

## **Titan NRG, Inc.,**

4255 N. Sullinger Ave. Tucson, AZ. 85705

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520-743-3000

<http://www.titannrq.com>

[ir@titannrq.com](mailto:ir@titannrq.com)

SIC:6719

# **Annual Report**

For the period ending: 03/31/2024 (the "Reporting Period")

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

109,522,683 as of 03/31/2024 (Current Reporting Period Date or More Recent Date)

107,621,095 as of 03/31/2023 (Most Recent Completed Fiscal Year End)

### **Shell Status**

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

Yes:  No:

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

Yes:  No:

### **Change in Control**

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

Yes:  No:

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

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

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

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

The name of the issuer is Titan NRG, Inc.

The previous name of the issuer was AgriSolar Solutions, Inc. until 02-04-2022

The previous name of the issuer was V2K International, Inc. until 02-2010

Current State and Date of Incorporation or Registration: Wyoming 02/04/2022

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

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

The company was incorporated in the State of Colorado from its inception until 02-04-2022

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

N/A

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

The Company entered into a merger agreement with APE Titan NRG, Inc., and its subsidiaries (NRG Dynamics, LLC., NRG Rail, LLC., APE Fuels, Inc., Vespene, LLC.), primarily engaged in the sale and transportation of Liquefied Petroleum Gases based in Tucson, Arizona, and that merger is effective 02-04-2022 with Titan NRG, Inc. as the surviving corporation.

Address of the issuer's principal executive office:

4255 N. Sullinger Ave.  
Tucson, AZ. 85705

Address of the issuer's principal place of business:

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

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

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

On October 14, 2020, The District Court of Denver County, Colorado entered an Order, case number 2020CV33134, to appoint Synergy Management Group LLC., as custodian of AgriSolar Solutions, Inc. Pursuant to the order, Synergy Management Group LLC., had authority to exercise all of the powers of the corporation, through or in place of its board of directors, to the extent necessary to manage the business and affairs of the corporation. On December 9, 2020, the Court granted a motion to discharge the custodian.

## 2) Security Information

### Transfer Agent

Name: EQ Shareowner Services  
Phone: 303-282-4800  
Email: issuerservices@equiniti.com  
Address: 1110 Centre Pointe Curve, Suite 101  
Mendota Heights, MN. 55120

### Publicly Quoted or Traded Securities:

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

Trading symbol:	<u>TTNN</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>037523107</u>	
Par or stated value:	<u>.001</u>	
Total shares authorized:	<u>850,000,000</u>	as of date: <u>03/31/2024</u>
Total shares outstanding:	<u>109,522,683</u>	as of date: <u>03/31/2024</u>
Number of shares in the Public Float <sup>1</sup> :	<u>10,470,068</u>	as of date: <u>03/31/2024</u>
Total number of shareholders of record:	<u>58</u>	as of date: <u>03/31/2024</u>

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

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

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Exact title and class of the security:	<u>Special 2020 Series A Preferred</u>	
CUSIP (if applicable):	<u>N/A</u>	
Par or stated value:	<u>\$.001</u>	
Total shares authorized:	<u>30</u>	as of date: <u>03/31/2024</u>
Total shares outstanding (if applicable):	<u>30</u>	as of date: <u>03/31/2024</u>
Total number of shareholders of record (if applicable):	<u>1</u>	as of date: <u>03/31/2024</u>

Exact title and class of the security:	<u>Series 10x Convertible Preferred</u>	
CUSIP (if applicable):	<u>N/A</u>	
Par or stated value:	<u>\$.001</u>	
Total shares authorized:	<u>30,000,000</u>	as of date: <u>03/31/2024</u>
Total shares outstanding (if applicable):	<u>29,328,280</u>	as of date: <u>03/31/2024</u>
Total number of shareholders of record (if applicable):	<u>41</u>	as of date: <u>03/31/2024</u>

<sup>1</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

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

\_\_\_\_\_

**Security Description:**

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

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

-Standard rights for common stock provided by State Statute

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

-Special 2020 Series A Preferred: No dividends, 60% of all votes, conversion 10,000,000 shares of common stock, no liquidation rights

-Series 10x Convertible Preferred: No dividends, No voting rights, conversion 10 shares of common stock, Liquidation rights of holders shall be entitled to receive, prior and in preference to any distribution of any of the assets or surplus funds of the Corporation to the holders of Common 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**

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

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

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

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

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

Shares Outstanding as of Second Most Recent Fiscal Year End: Opening Balance Date <u>03/31/2022</u> Common: <u>119,709,856</u> Preferred: <u>29,353,280</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  *You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>08/05/2022</u>	<u>Cancellation</u>	<u>12,751,500</u>	<u>Common</u>	<u>See(1) Below</u>	<u>N/A</u>	<u>Multiple</u> <u>See(1) Below</u>	<u>Return to Company via Court Order</u>	<u>Restricted</u>	<u>Common</u>
<u>12/20/2022</u>	<u>New Issuance</u>	<u>662,739</u>	<u>Common</u>	<u>.15</u>	<u>Yes</u>	<u>Various Employees and Contractors</u>	<u>Bonus Compensation</u>	<u>Restricted</u>	<u>Common</u>
<u>03/31/2023</u>	<u>Shares Returned to Treasury</u>	<u>540,000</u>	<u>Common</u>	<u>.065</u>	<u>No</u>	<u>Titan NRG, Inc. Treasury</u> <u>See(4) Below</u>	<u>Shares returned to Treasury</u>	<u>Restricted</u>	<u>Common</u>
<u>06/20/2023</u>	<u>New Issuance</u>	<u>72,464</u>	<u>Common</u>	<u>.67</u>	<u>No</u>	<u>Outside the Box Capital</u> <u>See(2) below</u>	<u>Advertisement/ Stock Awareness</u>	<u>Restricted</u>	<u>Common</u>
<u>09/27/2023</u>	<u>Preferred Share Conversion</u>	<u>20,000</u>	<u>Series 10x Preferred</u>	<u>1.00</u>	<u>No</u>	<u>Paine in the Assets</u> <u>See(3) Below</u>	<u>10x Preferred Share Conversion</u>	<u>Restricted</u>	<u>Preferred</u>
<u>09/27/2023</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>.10</u>	<u>Yes</u>	<u>Paine in the Assets</u> <u>See(3) below</u>	<u>10x Preferred Share conversion</u>	<u>Unrestricted</u>	<u>Common</u>
<u>09/28/2023</u>	<u>Preferred Shares Returned to Treasury</u>	<u>5,000</u>	<u>Series 10x Preferred</u>	<u>1.00</u>	<u>No</u>	<u>Joshua Miller</u>	<u>Shares returned to Treasury</u>	<u>Restricted</u>	<u>Preferred</u>
<u>12/20/2023</u>	<u>New Issuance</u>	<u>719,124</u>	<u>Common</u>	<u>.15</u>	<u>No</u>	<u>Various Employees and Contractors</u>	<u>Bonus Compensation</u>	<u>Restricted</u>	<u>Common</u>
<u>03/19/2024</u>	<u>New Issuance</u>	<u>1,200,000</u>	<u>Common</u>	<u>.10</u>	<u>Yes</u>	<u>Alex R. Majalca Jr.</u>	<u>Officer Compensation</u>	<u>Restricted</u>	<u>Common</u>
<u>03/19/2024</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>.10</u>	<u>Yes</u>	<u>Henry Varga</u>	<u>Officer Compensation</u>	<u>Restricted</u>	<u>Common</u>
<u>03/19/2024</u>	<u>Shares Returned to Treasury</u>	<u>250,000</u>	<u>Common</u>	<u>.15</u>	<u>No</u>	<u>Titan NRG, Inc. Treasury</u> <u>See(4) Below</u>	<u>Shares returned to Treasury</u>	<u>Restricted</u>	<u>Common</u>

Shares Outstanding on Date of This Report: Ending Balance: Date <u>03/31/2024</u> Common: <u>109,522,683</u> Preferred: <u>29,328,280</u>	
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**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.**

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

1. On May 18th, 2022 the 2<sup>nd</sup> Judicial district court of Denver County, CO. ordered shares to be canceled. On August 5<sup>th</sup>, 2022, the Transfer Agent executed the court order to cancel 12,751,500 of restricted common shares.
2. Jason Coles is the control person for Outside the Box Capital.
3. Joushua Paine is the control person for Paine in the Assets.
4. Alex R. Majalca Jr. is the control person for Titan NRG, Inc.

## B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder.  *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____

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

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

N/A

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

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

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

The Issuer has planned and executed an acquisition of APE Titan NRG, Inc., a company primarily engaged in the sale and transportation of liquefied petroleum gas. The acquisition was effected on 02-04-2022

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

Titan NRG Partners, LLC

As of the date of this filing, Titan NRG Partners, LLC. owns 100% of the Special 2020 Series A Convertible Preferred Stock which holds 60% voting rights over all shares. Titan NRG Partners, LLC. owns 29,000,000 Series 10x Convertible Preferred Stock. Titan NRG Partners, LLC. also owns 66,347,434 of unrestricted common shares.

C. Describe the issuers' principal products or services.

The Company is primarily engaged in the sale and transportation of liquefied petroleum gas.

**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.

**See "Issuer's Facilities Exhibit A" attached at the end of this document**

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

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

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

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

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

<b>Names of All Officers, Directors, and Control Persons</b>	<b>Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)</b>	<b>Residential Address (City / State Only)</b>	<b>Number of shares owned</b>	<b>Share type/class</b>	<b>Ownership Percentage of Class Outstanding</b>	<b>Names of control person(s) if a corporate entity</b>
<u>Ginger Cunningham</u>	<u>Director, Owner of more than 5%</u>  See(1) Below	<u>Tucson, AZ.</u>	<u>69,798,206</u>  See(1) Below	<u>Common</u>	<u>~63.73%</u>	<u>Titan NRG Partners, LLC.</u>
<u>Alex Majalca Jr.</u>	<u>Director, President, CEO</u>	<u>Tucson, AZ.</u>	<u>7,038,532</u>	<u>Common</u>	<u>~6.42</u>	<u>Titan NRG Partners, LLC.</u>

Henry Varga	Director, Secretary, Treasurer, CFO	Kingman, AZ	7,849,645	Common	~7.16	
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Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, log in to [www.OTCIQ.com](http://www.OTCIQ.com) to update your company profile.

1. **As of the date this report was filed, Ginger Cunningham is the control person for Titan NRG Partners LLC., with a corporate address of 4255 N. Sullinger Ave, Tucson, AZ. 85705. Titan NRG Partners LLC., owns 30 shares of the Special 2020 Series A Preferred Stock, which has 60% of all outstanding voting rights of the Company and each share can be converted into 10,000,000 shares of common stock. Titan NRG Partners, LLC., owns 29,000,000 Series 10x Convertible Preferred shares. Titan NRG Partners LLC., also owns 66,347,434 shares of common stock.**

## 7) Legal/Disciplinary History

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

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

None

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

None

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

None

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

None

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

None

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

None



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

None

### 8) Third Party Service Providers

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

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Richard W. Jones  
Firm: Jones & Haley, P.C.  
Address 1: 750 Hammond Dr. Building 12, Suite 100  
Address 2: Atlanta, Georgia 30328  
Phone: 770-804-0500  
Email: jones@corplaw.net

Accountant or Auditor

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

Investor Relations

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

*All other means of Investor Communication:*

Twitter: @TitanNRG  
Discord:  
LinkedIn  
Facebook:  
[Other ]

## Other Service Providers

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

Name: Mark Smith  
Firm: NOW CFO, LLC.  
Nature of Services: Accounting Services  
Address 1: 410 N. Scottsdale Rd. Floor 10  
Address 2: Tempe, Arizona 85281  
Phone: 855-974-6267  
Email: mark.smith@nowcfo.com

## 9) Disclosure & Financial Information

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

Name: Alex R. Majalca Jr.  
Title: Chief Executive Officer, President  
Relationship to Issuer: Director, President, CEO

B. The following financial statements were prepared in accordance with:

- IFRS  
 U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: Henry Varga  
Title: Chief Financial Officer/Secretary/Treasurer  
Relationship to Issuer: Director, Secretary/Treasurer, CFO

*Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup>*

Henry Varga's career spans more than 40 years of varied experience including financial management, business leadership and corporate strategy. He holds professional titles such as Certified Public Accountant, Global Financial Management Accountant, and numerous Financial Forensics certifications.

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

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

**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, Alex R. Majalca Jr. certify that:

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

06/28/2024 [Date]

/s/ Alex R. Majalca Jr. [CEO's Signature]

Chief Executive Officer

*Principal Financial Officer:*

I, Henry Varga certify that:

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

06/28/2024 [Date]

/s/ Henry Varga [CFO's Signature]

Chief Financial Officer

**TITAN NRG, INC  
AND SUBSIDIARIES**

ANNUAL REPORT

(Unaudited)

For the twelve months ended  
March 31, 2024 and March 31, 2023

**TITAN NRG, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	<u>March 31, 2024</u>	<u>March 31, 2023</u>
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	\$ 984,657	\$ 987,616
<b>TOTAL CASH</b>	<u>984,657</u>	<u>987,616</u>
<b>ACCOUNTS RECEIVABLE</b>		
Accounts Receivable	1,005,704	1,029,352
<b>TOTAL ACCOUNTS RECEIVABLE</b>	<u>1,005,704</u>	<u>1,029,352</u>
<b>OTHER CURRENT ASSETS</b>		
Other Current Assets	327,332	602,813
Inventory	71,593	25,197
Current Portion of Other Assets	70,527	-
<b>TOTAL OTHER CURRENT ASSETS</b>	<u>469,453</u>	<u>628,010</u>
<b>CAPITAL ASSETS</b>		
Capital Assets	6,414,254	5,741,373
Minus: Accumulated Depreciation	(5,520,452)	(5,443,897)
<b>TOTAL CAPITAL ASSETS</b>	<u>893,802</u>	<u>297,476</u>
<b>OTHER ASSETS</b>		
Other Assets	21,464,507	21,573,284
Minus Current Portion of Other Assets	(70,527)	-
<b>TOTAL OTHER ASSETS</b>	<u>21,393,980</u>	<u>21,573,284</u>
<b>TOTAL ASSETS</b>	<u>\$ 24,747,596</u>	<u>\$ 24,515,738</u>

**TITAN NRG, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	<b>March 31, 2024</b>	<b>March 31, 2023</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES</b>		
Accounts Payable	\$ 691,456	\$ 479,822
<b>TOTAL ACCOUNTS PAYABLE</b>	691,456	479,822
<b>OTHER CURRENT LIABILITIES</b>		
Other Current Liabilities	253,579	305,175
Current Portion of Long Term Liability	645,310	93,049
<b>TOTAL OTHER CURRENT LIABILITIES</b>	898,889	398,224
<b>TOTAL CURRENT LIABILITIES</b>	\$ 1,590,345	\$ 878,046
<b>LONG-TERM LIABILITIES</b>		
Long-Term Liabilities, Related Parties, net	3,061,261	3,136,216
Long-Term Liabilities, Un-related Parties, net	1,769,484	2,760,455
<b>TOTAL LONG-TERM LIABILITIES</b>	4,830,745	5,896,671
<b>COMMITMENTS AND CONTINGENCIES</b>		
<b>STOCKHOLDERS' DEFICIT</b>		
Preferred Stock		
Series 10x Conv. - 50,000,000 shares authorized, stated value \$0.001 each,		
29,353,250 issued and 29,353,250 outstanding at March 31, 2023		29,353
29,353,250 issued and 29,328,250 outstanding at March 31, 2024	29,328	
Special 2020 Series A - 30 shares authorized, par value \$0.001 each		
30 issued and 30 outstanding at March 31, 2023		
30 issued and 30 outstanding at March 31, 2024	-	-
Common Stock		
850,000,000 shares authorized, par value \$0.001 each		
107,621,095 issued and 107,081,095 outstanding at March 31, 2023		107,621
110,312,683 issued and 109,522,683 outstanding at March 31, 2024	110,312	
Treasury Stock	(69,000)	(16,000)
Additional Paid-In Capital	16,820,226	16,079,307
Accumulated Deficit	1,435,640	1,540,741
<b>TOTAL STOCKHOLDERS' EQUITY</b>	18,326,506	17,741,021
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	\$ 24,747,596	\$ 24,515,738

**TITAN NRG, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Unaudited)

	<u>Three Months Ended March 31, 2024</u>	<u>Three Months Ended March 31, 2023</u>	<u>Twelve Months Ended March 31, 2024</u>	<u>Twelve Months Ended March 31, 2023</u>
<b>REVENUE</b>				
Sales, net	\$ 3,037,974	\$ 4,332,576	\$ 8,907,495	\$ 10,491,054
<b>TOTAL INCOME</b>	<u>3,037,974</u>	<u>4,332,576</u>	<u>8,907,495</u>	<u>10,491,054</u>
<b>COST OF GOODS SOLD</b>	<u>1,704,254</u>	<u>3,586,598</u>	<u>5,066,508</u>	<u>7,373,279</u>
<b>GROSS PROFIT</b>	1,333,720	745,978	3,840,987	3,117,776
<b>OPERATING EXPENSES</b>				
Operating Expenses	894,694	665,281	2,780,248	2,493,797
<b>TOTAL OPERATING EXPENSES</b>	<u>894,694</u>	<u>665,281</u>	<u>2,780,248</u>	<u>2,493,797</u>
<b>NET OPERATING INCOME/(LOSS)</b>	<u>439,026</u>	<u>80,697</u>	<u>1,060,739</u>	<u>623,979</u>
<b>OTHER INCOME</b>				
Interest Income	382	23,549	1,494	23,761
<b>TOTAL OTHER INCOME</b>	<u>382</u>	<u>99,549</u>	<u>1,494</u>	<u>99,761</u>
<b>OTHER EXPENSE</b>				
Interest Expense	(25,898)	5,171	145,210	12,555
Income Tax Expense	160,749	166,224	271,473	166,225
<b>TOTAL OTHER EXPENSE</b>	<u>134,851</u>	<u>171,395</u>	<u>416,683</u>	<u>178,779</u>
<b>NET COMPREHENSIVE INCOME (LOSS)</b>	<u>\$ 304,557</u>	<u>\$ 8,851</u>	<u>\$ 645,550</u>	<u>\$ 544,961</u>
Net income/(loss) per common share - basic	<u>\$ 0.00280</u>	<u>\$ 0.00008</u>	<u>\$ 0.00596</u>	<u>\$ 0.00481</u>
Weighted Average Common Shares Outstanding - basic	<u>108,672,683</u>	<u>107,081,095</u>	<u>108,301,889</u>	<u>113,395,476</u>
Net income/(loss) per common share - diluted	<u>\$ 0.00043</u>	<u>\$ 0.00001</u>	<u>\$ 0.00092</u>	<u>\$ 0.00077</u>
Weighted Average Common Shares Outstanding - diluted	<u>701,955,183</u>	<u>700,613,595</u>	<u>701,709,389</u>	<u>706,927,976</u>

**TITAN NRG, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Unaudited)

	<b>Three Months Ended March 31, 2024</b>	<b>Three Months Ended March 31, 2023</b>	<b>Twelve Months Ended March 31, 2024</b>	<b>Twelve Months Ended March 31, 2023</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>				
Receipts:				
Collections from Customers	\$ 2,776,829	\$ 4,022,727	\$ 8,931,143	\$ 10,258,625
Interest & Other Income	382	99,549	1,494	99,761
Total Cash Receipts	<u>2,777,211</u>	<u>4,122,276</u>	<u>8,932,637</u>	<u>10,358,386</u>
Payments:				
To Suppliers	(1,473,653)	(3,139,640)	(4,601,921)	(6,717,429)
To Employees	(582,706)	(392,774)	(1,090,679)	(1,375,316)
Payments for Operating Expenses	(560,670)	(492,359)	(2,404,240)	23,295
For Interest	25,898	(5,171)	(145,210)	(12,555)
Total Cash Payments	<u>(2,591,131)</u>	<u>(4,029,944)</u>	<u>(8,242,050)</u>	<u>(8,082,004)</u>
<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>186,080</b>	<b>92,331</b>	<b>690,587</b>	<b>2,276,383</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>				
Acquisition of Capital Assets	(126,180)	2,340,024	(672,880)	367,620
Notes Receivable	60,000	-	60,000	-
Decrease in Treasury Stock Deposit	-	-	5,000	-
Decrease in Subsidiary Stock	-	(5,240,236)	-	(5,240,236)
Collection of Loans	(40,738)	38,338	43,776	38,338
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<b>(106,918)</b>	<b>(2,861,874)</b>	<b>(564,104)</b>	<b>(4,834,278)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>				
Notes Payable	-	3,136,216	(76,417)	3,136,216
Proceeds from issuance of Common Stock	(25)	-	(25)	-
Purchase of Treasury Stock	-	-	(53,000)	(16,000)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>(25)</b>	<b>3,136,216</b>	<b>(129,442)</b>	<b>3,120,216</b>
<b>NET INCREASE (DECREASE) IN CASH</b>	<b>79,137</b>	<b>366,673</b>	<b>(2,959)</b>	<b>562,321</b>
<b>CASH BALANCE, BEGINNING OF PERIOD</b>	<b>905,520</b>	<b>620,943</b>	<b>987,616</b>	<b>425,296</b>
<b>CASH BALANCE, END OF PERIOD</b>	<b><u>\$ 984,657</u></b>	<b><u>\$ 987,616</u></b>	<b><u>\$ 984,657</u></b>	<b><u>\$ 987,616</u></b>



**TITAN NRG, INC. AND SUBSIDIARIES**  
**CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY**  
**(Unaudited)**

	Preferred Series 10x Shares	Preferred Series 10x Amount	Preferred Special 2020 Ser. A Shares	Preferred Special 2020 Ser. A Amount	Common Stock Shares	Common Stock Amount	Treasury Stock	Additional Paid-In Capital	Accumulated Deficit	Total
<b>BALANCE - March 31, 2022</b>	29,353,250	\$ 29,353	30	\$ -	119,709,856	\$ 119,710	\$ -	\$ 16,357,582	\$ (1,719,253)	\$ 14,787,392
Net Income/(Loss)	-	-	-	-	-	-	-	-	544,961	544,961
Acquired Accumulated Deficit	-	-	-	-	-	-	-	-	2,305,515	2,305,515
Stock Conversion	-	-	-	-	-	-	-	-	-	-
Common Stock Issued for Compensation/ Rent Payable	-	-	-	-	662,739	663	-	-	119,293	119,956
Investment in Subsidiaries	-	-	-	-	-	-	-	(290,224)	290,224	-
Change in Stock	-	-	-	-	(13,291,500)	(12,752)	(16,000)	11,950	-	(16,803)
<b>BALANCE - March 31, 2023</b>	29,353,250	\$ 29,353	30	\$ -	107,081,095	\$ 107,621	\$ (16,000)	\$ 16,079,307	\$ 1,540,741	\$ 17,741,021
Net Income/(Loss)	-	-	-	-	-	-	-	-	645,550	645,550
Acquired Accumulated Deficit	-	-	-	-	-	-	-	-	-	-
Stock Conversion	(20,000)	(20)	-	-	200,000	200	-	-	-	180
Common Stock Issued for Compensation/ Rent Payable	-	-	-	-	2,491,588	2,492	-	685,541	(695,273)	(7,240)
Investment in Subsidiaries	-	-	-	-	-	-	-	55,378	(55,378)	-
Change in Stock	(5,000)	(5)	-	-	(250,000)	-	(53,000)	-	-	(53,005)
<b>BALANCE - March 31, 2024</b>	<u>29,328,250</u>	<u>\$ 29,328</u>	<u>30</u>	<u>\$ -</u>	<u>109,522,683</u>	<u>\$ 110,312</u>	<u>\$ (69,000)</u>	<u>\$ 16,820,226</u>	<u>\$ 1,435,640</u>	<u>\$ 18,326,506</u>

## NOTE 1 – ORGANIZATION AND NATURE OF OPERATIONS

Titan NRG, Inc. (the “Company”, “we”, “us” or “our”), a Wyoming corporation, has a fiscal year end of March 31 and is listed on the OTC Pink Markets under the trading symbol TTNN. The Company had abandoned its business and failed to take steps to dissolve, liquidate and distribute its assets. It had also failed to meet the required reporting requirements with the Colorado Secretary of State, hold an annual meeting of stockholders and pay its annual franchise tax from 2012 to 2020 which resulted in its Colorado charter being revoked. The Company also failed to provide adequate current public information as defined in Rule 144, promulgated under the Securities Act of 1933, and was thus subject to revocation by the Securities and Exchange Commission pursuant to Section 12(k) of the Exchange Act. In September 2020, a shareholder filed a petition for custodianship, with the District Court, Denver County, Colorado and was appointed as the custodian of the Company in October 2020. The Company’s Colorado charter was reinstated on October 17, 2020, and all required reports were filed with the State of Colorado soon after. The custodian was not able to recover any of the Company’s accounting records from previous management but was able to get the shareholder information hence the Company’s outstanding common shares were reflected in the equity section of the accompanying unaudited financial statements for fiscal year ended 2019 and 2018.

On September 11, 2020, a petition was filed against AgriSolar Solutions, Inc. in the District Court of Denver County, Colorado, under case number 20CV33134 by Synergy Management Group LLC, along with an Application for Appointment of Custodian, after several attempts to locate prior management and reinstate the Company’s Colorado charter, which had been revoked.

On October 14, 2020, the District Court of Denver County, Colorado entered an Order Appointing Custodian, case number 2020CV33134, to appoint Synergy Management Group LLC as custodian of AgriSolar Solutions, Inc. Pursuant to the order, Synergy Management Group LLC has authority to exercise all of the powers of the corporation, through or in place of its board of directors, to the extent necessary to manage the business and affairs of the corporation.

On March 31st, 2021, in a private transaction, DTC Group LLC., entered into a Securities Purchase Agreement (the “SPA”) with Titan NRG Partners LLC., a Wyoming limited liability company, to sell the Special 2020 Series A Preferred Stock. Upon closing of the SPA on March 31st, 2021, Titan NRG Partners LLC., acquired 60% voting control of the Company.

On July 14<sup>th</sup>, 2021, the Company amended and restated the articles of incorporation the aggregate number of shares that the Corporation will have the authority to issue is Nine Hundred Million (900,000,000), of which Eight Hundred and Fifty Million (850,000,000) will be Common Stock, with a par value of \$0.001 per share, and Fifty Million (50,000,000) shares will be preferred stock, with a par value of \$0.001 per share.

On July 22<sup>nd</sup>, 2021, The Company added an attachment to the articles of amendment stating new replacement Text of Exhibit A – Certificate of Designation of Special 2020 Series A Preferred Stock adopted by the Board of Directors and Shareholders of the Special 2020 Series A Preferred Stock: The 2020 Series A Preferred Stock stockholders, voting together as a class, are entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action and consideration. The 2020 Series A preferred Stock shall not be divided into fractional shares.

On February 4<sup>th</sup>, 2022, the merger between AgriSolar Solutions, Inc. and APE Titan NRG, Inc. was completed, and the domicile of the Company was changed from Colorado to Wyoming. All subsidiary companies and assets were transferred at that time, and the name of the Company was changed to Titan NRG, Inc. with a new ticker symbol TTNN.

## NOTE 2 – BASIS OF PRESENTATION

### Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. The financial statements include the financial statements of the Company and its subsidiaries. All intercompany transactions have been eliminated.

## NOTE 3 - SIGNIFICANT ACCOUNTING POLICIES

### Use of Estimates

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

### Cash and Cash Equivalents

For purposes of the statement of cash flows, cash equivalents include demand deposits, money market funds, and all highly liquid debt instruments with original maturities of three months or less.

As of March 31, 2024, the Company's cash and cash equivalents consisted of \$984,332 and \$987,616, respectively. The Company maintains its cash in banks insured by the Federal Deposit Insurance Corporation in accounts that at times may be in excess of the federally insured limit of \$250,000 per bank. The Company minimizes this risk by placing its cash deposits with major financial institutions. At March 31, 2024 and 2023 the uninsured balances amounted to \$82,928 and \$104,419, respectively. There is a risk the Company may lose uninsured balances over the FDIC insurance limit.

### Accounts Receivables, net

We manage credit risk associated with our accounts receivables at the customer level. Because the same customers typically generate the revenues that are accounted for under both Accounting Standards Codification Topic 606, Revenue from Contracts with Customers (Topic 606) and Accounting Standards Codification Topic 326, Credit Losses (Topic 326), the discussions below on credit risk and our allowances for doubtful accounts address our total revenues from Topic 606 and Topic 326.

We believe the concentration of credit risk, with respect to our receivables, is limited because our customer base is comprised of a number of geographically diverse customers. We manage credit risk through credit approvals and other monitoring procedures.

Pursuant to Topic 326 for our accounts receivables, we maintain an allowance for doubtful accounts that reflects our estimate of our expected credit losses. Our allowance is estimated using a loss rate model based on delinquency. The estimated loss rate is based on our historical experience with specific customers, our understanding of our current economic circumstances, reasonable and supportable forecasts, and our own judgment as to the likelihood of ultimate payment based upon available data. We believe our credit risk is somewhat mitigated by our geographically diverse customer base and our credit evaluation procedures. The actual rate of future credit losses, however, may not be similar to past experience. Our estimate of doubtful accounts could change based on changing circumstances, including changes in the economy or in the particular circumstances of individual customers. Accordingly, we may be required to increase or decrease our allowance for doubtful accounts. Based on management's evaluation, there is a balance in the allowance for doubtful accounts of \$18,197 and \$19,024 as of March 31, 2024 and 2023, respectively.

Other current assets

Other current assets consist primarily of prepaid assets, such as insurance for equipment and vehicles and annual vehicle registration. There are also various miscellaneous receivables incurred in the course of working with owner operator drivers.

Fair Value of Financial Instruments

The FASB issued ASC 820-10, Fair Value Measurements and Disclosures, for financial assets and liabilities. ASC 820-10 provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. ASC 820-10 defines fair value as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. ASC 820- 10 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required by the standard that the Company uses to measure fair value:

Level 1: Quoted prices in active markets for identical assets or liabilities

Level 2: Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the related assets or liabilities.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Concentrations and Credit Risks

The Company’s financial instruments that are exposed to concentrations and credit risk primarily consist of its cash, sales and accounts receivable. The Company places its cash and cash equivalents with financial institutions of high credit worthiness. At times, its cash and cash equivalents with a particular financial institution may exceed any applicable government insurance limits. The Company’s management plans to assess the financial strength and credit worthiness of any parties to which it extends funds, and as such, it believes that any associated credit risk exposures are limited.

Capital Assets or Furniture and Equipment

The Company’s capital assets or furniture and and equipment are recorded at cost and depreciated using the straight line method over the estimated useful life of the asset. Ordinary repair and maintenance costs are included in sales, general and administrative (“SG&A”) expenses on our statements of operations. However, expenditures for additions or improvements that significantly extend the useful life of the asset are capitalized in the period incurred. At the time assets are sold or disposed of, the cost and accumulated depreciation are removed from their respective accounts and the related gains or losses are reflected in the income statement in gains from sales of property and equipment, net.

We periodically evaluate the appropriateness of remaining depreciable lives assigned to property and equipment. Depreciation expense for the years ended March 31, 2024 and 2023 were \$(216,203) and \$38,704, respectively. Generally, we assign the following estimated useful lives to these categories:

<u>Category</u>	<u>Estimated Useful Life</u>
Software and computer equipment	3 to 7 years
Furniture and fixtures	3 to 15 years
Vehicles	7 years
Equipment	5 to 10 years

### Revenue Recognition

The Company recognizes revenue when services are realized.

The Company's revenues are accounted for under ASC Topic 606, "Revenue From Contracts With Customers" ("ASC 606"). The fees are generally fixed at the point of sale and all consideration from contracts is included in the transaction price. The Company's contracts do not include multiple performance obligations or material variable consideration.

In accordance with ASC 606, the Company recognizes revenue upon the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company recognizes revenue in accordance with that core principle by applying the following:

- i. Identify the contract(s) with a customer,
- ii. Identify the performance obligation in the contract;
- iii. Determine the transaction price;
- iv. Allocate the transaction price to the performance obligations in the contract; and
- v. Recognize revenue when (or as) the Company satisfies a performance obligation. We derive our revenue principally from product sales to customers. Our sole performance obligation in the transaction is to deliver product to customers.

### Cost of Goods Sold

The Company recognizes the costs of products sold upon delivery of the product to customers.

### Share-Based Compensation

ASC 718, Compensation – Stock Compensation, prescribes accounting and reporting standards for all share-based payment transactions in which employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized in the period of grant.

The Company accounts for stock-based compensation issued to non-employees and consultants in accordance with the provisions of ASC 505-50, Equity – Based Payments to Non-Employees. Measurement of share-based payment transactions with non-employees is based on the fair value of whichever is more reliably measurable: (a) the goods or services received; or (b) the equity instruments issued. The fair value of the share-based payment transaction is determined at the earlier of performance commitment date or performance completion date.

The company made share-based payments to employees and officers valued at \$320,337 and \$43,502 during the years ended March 31, 2024 and 2023, respectively. It also made share-based payments to vendors valued at \$133,097 and \$75,791 during the years ended March 31, 2024 and 2023, respectively. As of March 31, 2024 and 2023, respectively, there was \$Nil of unrecognized expense related to non-vested stock-based compensation arrangements granted. There have been no options granted during the fiscal year March 31, 2024 and 2023, respectively.

### Income Taxes

The Company accounts for income taxes under ASC 740, Income Taxes. Under the asset and liability method of ASC 740, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period the enactment occurs. A valuation allowance is provided for certain deferred tax assets if it is more likely than not that the Company will not realize tax assets through future operations.

The Company has no tax positions as of March 31, 2024 and 2023 for which the ultimate deductibility is highly certain but for which there is uncertainty about the timing of such deductibility.

The Company recognizes any interest accrued related to unrecognized tax benefits in interest expense in operating expenses. No interest expense or penalties were recognized during the years ended March 31, 2024 and 2023.

### Commitments and Contingencies

The Company follows ASC 450-20, Loss Contingencies, to report accounting for contingencies. Liabilities for loss contingencies arising from claims, assessments, litigation, fines and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount of the assessment can be reasonably estimated.

### Earnings Per Share

The Company computes earnings (loss) per share under ASC subtopic 260-10, Earnings Per Share. Net loss per common share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the year. Diluted earnings per share, if presented, would include the dilution that would occur upon the exercise or conversion of all potentially dilutive securities into common stock using the “treasury stock” and/or “if converted” methods, as applicable.

The computation of basic and diluted income (loss) per share, for the years ended March 31, 2024 and 2023 excludes potentially dilutive securities when their inclusion would be anti-dilutive, or if their exercise prices were greater than the average market price of the common stock during the period.

### Forgiveness of Indebtedness

The Company follows the guidance of AS 470.10 related to debt forgiveness and extinguishment. Debts of the Company are considered extinguished when the statute of limitations in the applicable jurisdiction expires or when terminated by judicial authority such as the granting of a declaratory judgment. Debts to related parties or shareholders are treated as capital transactions when forgiven or extinguished and credited to additional paid-in capital. Debts to non-related parties are treated as other income when forgiven or extinguished. No debts were forgiven or extinguished in the years ending March 31, 2004 and March 31, 2003.

### Recent Accounting Pronouncements

We have reviewed all the recently issued, but not yet effective, accounting pronouncements and we do not believe any of these pronouncements will have a material impact on the Company.

In August 2020, the FASB issued ASU 2020-06, which simplifies the guidance on accounting for convertible debt instruments by removing the separation models for: (1) convertible debt with a cash conversion feature; and (2) convertible instruments with a beneficial conversion feature. As a result, the Company will not separately present in equity an embedded conversion feature in such debt. Instead, we will account for a convertible debt instrument wholly as debt, unless certain other conditions are met. We expect the elimination of these models will reduce reported interest expense and increase reported net income for the Company's convertible instruments falling under the scope of those models before the adoption of ASU 2020-06. Also, ASU 2020-06 requires the application of the if-converted method for calculating diluted earnings per share and the treasury stock method will be no longer available. The provisions of ASU 2020-06 are applicable for fiscal years beginning after December 15, 2021, with early adoption permitted no earlier than fiscal years beginning after December 15, 2020. The adoption of this update did not have a material impact on the Company's financial statements and related disclosures.

In November 2023, the FASB issued ASU 2023-07, "Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures," which will add required disclosures of significant expenses for each reportable segment, as well as certain other disclosures to help investors understand how the chief operating decision maker ("CODM") evaluates segment expenses and operating results. The new standard will also allow disclosure of multiple measures of segment profitability, if those measures are used to allocate resources and assess performance. The amendments will be effective for public companies for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. We are currently evaluating the impact of this accounting standard update on our consolidated financial statements.

In December 2023, the FASB issued ASU 2023-09, "Income Taxes (Topic 740): Improvements to Income Tax Disclosures," which requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as information on income taxes paid. The standard is intended to benefit investors by providing more detailed income tax disclosures that would be useful in making capital allocation decisions. The standard will be effective for public companies for fiscal years beginning after December 15, 2024. Early adoption is permitted. We are currently evaluating the impact of this accounting standard update on our consolidated financial statements.

There are other various updates recently issued, most of which represented technical corrections to the accounting literature or application to specific industries and are not expected to have a material impact on the Company's financial position, results of operations or cash flows.

### **NOTE 4 - INCOME TAXES**

The Company utilizes the asset and liability approach to measure deferred tax assets and liabilities based on temporary differences existing at each balance sheet date using currently enacted tax rates in accordance with ASC 740. ASC 740 considers the differences between financial statement treatment and tax treatment of certain transactions. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of a change in tax rate is recognized as income or expense in the period that includes the enactment date of that rate.

Depreciation expense allowable under the Federal and State income tax provides accelerated Depreciation expenses which are different than Management considers appropriate under the Generally Accepted Accounting Principles which prescribes such expenses match the revenues produced by dependable assets. This results in a tax timing difference and an estimated future tax obligation for this difference and reported as deferred income payable.

Deferred tax assets/liabilities were as follows as of March 31, 2024 and 2023:

<b><u>Description</u></b>	<b><u>March 31, 2024</u></b>	<b><u>March 31, 2023</u></b>
Deferred tax liability	\$ 452,593	\$ 166,224
Valuation allowance	-	-
Deferred tax liability	<u>\$ 452,593</u>	<u>\$ 166,224</u>

A reconciliation of the statutory income tax rate and the Company's effective tax rate is as follows:

	<u>2024</u>	<u>2023</u>
Statutory U.S federal rate	21.0%	21.0%
Book to tax differences	(9.0%)	(9.0%)
State tax rate	(5.0%)	(5.0%)
Valuation allowance	(0.0%)	(0.0%)
Effective tax rate	7.0%	7.0%

#### **NOTE 5 – CAPITAL ASSETS OR FURNITURE AND EQUIPMENT**

Capital assets or furniture and equipment consist of the following:

<b><u>Asset Category</u></b>	<b><u>March 31, 2024</u></b>	<b><u>March 31, 2023</u></b>
Equipment	\$ 286,252	\$ 139,307
Vehicles	6,128,001	5,602,065
Accumulated Depreciation	<u>(5,520,452)</u>	<u>(5,443,897)</u>
Net Book Value	<u>\$ 893,802</u>	<u>\$ 297,475</u>

Depreciation expense for years ending March 31, 2024 and 2023 was \$(216,203) and \$38,704, respectively. The negative depreciation in the year ending March 31, 2024 resulted from adjustments to assets that had been over-depreciated in prior periods.

#### **NOTE 6 – OTHER ASSETS**

On February 4<sup>th</sup>, 2022, the merger between AgriSolar Solutions, Inc. and APE Titan NRG, Inc. was completed. The sum of the resulting intangible assets as of years ending March 31, 2024 and 2023 was \$21,240,236 and \$21,240,236, respectively.

#### **NOTE 7 – DEBTS AND NON-CURRENT LIABILITIES**

##### Notes Payable – Related Parties

Note Payable to DTC, LLC., for the acquisition of NRG Equipment, LLC., in the amount of \$3,061,261. Interest shall be calculated at 4.5%, increasing ½ percentage each succeeding year on February 1st, beginning February 1st, 2024. Interest-only payments of \$8,750 per month plus any unpaid accumulation of interest is due annually. Single payment of all principal is due on April 10<sup>th</sup>, 2028.



### Notes Payable – Un-related Parties

The company finances the acquisition of its large equipment. Equipment loans have maturity dates between April 1, 2024 through March 31, 2029, with interest rates ranging from 3.0% to 8.9%.

<u>Loan Type</u>	<u>March 31, 2024</u>	<u>March 31, 2023</u>
Equipment Loans	\$ ,966,257	\$ 2,387,378
SBA Loans	448,538	450,000
Less: Current Portion	(645,310)	(93,049)
Net Long-Term Liabilities, Un-related Parties	<u>\$ 1,769,485</u>	<u>\$ 2,744,329</u>

### **NOTE 8 - COMMITMENTS AND CONTINGENCIES**

#### Risks and Uncertainties

The Company's operations are subject to significant risks and uncertainties including financial, operational and regulatory risks, including the potential risk of business failure.

#### Legal and other matters:

In the normal course of business, the Company may become a party to litigation matters involving claims against the Company. The Company's management is unaware of any pending or threatened assertions and there are no current matters that would have a material effect on the Company's financial position or results of operations.

### **NOTE 9 - EQUITY**

#### Preferred Stock

The company has authorized 50,000,030 shares of preferred stock and has two classes.

Series 10x Convertible has 50,000,000 authorized and 20,353,250 issued and 29,328,250 outstanding for year ending March 31, 2024 and 20,353,250 issued and 29,353,250 outstanding for year ending March 31, 2023. During the year ending March 31, 2024 20,000 shares were converted to common shares and 5,000 shares were purchased by the company.

Special 2020 Series A has 30 authorized shares, and issued and outstanding shares number 30 and 30 for years ending March 31, 2024 and 2023, respectively.

#### Common Stock

The Company is authorized to issue 850,000,000 shares of common stock. There were 110,312,683 issued and 109,522,683 outstanding for year ending March 31, 2024 and 107,621,095 issued and 107,081,095 outstanding for year ending March 31, 2023. During the year ending March 31, 2024 250,000 shares were repurchased by the company, and 540,000 shares were repurchased during the year ending March 31, 2023.

In the year ending March 31, 2024 the company issued 1,872,615 shares to employees and officers in recognition of service for a value of \$320,337 and 619,153 to vendors as share-based payment for a value of \$133,097.

In the year ending March 31, 2023 the company issued 241,678 shares to employees and officers in recognition of service for a value of \$43,502 and 421,061 shares to vendors as share-based payment for a value of \$75,791.

Treasury Stock

The company held 5,000 shares of 10x Preferred shares at year ending March 31, 2024 and zero shares at year ending March 31, 2023.

The company held 790,000 shares of common stock at year ending March 31, 2024 and 540,000 shares at year ending March 31, 2023.

**NOTE 10 – RELATED PARTY TRANSACTIONS**

Spectrum Transport LLC., is a contractor for NRG Dynamics, LLC., and currently leases two (2) truck/tractor units to NRG Dynamics. Spectrum Transport LLC., received \$424,991 for contract work during the year ending March 31, 2024. The control person for Spectrum Transport, LLC. is Alex R. Majalca Jr.

NRG Equipment, LLC., was purchased from a family member of the majority shareholder.

**NOTE 11 - SUBSEQUENT EVENTS**

The company has evaluated all events subsequent to March 31, 2024 through the date that the financial statements were issued and determined that there were no material items needing disclosure.

# Company Assets

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**APE Fuels, Inc.**

1	30,000 Gallon Storage Tank	Arizona
8	LPG Dispensing Stations	Arizona
2	Fill Station Pumps	Arizona
2	LPG Bobtails	Arizona
1	Crane Truck	Arizona
1	Forklift	
1570	120gal-1000 gal LPG Residential Tanks	Arizona

**NRG Dynamics, LLC.**

7	Peterbilt Tractors	Arizona
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**NRG Equipment, LLC.**

2	Peterbilt Tractors	Arizona
25	LPG Transport Tankers	Various
10	Etnyre Asphalt Tankers	Arizona
1	LPG Rail Transloader	Arizona
1	Generator	Arizona
1	New Holland Backhoe	Arizona

**NRG Rail, LLC.**

1	Electric Golf Cart	Arizona
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## **Titan NRG, Inc. current leased properties**

### **Principle Place of Business**

4255 N. Sullinger Ave.  
Tucson, AZ. 85705  
Lessor: Sulpro LLC.  
5 acre parcel with a rail terminal and office.  
10 year lease, \$10,000 per month  
Property in Good condition.

### **Other leased properties**

#### **APE Fuels, Inc.**

4250 N. Sullinger Ave.  
Tucson, AZ. 85705  
Offices STE 101, 103  
.25 acre yard storage and parking  
5 year lease, \$4500 per month  
Lessor: Sulpro LLC.  
Property in Good condition

#### **NRG Dynamics, LLC.**

4250 N. Sullinger Ave.  
Tucson, AZ. 85705  
5 year lease, \$4500 per month  
Lessor: Sulpro LLC.  
STE 102 - office  
Property in Good Condition

4254 N. Sullinger Ave.(adjoining property)  
Tucson, AZ. 85705  
Lessor: Sulpro LLC.  
.6 acre yard parking and storage  
Property in Good Condition