/2023	Issuance	61,538,461	Common	\$61,538	<u>Yes</u>	Bruce Bent	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
11/28/2023	Issuance	73,846,153	Common	\$73,846	<u>Yes</u>	Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
01/05/2024	Issuance	86,153,846	Common	\$86,154	<u>Yes</u>	Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
02/15/2024	<u>Issuance</u>	92,307,692	Common	\$92,308	Yes	Gemini Holdings Inc. Mehdi Quahtane	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
01/31/2024	Issuance	103,076,923	Common	\$103,077	<u>Yes</u>	Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)

02/15/2024	Issuance	114,000,000	Common	\$114,000	Yes	Gemini Holdings Inc. Mehdi Quahtane	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
02/26/2024	Issuance	114,000,000	Common	\$114,000	<u>Yes</u>	GB II Inc.  Pascal Siegenthaler	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
04/24/2024	<u>Issuance</u>	135,000,000	Common	\$135,000	<u>Yes</u>	Canel Aki	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)
05/10/2024	<u>Issuance</u>	135,000,000	Common	<u>\$135,000</u>	<u>Yes</u>	Canel Aki	Debt Conversion	<u>Unrestrict</u> <u>ed</u>	Rule 144 or 4(a)(1)
09/19/2024	<u>Issuance</u>	164,000,000	Common	<u>\$164,000</u>	<u>Yes</u>	Canel Aki	Debt Conversion	Unrestrict ed	Rule 144 or 4(a)(1)

Shares Outstanding on Date of This Report:

Date 09/30/2024

Ending Balance:

Common: <u>1,810,873,176</u>

Ending Balance:

Preferred: 199,000

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, 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, 2021 through December 31, 2022 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.

2654776 Ontario Inc. (Ilva Strashun)

The 04/06/2023 Preferred "B" shares issued to Legion Financial Consultants, Ltd., was re-issued to several shareholders all holding <5% of the class of security.

Use the space below to provide any additional details, including footnotes to the table above: Corrected Q2 and Q3 issuance dates to reflect Date of Issuance and not the Date of Transfer.

N/A

#### 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	Outstandi ng 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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
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3/15/2020	210,737	150,000	60,737	3/15/2021	50% discount to market	Curtis Philpot	Purchase and Sale Agreement
10/5/2020	102,853	75,000	27,853	10/5/2021	50% discount to market	Celeste N Phillips	Consulting and Services Agreement
10/5/2020	<u>548,695</u>	400,000	148,695	10/5/2021	50% discount to market	John Phillips	Purchase and Sale Agreement
10/26/2020	68,207	50,000	18,207	10/26/2021	50% discount to market	Augustus Redmond	Consulting and Services Agreement
11/4/2021	188,960	150,000	38,960	11/04/2022	50% discount to market	Curtis Philpot	Purchase and Sale Agreement
11/10/2020	101,844	75,000	26,844	11/10/2021	50% discount to market	Lucretia Brown	Consulting and Services Agreement
11/30/2020	259,442	250,000	63,687	11/30/2021	50% discount to market	Paul Khan	Consulting and Services Agreement
05/12/2023	1,000	1,000	<u>0</u>	Due On Demand after 05/12/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
05/24/2023	2,500	2,500	<u>0</u>	Due On Demand after 05/24/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
06/14/2023	1,500	1,500	<u>0</u>	Due On Demand after 06/14/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
06/29/2023	5,000	5,000	<u>0</u>	Due On Demand after 06/29/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
08/07/2023	5,000	5,000	<u>0</u>	Due On Demand after 08/07/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd  (Roy Tombran)	<u>Loan</u>
09/20/2023	2,500	2,500	<u>0</u>	Due On Demand after 09/20/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan

11/13/2023	4,000	4,000	0	Due On Demand after 11/13/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
11/21/2023	5,000	5,000	<u>0</u>	Due On Demand after 11/21/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
12/07/2023	5,000	5,000	<u>0</u>	Due On Demand after 12/07/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
12/13/2023	5,000	5,000	<u>0</u>	Due On Demand after 12/13/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
12/20/2023	5,000	5,000	<u>0</u>	Due On Demand after 12/20/2024	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
02/03/2024	216	<u>216</u>	<u>0</u>	Due On Demand after 02/03/2025	\$0.0001 and/or 50% discount to market	Branalex Financial Group Ltd  (Stephen Taub)	Loan
02/22/2024	10,000	10,000	0	Due On Demand after 02/22/2025	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan
04/11/2024	7,000	7,000	<u>0</u>	Due On Demand after 02/22/2025	\$0.0001 and/or 50% discount to market	Legion Financial Consultants Ltd (Roy Tombran)	Loan

<sup>\*\*\*</sup>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: Amended the Due of Demand Dates for the Notes in Q2 and Q3, 2023 except for the 05/12/2023 Note. Due of Demand dates was previously recorded incorrectly as 05/12/2024 for all Q2 and Q3 Notes except for the 05/12/2023 Note.

# 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 <a href="https://www.otcmarkets.com">www.otcmarkets.com</a>.

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

Better Health Sciences, Inc, is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives.

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

Better Health Sciences Inc., and Cannascribe Inc.

C. Describe the issuers' principal products or services.

Better Health Sciences, Inc, is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives.

Led by a team of seasoned experts with deep experience in the healthcare and technology sectors, we are dedicated to creating innovative products and services that meet the evolving needs of consumers and healthcare providers alike. Attracting the attention of other industry leaders that recognize the next evolutionary steps in health and wellness has led to the acquisition, unification and strategic partnerships under the Better Health Sciences Inc., banner.

Our portfolio includes a range of products and services, from telemedicine platforms to wellness retreats and natural health remedies. Our solutions are designed to be user-friendly, affordable, and accessible to all, and are built on the latest advances in science and technology.

Better Health Sciences, Inc, wholly owned subsidiary, Cannascribe Inc., has been operating in the medical cannabis industry since 2014 assisting patients obtain their medical licenses to produce and/or obtain medical cannabis from licensed producers ("LPs"). The Company has built a network across Canada consisting of partnerships with LPs, equipment suppliers, product specialists, medical/wellness clinics, educational affiliates, and political and advocacy groups in order to provide the best advice and service to its patients/clients. On March 21, 2024 the Company announced the signing of a Joint Venture agreement that outlines a strategic collaboration focused on marketing and distributing new key products from Better Pets. Under the terms of the agreement, TransGlobal Assets Inc.'s subsidiary, Better Health Sciences Inc., will spearhead the marketing and distribution efforts, leveraging both existing and new channels to reach a wider audience.

### 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.

Better Health Sciences, Inc., is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives.

Led by a team of seasoned experts with deep experience in the healthcare and technology sectors, we are dedicated to creating innovative products and services that meet the evolving needs of consumers and healthcare providers alike. Attracting the attention of other industry leaders that recognize the next evolutionary steps in health and wellness has led to the acquisition, unification and strategic partnerships under the Better Health Sciences Inc., banner.

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Better Health Sciences, Inc, wholly owned subsidiary, Cannascribe Inc., has been operating in the medical cannabis industry since 2014 assisting patients obtain their medical licenses to produce and/or obtain medical cannabis from licensed producers ("LPs"). The Company has built a network across Canada consisting of

partnerships with LPs, equipment suppliers, product specialists, medical/wellness clinics, educational affiliates, and political and advocacy groups in order to provide the best advice and service to its patients/clients.

Better Health Sciences, Inc., and Cannascribe Inc., both lease office space at 11 Buttermill Ave, Concord, Ontario L4K 3X1. The office space includes a lab area, storage space, common area board room and several offices. The lease is \$2,150 per month with an annual term.

# 6) Officers, Directors, and Control Persons

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.

Name of Officer/ Director or Control Person	Affiliation with Company (e.g. Officer Title / Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/ class	Ownership Percentage of Class Outstanding	Name of Control person(s) If a Corporate entity
Kent Strickler	<u>+5%</u>	Siletz, Oregon	99,000	Preferred A	9.9%	
Ilya Strashun	Officer, Director	Toronto, Ontario				
2654776 Ontario Inc.	<u>+5%</u>	Toronto, Ontario	90,000	Preferred B	90%	<u>Ilya Straschun</u>

Confirm that the information in this table matches your public company profile on <a href="www.OTCMarkets.com">www.OTCMarkets.com</a>. If any updates are needed to your public company profile, log in to <a href="www.OTCIQ.com">www.OTCIQ.com</a> to update your company profile.

Effective April 11, 2023, the Preferred "A" Shares of John Phillips, Curtis Philpot, Paul Khan and The Now Corporation was cancelled as part of the February 14, 2023 Acquisition and Merger Agreement which includes the divestment of previous corporate and real estate assets for the return of Convertible Series "A" Preferred Stock.

<u>Effective April 11, 2023, 90,000 Preferred "B" Shares was issued to 2654776 Ontario Inc., a company controlled by Ilya Strashun. These shares provide 2654776 Ontario Inc., with the majority voting control of Transglobal Assets, Inc.</u>

Effective March 6, 2023, Ilya Strashun was appointed as the, CEO, President and Sole Director of the corporation and Curtis Philpot resigned as an officer and director. The Company is in the process of updating the State and OtcMarkets with these changes.

#### 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);

#### No

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;

#### No

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;

#### <u>No</u>

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

#### No

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.

#### <u>No</u>

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

# No

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

### **None**

#### 8) Third Party Service Providers

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Vic Devlaeminck

Address 1: 10013 NE Hazel Dell Avenue, #317

Address 2: Vancouver, WA 98685 Phone: (503) 806-3533

Email: vic@vicdevlaeminck.com

# **Accountant or Auditor**

 Name:
 Ilya Strashun

 Address 1:
 810 Pony Express

 Address 2:
 Cheyenne, WY 82001

 Phone:
 (877) 841-9324

Email: <u>ilya@cannascribe.com</u>

# **Investor Relations**

None

All other means of Investor Communication:

Twitter: <a href="https://twitter.com/TMSH">https://twitter.com/TMSH</a> OTC

Facebook: <a href="https://www.facebook.com/TMSHotc/">https://www.facebook.com/TMSHotc/</a>

#### 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: Ilya Strashun

Title: CEO

Relationship to Issuer: Officer/Director

- 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: Ilya Strashun

Title: CEO

Relationship to Issuer: Officer/Director

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> Accounting knowledge from a University Degree in Technology and Marketing and years of entrepreneurial experience.

Provide the following qualifying financial statements:

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

# **Financial Statement Requirements:**

<sup>&</sup>lt;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. OTC Markets Group Inc.

- 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.

# Financial Statements are attached beginning on page 16

# 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, Ilya Strashun certify that:
  - 1. I have reviewed this Quarterly Disclosure Statement of TransGlobal Assets Inc.;
  - 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.

# 11/14/2024 [Date]

/s/ Ilya Strashun [CEO's Signature]

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

# Principal Financial Officer:

- I, Ilya Strashun certify that:
  - 1. I have reviewed this Quarterly Disclosure Statement of TransGlobal Assets Inc.;
  - 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.

# 11/14/2024 [Date]

/s/ Ilya Strashun [CEO's Signature]

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

# TRANSGLOBAL ASSETS, INC.

# Financial Statements Comparative Balance Sheet

# September 30, 2024 & September 30, 2023 Unaudited

	September 30, 2024	September 30, 2023
Current Assets		
Cash on hand, in bank	5,307	3,597
Accounts receivable	10,921	10,921
Inventory		-
Total current assets	16,228	14,518
Fixed Assets		
Furniture & equipment	25,000	
Total fixed assets	25,000	-
Other Assets		
Intangibles - Better Health Science	2,800,000	2,695,000
Amortization - Better Health Science	(60,000)	
Total other assets	2,740,000	2,695,000
TOTAL ASSETS	2,781,228	2,709,518
LIABILITIES AND SHAREHOLDERS' EQUITY		
LIABILITIES		
Current Liabilities	50044	
Accounts Payable	58,041	62,362
Short-term notes - Other  Total Current Liabilities	58,041	62,362
Total Current Liabilities	36,041	62,362
Long-term Liabilities		
Accrued interest	384,982	405,231
Notes payable TotalLong-term Liabilities	1,154,471 1,539,453	1,167,500 1,572,731
rotalLong-term Liabilities	1,339,433	1,372,731
TOTAL LIABILITIES	1,597,494	1,635,093
SHAREHOLDERS' EQUITY		
Common: 1,500,000,000 shares authorized par value \$0.001; issued and outstanding: 1,646,873,176 at 09/30/2024 and 575,796,256 at 09/30/2023	1,810,873	575,796
Preferred Series A, 1,000,000 shares authorized par value \$0.001; 99,000 issued and outstanding at 09/30/2024 & 09/30/2023	99	99
Preferred Series B, 100,000 shares authorized		
par value \$0.001; 100,000 issued and outstanding at 09/30/2024 & 09/30/2023	100	100
Additional paid in capital	1,574,784	2,504,283
Retained earnings (deficit)	(2,045,148)	(1,888,174)
Current earnings	(156,974)	(117,697)
Total Stockholders' equity	1,183,734	1,074,425
Total liabilities and Stockholders' Equity	2,781,228	2,709,518
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# TRANSGLOBAL ASSETS, INC. Statement of Income and Retained Earnings (Deficit) For the Nine Months Ended September 30, 2024 & September 30, 2023 Unaudited

	September 30, 2024 September 30, 2023							
Revenue								
Sales	\$	132,465 \$	124,329					
Total Revenue		132,465	124,329					
Cost of Goods Sold								
Raw materials								
Licensing & storage		-	-					
Other costs			33,183					
Total Cost of Goods Sold		0	33,183					
Gross Income		132,465	91,146					
Expenses								
Consulting		4,357	7,445					
Amortization - Better Health Science		60,000						
Legal			430					
Advertising and Promotion		3,697	7,702					
Professional fees		2,767	7,524					
Vehicle expense		846	68					
Bank fees		189	263					
Rent		17,750	13,545					
Office expense		14,817	2,600					
Research & Development			508					
Travel & entertainment		773	491					
Payroll expenses		76,535	71,170					
Interest		85,954	82,840					
Equipment		,	,					
Stock maintenance								
Phone		4,551	4,133					
Insurance		5,748	757					
OTC Fees		5,743	6,100					
Transfer Agent Fees		5,712	3,250					
Total Operating Expenses		289,439	208,826					
Net Operating income (loss)		(156,974)	(117,680)					
281,		( = = ,= ,	, , , = = = ,					
Net earnings (loss)		(156,974)	(117,680)					
Retained earnings deficit:								
Beginning of period		(2,045,148)	(1,888,174)					
End of Period	\$	(2,202,122) \$	(2,005,854)					

# TRANSGLOBAL ASSETS, INC. Statement of Cash Flows Retained Earnings (Deficit) For the Nine Months Ended September 30, 2024 & September 30, 2023 Unaudited

	September 30, 2024	September 30, 2023
OPERATING ACTIVITIES		
Net Income (Loss)	(156,974)	(117,680)
Adjustments to reconcile net		
Income (Loss) to net cash		
provided by operations		
Depreciation Amortization	60,000	-
Notes receivable	60,000	(10,921)
Accounts payable	4,321	67,389
Accrued Interest	85,954	07,303
Previous period Accrued Interest Adjustment	(118,970)	54,678
Total Adjustments	31,305	111,146
Net cash provided by		
operating activities	(125,669)	(6,534)
INVESTING ACTIVITIES		
Asset acquisition/divestment		
Net cash provided by investing activities	_	-
FINANCING ACTIVITIES		
Note payable	17,216	10,000
Paid in Surplus	(591,364)	1,061,983
Stock issuance	943,538	100
Net cash from financing activities	369,390	1,072,083
Net cash increase for period	(11,674)	(2,237)
Cash at beginning of period	16,981	10,333
CASH AT END OF PERIOD	5,307	8,096

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# TRANSGLOBAL ASSETS, INC. Statement of Stockholders' Equity September 30, 2024 Unaudited

	Common S	Common Stock				Preferred Stock			Paid In Capital			Accumulated Earnings		Total Stockholders' Equity	
	Share	An	nount	Sł	nare	An	nount		_						
Balance - 12/31/18	212,874,719	\$	212,875						\$	636,710	\$	(679,137)	\$	170,448	
Net income (loss) – 12/31/19											\$	125,628	\$	125,628	
Balance - 12/31/19 Net income (loss) -	212,874,719	\$	212,875	\$	0	\$		0	\$	636,710		(553,509)	•	296,076	
12/31/20											\$	(456,893)		(456,893)	
Balance - 12/31/20	212,874,719	\$	212,875	\$	0	\$		0	\$	636,710	\$	(1,010,402)	\$	(160,817)	
acquisition/issuance Net income (loss) –	87,229,231	\$	87,229						\$	769,457			\$	856,686	
12/31/21											\$	(515,918)	\$	(515,918)	
Balance - 12/31/21	300,103,950	\$	300,104	\$	0	\$		0	\$	1,406,167	\$	(1,526,320)	\$	179,951	
Stock Issuance	62,000,000	\$	62,000							36,133			\$	98,133	
Net income (loss) – 12/31/22											\$	(361,854)	\$	(361,854)	
Balance - 12/31/22	362,103,950	\$	362,104	\$	0	\$		0	\$	1,442,300	\$	(1,888,174)	\$	(83,770)	
Stock Issuance Adjustments to previous period Preferred A Stock	505,230,765	\$	505,231	\$	10,000	\$		10	\$	(338,135)			\$	167,106	
Issuance				\$	1,000,000	\$	1,0	000					\$	1,000	
Stock Cancellation				\$	(901,000)		(9	01)					\$	(901)	
Acquisition of BHS				\$	90,000	\$		90	\$	1,061,983			\$	1,062,073	
Net income (loss) – 12/31/23											\$	(156,974)	\$	(156,974)	
Balance - 12/31/23	867,334,715	\$	867,335	\$	199,000	\$	1	199	\$	2,166,148	\$	(2,045,148)	\$	988,534	
Stock Issuance	943,538,461	\$	943,538						\$	(591,364)			\$	352,174	
Net income (loss) – 09/30/24											\$	(156,974)	¢	(156,974)	
Balance - 09/30/24	1,810,873,176	\$	1,810,873		199,000			199	\$	1,574,784		(2,202,122)		1,183,734	

# TRANSGLOBAL ASSETS, INC. September 30, 2024 NOTES TO FINANCIAL STATEMENTS

#### **NOTE 1- NATURE OF OPERATIONS**

# **Nature of Operations**

The Company was incorporated in the state of Nevada January 30, 2007. The Company is committed to a series of self-sustaining Hemp Ranches. Each hemp ranch will be vertically integrated from acres allocated, to outdoor cultivation and indoor greenhouses, to warehouses for processing farm grown hemp into textiles, Hemp Crete & plastics. We will also be processing all-natural products for Monster Elixir, a wholly owned retail company (formed on January 14th, 2020).

On February 14, 2023, the Company acquired Better Health Sciences, Inc., and its subsidiaries for 90,000 Convertible Series "B" Preferred Stock. Better Health Sciences, Inc, is a pioneer in transforming the health and wellness industries through cutting-edge products and services. Our products and services are focused on being at the forefront of the health and wellness sectors, developing technologies and solutions that are driving industry growth and transforming lives. On September 26, 2023 Better Health Sciences, Inc., acquired the assets of Synergy Health Services Inc., and placed a conservative value of \$350,000 for the assets.

Led by a team of seasoned experts with deep experience in the healthcare and technology sectors, we are dedicated to creating innovative products and services that meet the evolving needs of consumers and healthcare providers alike. Attracting the attention of other industry leaders that recognize the next evolutionary steps in health and wellness has led to the acquisition, unification and strategic partnerships under the Better Health Sciences Inc., banner.

Our portfolio includes a range of products and services, from telemedicine platforms to wellness retreats and natural health remedies. Our solutions are designed to be user-friendly, affordable, and accessible to all, and are built on the latest advances in science and technology.

Better Health Sciences, Inc, wholly owned subsidiary, Cannascribe Inc., has been operating in the medical cannabis industry since 2014 assisting patients obtain their medical licenses to produce and/or obtain medical cannabis from licensed producers ("LPs"). The Company has built a network across Canada consisting of partnerships with LPs, equipment suppliers, product specialists, medical/wellness clinics, educational affiliates, and political and advocacy groups in order to provide the best advice and service to its patients/clients.

Furthermore, the February 14, 2023 Acquisition and Merger Agreement included the divestment of previous corporate and real estate assets for the return of Convertible Series "A" Preferred Stock.

On March 21, 2024 the Company announced the signing of a Joint Venture agreement that outlines a strategic collaboration focused on marketing and distributing new key products from Better Pets. Under the terms of the agreement, TransGlobal Assets Inc.'s subsidiary, Better Health Sciences Inc., will spearhead the marketing and distribution efforts, leveraging both existing and new channels to reach a wider audience.

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

#### **Basis of Presentation**

These financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America.

#### **NOTE 3 - FISCAL YEAR**

The Company's fiscal year ends on December 31.

#### **NOTE 4 - STOCKHOLDERS' EQUITY**

The company's capitalization is 2,500,000,000 common shares with a par value of \$.001 per share, 1,000,000 Series "A" preferred shares with a par value of \$.001 per share, 100,000 Series "B" preferred shares with a par value of \$.001 per share

#### **NOTE 5 - LONG-TERM DEBT**

As of September 30, 2024, the Company had the following long-term debt:

\$150,000 owed to Curtis Philpot. The current balance of the debt includes interest and has a maturity date of March 15, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for an asset purchase.

\$75,000 owed to Celeste Phillips. The current balance of the debt includes interest and has a maturity date of October 5, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$400,000 owed to John Phillips. The current balance of the debt includes interest and has a maturity date of October 5, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for an asset purchase.

\$50,000 owed to Augustus Redmond. The current balance of the debt includes interest and has a maturity date of October 26, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$75,000 owed to Lucretia Brown. The current balance of the debt includes interest and has a maturity date of November 10, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$250,000 owed to Paul Khan. The current balance of the debt includes interest and has a maturity date of November 30, 2021. The debt is convertible at a 50% discount to market price. This debt was incurred for consulting services.

\$150,000 owed to Curtis Philpot. The current balance of the debt includes interest and has a maturity date of November 4th 2022. The debt is convertible at a 50% discount to market price. This debt was incurred for an asset purchase.

\$1,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after May 12th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$2,500 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after May 24th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$1,500 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after June 14th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after June 29th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after Aug 7th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$2,500 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after September 20th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$4,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after November 13th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after November 21st 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after December 7th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after December 13th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$5,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after December 20th 2024. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$216 owed to Branalex Financial Group Ltd. The current balance of the debt includes interest and is Due on Demand after February 3rd 2025. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$10,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after February 22nd, 2025. The debt is convertible at \$0.0001 and/or 50% discount to market price.

\$7,000 owed to Legion Financial Consultants Ltd. The current balance of the debt includes interest and is Due on Demand after April 11th, 2025. The debt is convertible at \$0.0001 and/or 50% discount to market price.

#### **NOTE 6 - PREFERRED STOCK ISSUANCE AND CANCELLATION**

Effective April 11, 2023, the Preferred "A" Shares of John Phillips, Curtis Philpot, Paul Khan and The Now Corporation was cancelled as part of the February 14, 2023 Acquisition and Merger Agreement which includes the divestment of previous corporate and real estate assets for the return of Convertible Series "A" Preferred Stock.

Effective April 11, 2023, 90,000 Preferred "B" Shares was issued to 2654776 Ontario Inc., a company controlled by Ilya Strashun. These shares provide 2654776 Ontario Inc., with the majority voting control of Transglobal Assets, Inc.

Effective March 6, 2023, Ilya Strashun was appointed as the, CEO, President and Sole Director of the corporation and Curtis Philpot resigned as an officer and director. The Company is in the process of updating the State and OTCMarkets with these changes.