

# **Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **TIANRONG INTERNET PRODUCTS AND SERVICES, INC.**

2374 Route 390, Mountainhome, PA 18342

Phone (562) 833-5106

Email: info@tipsinvest.io

SIC Code: 737

## **Quarterly Report**

**For the period ending June 30, 2024] (the "Reporting Period")**

### **Outstanding Shares**

The number of shares outstanding of our Common Stock was:

84,672,907 as of June 30, 2024

84,672,907 as of December 31, 2023

### **Shell Status**

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

Yes:  No:

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

Yes:  No:

### **Change in Control**

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

Yes:  No:

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

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

**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 New Jersey on January 28, 1959 as Metallurgical Industries, Inc. On March 21, 1995, the Company changes its name to Bria Communications Corporation. On March 26, 1999The Company changed its name to Tanrong Internet Products and Services, Inc.

Current State and Date of Incorporation or Registration: **Colorado, April 13, 2020**

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 domiciled in New Jersey until April 13, 2020, when it changed its domicile to Colorado.

Describe any trading suspension orders issued by the SEC 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:

None.

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

2374 Route 390, Mountainhome, PA 18342

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

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

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

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

**2) Security Information**

**Transfer Agent**

Name: Signature Stock Transfer, Inc  
Phone: (972) 612-4120  
Email: jason@signaturestocktransfer.com  
Address: 16801Addison Road, Suite 247  
Addison, Texas 75001

**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:	TIPS
Exact title and class of securities outstanding:	Class A Common Stock
CUSIP:	886307107
Par or stated value:	\$0.001
Total shares authorized:	200,000,000 as of June 30, 2024,
Total shares outstanding:	84,672,907 as of June 30, 2024,
Total number of shareholders of record:	3,268 as of June 30, 2024,

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

Trading symbol:	_____
Exact title and class of securities outstanding:	_____
CUSIP:	_____
Par or stated value:	_____
Total shares authorized:	_____ as of date: _____
Total shares outstanding:	_____ as of date: _____
Total number of shareholders of record:	_____ as of date: _____

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

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

Exact title and class of the security:	_____
CUSIP (if applicable):	_____
Par or stated value:	_____
Total shares authorized:	_____ as of date: _____
Total shares outstanding (if applicable):	_____ as of date: _____
Total number of shareholders of record (if applicable):	_____ as of date: _____

**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: As declared by the Board of Directors.  
Voting: common stockholders shall have one vote per share.  
No preemptive rights.



Shares Outstanding on Date of This Report:									
<u>Ending Balance:</u>									
Date: June 30, 2024									
Common 84,672,907									
Preferred: None									

**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.

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

\_\_\_\_\_

## B. Promissory and Convertible Notes

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

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

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
12/14/23	20,000	20,000	0	1/31/24	Convertible at 120% of outstanding balance	EROP Capital (Vince Sbarra)	Loan
1/2/24	133,900	130,000	3,900	7/2/24	Convertible to shares at \$.001 with a 50% discount after 6 months.	Vic Devlaeminck	Services

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

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

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

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

The Company is a holding company currently negotiating an acquisition in the heavy equipment industry

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

None

C. Describe the issuers' principal products or services.

None at this time as it is in negotiation to acquire a heavy equipment business.

**5) Issuer's Facilities**

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

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. 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.

None at this time as it searches for suitable office space.

**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.*

<b>Names of All Officers, Directors and Control Persons</b>	<b>Affiliation with Company (e.g. Officer Title /Director/Owner of more than 5%)</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>
Marjorie Schaefer	CEO, Secretary, Director	Denver, CO	None	N/A	N/A	
Wilton Management Limited	Beneficial shareholder	Dubai, U.A.E.	50,000,000	Common	59.05%	Nicole Hewson, Director

## 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;

NOI

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;

NO

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.

NO

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

NO

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

**None**

## 8) Third Party Service Providers

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

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Vic Devlaeminck  
Address 1: 10013 NE Hazel Dell Avenue  
Address 2: Suite 317  
Phone:  
Email: jevic321@aol.com

Accountant or Auditor

Name: Vic Devlaeminck, CPA  
Address 1: 10013 NE Hazel Dell Avenue  
Address 2: Suite 317  
Phone:  
Email: jevic321@aol.com

Investor Relations

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

*All other means of Investor Communication:*

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

Other Service Providers

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

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

**9) Disclosure & Financial Information**

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

Name: Vic Devlaeminck  
Title: **Attorney**  
Relationship to Issuer: Independent Contractor

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: Vic Devlaeminck  
Title: **CPA**  
Relationship to Issuer: Independent Contractor

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

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

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

## 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, Marjorie Schaefer, certify that:

1. I have reviewed this Disclosure Statement for Tianrong Internet Products and Services, 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.

July 27, 2024

/s/ Marjorie Schaefer [CEO's Signature]

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



**TIANRONG INTERNET PRODUCTS AND SERVICES, INC.**  
**Financial Statements**  
**Comparative Balance Sheet**  
**June 30, 2024 & December 31, 2023**  
**Unaudited**

**LIABILITIES & SHAREHOLDERS' EQUITY**

	<u>2024</u>	<u>2023</u>
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts payable - professional	150,000	130,000
Accounts payable	88,005	19,753
Total Current Liabilities	238,005	149,753
<b>Long-term Liabilities</b>		
Convertible loans payable	150,000	20,000
Loan payable	380,000	619,484
Total Long-term Liabilities	530,000	639,484
<b>Total liabilities</b>	768,005	789,237
<b>SHAREHOLDERS' EQUITY</b>		
Common Stock: 200,000,000 authorized, \$0.001 par value; 84,672,907 issued and outstanding		
at 6/30/24 and 12/31/23	84,673	84,673
Paid in capital	285,642	285,642
Retained earnings (Deficit)	(1,159,481)	(1,092,393)
Current earnings	52,364	(67,088)
Total Stockholders' equity	(736,802)	(789,166)
<b>Total Liabilities and Stockholders' Equity</b>	31,203	71

**TIANRONG INTERNET PRODUCTS AND SERVICES, INC.**  
**Statement of Income and**  
**Retained Earnings (Deficit)**  
**for the Six Months Ended**  
**June 30, 2024 & June 30, 2023**  
**Unaudited**

	June 30, <u>2024</u>	Six Months Ended Mar. 31, <u>2023</u>
<b>Revenue</b>		
Product Sales	207,839	-
<b>Total Revenue</b>	<u>207,839</u>	<u>-</u>
<b>Cost of Goods Sold</b>		
Other costs	-	-
<b>Total Cost of Goods Sold</b>	<u>-</u>	<u>-</u>
<b>Gross Income</b>	207,839	-
<b>Expenses</b>		
Legal and professional	150,000	11,300
Interest	3,900	19,438
Foreign exchange movement on account	-	11,520
Office expense	1,575	-
<b>Total Operating Expenses</b>	<u>155,475</u>	<u>42,258</u>
<b>Net earnings (loss)</b>	<u>52,364</u>	<u>(42,258)</u>
<b>Retained Earnings Deficit:</b>		
Beginning of period	<u>(1,159,481)</u>	<u>(1,092,393)</u>
<b>End of Period</b>	<u><u>\$ (1,211,845)</u></u>	<u><u>\$ (1,135,197)</u></u>

**TIANRONG INTERNET PRODUCTS AND SERVICES, INC.**

**Statement of Cash Flows  
For the Six Months Ended  
June 30, 2024 & June 30, 2023**

Unaudited

June 30,  
2024

Jun 30,  
2023

**OPERATING ACTIVITIES**

<b>Net Income (Loss)</b>	\$ 52,364	\$ (42,258)
Adjustments to reconcile net Income (Loss) to net cash provided by operations		
Inventories	-	-
Accounts receivable	-	-
Accounts payable	88,252	22,820
Accrued payroll	-	-
Total Adjustments	88,252	22,820
<b>Net cash provided by operating activities</b>	140,616	(19,438)
<b>Investing Activities</b>		
<b>Asset acquisition/divestment</b>	(31,000)	-
<b>Net cash provided by investment activity</b>	-	-
<b>Financing Activities</b>		
Notes payable	-	-
Loan payable	(109,484)	19,438
Paid in surplus	-	-
Stock issuance	-	-
<b>Net cash from financing activity</b>	(109,484)	19,438
<b>Net cash increase for period</b>	132	-
<b>Cash at beginning of period</b>	71	-
<b>Cash at end of period</b>	203	-

**TIANRONG INTERNET PRODUCTS AND SERVICES, INC.**  
**Statement of Stockholders' Equity**  
**June 30, 2024**  
**Unaudited**

	<b>Common Stock</b>		<b>Paid-in</b>	<b>Accum.</b>	<b>Total</b>
	<b><u>Shares</u></b>	<b><u>Amount</u></b>	<b><u>Capital</u></b>	<b><u>Earnings</u></b>	<b><u>Stockholders'</u></b> <b><u>Equity</u></b>
Balance - 12/31/21	84,672,907	84,673	285,642	(1,010,570)	(640,255)
Net income (loss) - 12/31/22				(81,823)	(81,823)
Balance - 12/31/22	84,672,907	84,673	285,642	(1,092,393)	(722,078)
Net income (loss) - 12/31/23				(67,088)	(67,088)
Balance - 12/31/23	84,672,907	84,673	285,642	(1,159,481)	(789,166)
Net income (loss) - 3/31/24				52,364	52,364
Balance - 3/31/24	84,672,907	84,673	285,642	(1,107,117)	(736,802)

TIANRONG INTERNET PRODUCTS AND SERVICES, INC.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED June 30, 2024

SUMMARY OF SIGNICANT ACCOUNTING POLICIES:

NATURE OF BUSINESS

Tianrong Internet Products and Services, Inc., is a U.S. holding company whose strategy is the acquisition and management of assets in the heavy equipment industry.

BASIS OF PRESENTATION

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America (US GAAP) applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business.

GOING CONCERN

The Directors have decided to explore other new opportunities for growth internationally. Any incidental obligations that arise will be funded by Directors loans to the Company. Therefore, the continuation of the Company in its present form as a going concern is dependent upon the continued financial support from its directors and officers. These financial statements do not include any adjustments to the recorded assets or liabilities that might be necessary should the Company be unable to continue as a going concern.

TAXES ON INCOME

The Company has adopted the provisions of SFAS No. 109 "Accounting for Income Taxes". It requires recognition of deferred tax liabilities and assets for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax liabilities and assets are determined based on the differences between the financial statements and tax basis of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. If it is more likely than not that some portion, or all of a deferred tax asset, will not be realized, a valuation allowance is recognized. The Directors have considered the deferred tax position of the Company in respect of accumulated losses and have decided not to recognize any deferred tax assets at this time until future revenues become more certain.

NET INCOME PER SHARE

Basic loss per share is based on the average number of shares outstanding during each year retroactively adjusted to give effect to all stock splits.

## ESTIMATES

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

## LONG TERM DEBT

On September 27, 2011, the Company entered into a loan agreement with Korkor Holdings Limited for the principal sum of \$480,000. Interest of LIBOR plus 3% has been charged on the principal amount and at the balance sheet date, the remaining balance of this loan was \$380,000.00 accrued interest on the loan totaled \$39,484. On January 2, 2024, the Company issued a promissory note to Vic Devlaeminck for \$150,000.00 for past legal and accounting services performed in 2023.

## COMMITMENTS AND CONTINGENCIES

The Company is not currently a party to, or aware of, any other legal proceeding or securities matters that may affect the trading of its securities or materially affect its business. There is no outstanding litigation in which the Company is involved, and the Company is unaware of any pending actions or claims against it.

## LIQUIDITY AND CAPITAL RESOURCES

The Company considers all short-term, highly liquid investments that are readily convertible within three months to known amounts as cash equivalents. Currently, the Company has no cash equivalents.

## COMMON STOCK

As of June 30, 2024, the Company has authorized common stock of 200,000,000 shares of which 84,672,907 are issued and outstanding.