

FAST FINANCE PAY CORP.

INFORMATION STATEMENT FOR THE PERIOD ENDED DECEMBER 31, 2022



We provide Banking &
Payment Apps

With ff24.Pay and ff24.Payments we provide easy access
to Standard-Banking-Products and Payment Processing.



Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

FAST FINANCE PAY CORP.

66 West Flagler Street, Suite 900, Miami, FL 33130

Telephone: +49 307 262 1571

Website: ff24pay-corp.com

SIC Code - 7389

Annual Report For The Period Ended:
December 31, 2022 (the "Reporting Period")

Outstanding Shares

The number of shares outstanding of our Common Stock was:
213,264,256 as of December 31, 2022

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 Control¹ of the company has occurred over this reporting period:

Yes No

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

The issuer was incorporated as Xuan Wu International Group Holding Company in Nevada on December 29, 2008. We changed our name to Standard Vape Corporation on October 15, 2019. We changed our name to Fast Finance Pay Corp. on October 29, 2021, which was announced by FINRA on May 12, 2022.

The Company has always been and is now incorporated in Nevada. Its current status is active in Nevada.

We and our predecessors have not had any trading suspension orders issued by the SEC since inception:

We have not had any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months, except:

On November 8, 2022, the Issuer announced a related party transaction to acquire OK.de, an email and encrypted instant messaging service, from its majority parent organization, Frankfurt Stock Exchange-

traded Fast Finance 24 Holding AG., through the issuance of 3,940,206 Series E Preferred shares.

The address(es) of the Company's principal executive office and principal place of business is 66 West Flagler Street, Suite 900, Miami, FL 33130.

Neither the Company or of its predecessors has been in bankruptcy, receivership, or any similar proceeding in the past five years.

2) Security Information

Transfer Agent

Name: VStock Transfer, LLC
Phone: (212) 828-8436
Email: info@vstocktransfer.com
Address: 18 Lafayette Place, Woodmere, NY 11598

Publicly Quoted or Traded Securities:

Trading symbol:	FFPP
Exact title and class of securities outstanding:	Common Stock. \$0.0001 par value
CUSIP:	85423F106
Par or stated value:	\$0.0001 par value
Total shares authorized:	1,990,000,000 At December 31, 2022
Total shares outstanding:	213,264,256 At December 31, 2022

Total number of shareholders of record: 99 At December 31, 2022

Other classes of authorized or outstanding equity securities:

Exact title and class of the security:	Class D Preferred Shares
CUSIP (if applicable):	None
Par or stated value:	\$0.0001 At December 31, 2022

Total shares authorized: 100,000 At December 31, 2022

Total shares outstanding (if applicable): 95,973 At December 31, 2022

Total number of shareholders of record (if applicable): 1 At December 31, 2022

Trading Symbol: None

Exact title and class of the security:	Class E Preferred Shares
CUSIP (if applicable):	None
Par or stated value:	\$0.0001 At December 31, 2022

Total shares authorized:	4,000,000	At December 31, 2022
Total shares outstanding (if applicable):	3,940,206	At December 31, 2022
Total number of shareholders of record (if applicable):	184	At December 31, 2022

Exact title and class of the security:	Undesignated Preferred Shares	
CUSIP (if applicable):	None	
Par or stated value:	\$0.0001	At December 31, 2022
Total shares authorized:	10,900,000	At December 31, 2022
Total shares outstanding (if applicable):	-	At December 31, 2022
Total number of shareholders of record (if applicable):	-	At December 31, 2022

Security Description:

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

Each share of Common Stock is entitled to one vote, which shares do not have pre-emptive rights. Dividends, if any, are declared at the discretion of the Board of Directors.

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

Preferred Series D Shares stand in pari passu with the common stock in issuance of dividends, but shall be entitled to the same dividend multiplied by 12,418 for each Preferred Series D share owned. Similarly, each Series D Preferred share may be converted into 12,418 common shares at any time without paying any additional consideration to the Company and each Preferred D share is also entitled to 12,418 votes in any matter coming before the common shareholders for a vote.

Preferred Series E Shares stand in pari passu with the common stock in issuance of dividends, but shall be entitled to the same dividend multiplied by 25 for each Preferred Series D share owned. Similarly, each Series D Preferred share may be converted into 25 common shares at any time without paying any additional consideration to the Company and each Preferred D share is also entitled to 25 votes in any matter coming before the common shareholders for a vote.

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

The Class D Preferred Shareholders are protected against any dividend, split, combination or reclassification that would seek to reduce treatment of Class D preferences below the 12,418 to 1 conversion ratio to dividends, conversion shares or liquidation rights of \$1.00 per share.

The Class E Preferred Shareholders are protected against any dividend, split, combination or reclassification that would seek to reduce treatment of Class D preferences below the 25 to 1 conversion ratio to dividends, conversion shares or liquidation rights of \$1.00 per share.

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.

The designation and issuance of the Class E Preferred Shares dilutes the Class D Preferred Shares and Common Shares interests in certain transactions where the Class E shares stand pari passu in issuance of dividends from a limited fund established to pay dividends. A similar situation exists with respect to the liquidation preference via a vis the Class D Preferred Shares.

2) Issuance History

A. Changes to the Number of Outstanding Shares

Number of Shares Outstanding at December 31, 2020:								
463,174,470 shares of common stock								
92,625 shares of Class A Preferred Stock								
25,000 shares of Class B Preferred Stock								
0 shares of Class C Preferred Stock								
Date	Transaction	Number	Class	Value	Discount to market	Issued to	Reason	Restrict
3/25/2021	New Issuance	250,000	Common	0.00	Yes	Chrysalis Management, LLC/ George Matarazzo	Preferred B Stock Conversion	Yes
5/4/2021	New Issuance	6,250,000	Common	0.00	Yes	Daniel Ehrlich	Pref A Conversion	Yes
5/4/2021	New Issuance	1,875,000	Common	0.00	Yes	Dr. Mahantesh Navati	Pref A Conversion	Yes
5/4/2021	New Issuance	625,000	Common	0.00	Yes	Jyothishree T. Jayadeva	Pref A Conversion	Yes
5/4/2021	New Issuance	1,250,000	Common	0.00	Yes	Moise Mehraban	Pref A Conversion	Yes
5/4/2021	New Issuance	1,250,000	Common	0.00	Yes	Murray Froikin	Pref A Conversion	Yes
5/5/2021	New Issuance	625,000	Common	0.00	Yes	Alan A. Alfieri	Pref A Conversion	Yes
5/5/2021	New Issuance	625,000	Common	0.00	Yes	Americo Graziosi	Pref A Conversion	Yes
5/5/2021	New Issuance	100,000	Common	0.00	Yes	John R. Cichy	Stock Based Compensation	Yes

5/5/2021	New Issuance	1,250,000	Common	0.00	Yes	Paul Barbooie	Pref A Conversion	Yes
5/5/2021	New Issuance	5,072,098	Common	0.06	Yes	Roger L. Fidler	Debt Conversion	Yes
5/5/2021	New Issuance	1,250,000	Common	0.00	Yes	Waleed M Abuzeid, MD	Pref A Conversion	Yes
5/5/2021	New Issuance	50,000	Common	0.05	No	Waleed M. Abuzeid, M.D.	Stock Based Compensation	Yes
5/6/2021	New Issuance	670,713	Common	0.05	No	Air Biscuit Industries, Ltd./ Roger L. Fidler	Debt Conversion	Yes
5/6/2021	New Issuance	50,000	Common	0.05	No	Carol Novotney, DVM	Stock Based Compensation	Yes
5/6/2021	Cancelation	-123,750,000	Common	0.00	No	Daniel Fisher	Not Applicable	Yes
5/6/2021	New Issuance	50,000	Common	0.05	No	Jimmy K. Lee, MD	Stock Based Compensation	Yes
/6/2021	New Issuance	430,537	Common	0.05	No	Keith, Bayley, Rogers & Co. Ltd./Graham Atthill-Beck	Stock Based Compensation	Yes
5/6/2021	Cancelation	-55,350,000	Common	0.00	No	Melvin Ehrlich	Not Applicable	Yes
5/6/2021	New Issuance	550,000	Common	0.05	Yes	Roger L Fidler	Stock Based Compensation	Yes
5/6/2021	Cancelation	-55,687,500	Common	0.00	No	Roger L Fidler	Not Applicable	Yes
5/7/2021	Cancelation	-56,250,000	Common	0.00	No	Elizabeth Ehrlich Kellogg	Not Applicable	Yes
5/7/2021	Cancelation	-56,250,000	Common	0.00	No	James Ehrlich	Not Applicable	Yes
7/11/2019	New Issuance	25,000	Preferred B	1.00	No	Chrysalis Management, GmbH/ George Matarazzo	Private	Yes

5/10/2021	New Issuance	100,000	Preferred D	2.50	No	Fast Finance 24 Holding AG/ Armin Dartsch & Ole Jensen	Acquisition	Yes
4/8/2022	New Issuance	50,007,286	Common	0.00	No	Fast Finance 24 Holding AG/ Armin Dartsch & Ole Jensen	Class D Preferred Stock Conversion	Yes
5/17/2022	New Issuance	5,000,000	Common	0.0001	Yes	Biomedno LLC/Robert Kremer	Stock Based Compensation	Yes
8/3/2022	New Issuance	20,000,000	Common	0.001	Yes	Dennis Hoffman	Stock Based Compensation	Yes
11/8/2022	New Issuance	3,461,459	Preferred E	1.00	No	Fast Finance 24 Holding AG/ Armin Dartsch & Ole Jensen	Acquisition	Yes
11/8/2022	New Issuance	473	Preferred E	1.00	No	Achim Gruber	Acquisition	Yes
11/8/2022	New Issuance	815	Preferred E	1.00	No	Adalbert Lauck	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Albert Andreas Wagner	Acquisition	Yes
11/8/2022	New Issuance	2,000	Preferred E	1.00	No	Albert Pözl	Acquisition	Yes
11/8/2022	New Issuance	240	Preferred E	1.00	No	Alexander Neubert	Acquisition	Yes
11/8/2022	New Issuance	2,000	Preferred E	1.00	No	Alfred Werner	Acquisition	Yes
11/8/2022	New Issuance	154	Preferred E	1.00	No	Alois Holzer	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Andrea Berendt	Acquisition	Yes
11/8/2022	New Issuance	1,133	Preferred E	1.00	No	Andreas Manske	Acquisition	Yes
11/8/2022	New Issuance	960	Preferred E	1.00	No	Andreas Romberg	Acquisition	Yes
11/8/2022	New Issuance	928	Preferred E	1.00	No	Andreas Wenzel	Acquisition	Yes
11/8/2022	New Issuance	5,794	Preferred E	1.00	No	Angenendt Heinrich	Acquisition	Yes

11/8/2022	New Issuance	2,615	Preferred E	1.00	No	Anja Dorenkamp	Acquisition	Yes
11/8/2022	New Issuance	54,376	Preferred E	1.00	No	Bernd Kaemmerer	Acquisition	Yes
11/8/2022	New Issuance	576	Preferred E	1.00	No	Bernd Schäfer	Acquisition	Yes
11/8/2022	New Issuance	185	Preferred E	1.00	No	Bernhard Dankelmann	Acquisition	Yes
11/8/2022	New Issuance	333	Preferred E	1.00	No	Bernhard Hamm	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Birgit Seidenglanz	Acquisition	Yes
11/8/2022	New Issuance	600	Preferred E	1.00	No	Bottin Martin	Acquisition	Yes
11/8/2022	New Issuance	24	Preferred E	1.00	No	Christoph Lerzer	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Clemens Jaensch	Acquisition	Yes
11/8/2022	New Issuance	320	Preferred E	1.00	No	Curd Ornig	Acquisition	Yes
11/8/2022	New Issuance	7,964	Preferred E	1.00	No	Daniel Walter	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Detlev Kueck	Acquisition	Yes
11/8/2022	New Issuance	4,425	Preferred E	1.00	No	Dieter Beck	Acquisition	Yes
11/8/2022	New Issuance	456	Preferred E	1.00	No	Dieter Schneider	Acquisition	Yes
11/8/2022	New Issuance	800	Preferred E	1.00	No	Dieter Wulff	Acquisition	Yes
11/8/2022	New Issuance	1,684	Preferred E	1.00	No	Dirk Graubohm	Acquisition	Yes
11/8/2022	New Issuance	1,600	Preferred E	1.00	No	Dr. Erwin Vaih	Acquisition	Yes
11/8/2022	New Issuance	160	Preferred E	1.00	No	Dr. Horst Riedner	Acquisition	Yes
11/8/2022	New Issuance	121	Preferred E	1.00	No	Dr. Martin Unsel	Acquisition	Yes
11/8/2022	New Issuance	615	Preferred E	1.00	No	Dr.Harm Ohlmeier	Acquisition	Yes
11/8/2022	New Issuance	874	Preferred E	1.00	No	Edwin Kahl	Acquisition	Yes
11/8/2022	New Issuance	154	Preferred E	1.00	No	Elke Klemm	Acquisition	Yes

11/8/2022	New Issuance	1,140	Preferred E	1.00	No	Elstner*	Acquisition	Yes
11/8/2022	New Issuance	1,091	Preferred E	1.00	No	Enrico Harke	Acquisition	Yes
11/8/2022	New Issuance	62	Preferred E	1.00	No	Erik Gornik	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Eugen With Kaufmann	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Ferdinand Bonert	Acquisition	Yes
11/8/2022	New Issuance	134	Preferred E	1.00	No	Florian Pfeifer	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Frank Lintgen	Acquisition	Yes
11/8/2022	New Issuance	1,415	Preferred E	1.00	No	Franz Osmers	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Franz Wiemer	Acquisition	Yes
11/8/2022	New Issuance	154	Preferred E	1.00	No	Franz-Gerog Baaden	Acquisition	Yes
11/8/2022	New Issuance	240	Preferred E	1.00	No	Fridtjof Thiele	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Friedrich Börschel	Acquisition	Yes
11/8/2022	New Issuance	1,118	Preferred E	1.00	No	Friedrich Kohr	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Gehard Glaser	Acquisition	Yes
11/8/2022	New Issuance	620	Preferred E	1.00	No	Gerald Scholz	Acquisition	Yes
11/8/2022	New Issuance	153	Preferred E	1.00	No	Gerd Hartmann	Acquisition	Yes
11/8/2022	New Issuance	2,000	Preferred E	1.00	No	Gerd Pfeffer	Acquisition	Yes
11/8/2022	New Issuance	130	Preferred E	1.00	No	Gerd Plieskat	Acquisition	Yes
11/8/2022	New Issuance	339	Preferred E	1.00	No	Gerhard Köhn	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Gerhard Sonntag	Acquisition	Yes
11/8/2022	New Issuance	686	Preferred E	1.00	No	Gernot Fricke	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Gert Borgmann	Acquisition	Yes

11/8/2022	New Issuance	4,600	Preferred E	1.00	No	Goette Gehard	Acquisition	Yes
11/8/2022	New Issuance	720	Preferred E	1.00	No	Gottfried Romeis	Acquisition	Yes
11/8/2022	New Issuance	800	Preferred E	1.00	No	Günter Arend	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Günter Müller	Acquisition	Yes
11/8/2022	New Issuance	160	Preferred E	1.00	No	Günther Röttinger	Acquisition	Yes
11/8/2022	New Issuance	1,612	Preferred E	1.00	No	Hannelore Gütschleg	Acquisition	Yes
11/8/2022	New Issuance	2,000	Preferred E	1.00	No	Hannelore Thielemann	Acquisition	Yes
11/8/2022	New Issuance	62	Preferred E	1.00	No	Hans Angerer	Acquisition	Yes
11/8/2022	New Issuance	124	Preferred E	1.00	No	Hans Höldrich	Acquisition	Yes
11/8/2022	New Issuance	1,001	Preferred E	1.00	No	Hans-Bodo Steinmann	Acquisition	Yes
11/8/2022	New Issuance	797	Preferred E	1.00	No	Hans-Georg Engbarth	Acquisition	Yes
11/8/2022	New Issuance	814	Preferred E	1.00	No	Hans-Joachim Neeck	Acquisition	Yes
11/8/2022	New Issuance	615	Preferred E	1.00	No	Hans-Joachim Müller (Handia Projectdata GmbH)	Acquisition	Yes
11/8/2022	New Issuance	17,250	Preferred E	1.00	No	Hans-Jürgen Richter	Acquisition	Yes
11/8/2022	New Issuance	800	Preferred E	1.00	No	Harald Hachmeister	Acquisition	Yes
11/8/2022	New Issuance	700	Preferred E	1.00	No	Harald Röhrs	Acquisition	Yes
11/8/2022	New Issuance	1,140	Preferred E	1.00	No	Hartmut Weddig	Acquisition	Yes
11/8/2022	New Issuance	2,000	Preferred E	1.00	No	Heinz Esser	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Held Milan	Acquisition	Yes
11/8/2022	New Issuance	62	Preferred E	1.00	No	Hermann Schoepf	Acquisition	Yes

11/8/2022	New Issuance	800	Preferred E	1.00	No	Inge Lehmann	Acquisition	Yes
11/8/2022	New Issuance	2,320	Preferred E	1.00	No	Inge Urmann	Acquisition	Yes
11/8/2022	New Issuance	300	Preferred E	1.00	No	Ingrid Wallisch	Acquisition	Yes
11/8/2022	New Issuance	560	Preferred E	1.00	No	Jacob Abraham	Acquisition	Yes
11/8/2022	New Issuance	62	Preferred E	1.00	No	Jan Lottmann	Acquisition	Yes
11/8/2022	New Issuance	128	Preferred E	1.00	No	Jo Horstkotte	Acquisition	Yes
11/8/2022	New Issuance	428	Preferred E	1.00	No	Jochen Brückner	Acquisition	Yes
11/8/2022	New Issuance	84,677	Preferred E	1.00	No	Johann Döllerer	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Johann Michael Lang	Acquisition	Yes
11/8/2022	New Issuance	923	Preferred E	1.00	No	Johann Wartelsteiner	Acquisition	Yes
11/8/2022	New Issuance	62	Preferred E	1.00	No	John Bruns	Acquisition	Yes
11/8/2022	New Issuance	767	Preferred E	1.00	No	Jörg GF Schmalhorst	Acquisition	Yes
11/8/2022	New Issuance	12,000	Preferred E	1.00	No	Jörg Jägers	Acquisition	Yes
11/8/2022	New Issuance	1,333	Preferred E	1.00	No	Jörg Tölke	Acquisition	Yes
11/8/2022	New Issuance	867	Preferred E	1.00	No	Jörg Walter	Acquisition	Yes
11/8/2022	New Issuance	1,169	Preferred E	1.00	No	Jürgen Beck	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Jürgen Hänisch	Acquisition	Yes
11/8/2022	New Issuance	1,000	Preferred E	1.00	No	Jürgen Kauth	Acquisition	Yes
11/8/2022	New Issuance	62	Preferred E	1.00	No	Karin Reimann	Acquisition	Yes
11/8/2022	New Issuance	7,840	Preferred E	1.00	No	Karl-Heinz Stanelle	Acquisition	Yes
11/8/2022	New Issuance	493	Preferred E	1.00	No	Karliner	Acquisition	Yes
11/8/2022	New Issuance	46,515	Preferred E	1.00	No	Kiene Wilfried	Acquisition	Yes

11/8/2022	New Issuance	1,215	Preferred E	1.00	No	Klaus Bornschein	Acquisition	Yes
11/8/2022	New Issuance	120	Preferred E	1.00	No	Klaus Hohlweg	Acquisition	Yes
11/8/2022	New Issuance	2,000	Preferred E	1.00	No	Klaus Jungjohann	Acquisition	Yes
11/8/2022	New Issuance	6,231	Preferred E	1.00	No	Klaus Klemme	Acquisition	Yes
11/8/2022	New Issuance	600	Preferred E	1.00	No	Klaus Kühnelt	Acquisition	Yes
11/8/2022	New Issuance	1,777	Preferred E	1.00	No	Klopf Gottfried	Acquisition	Yes
11/8/2022	New Issuance	160	Preferred E	1.00	No	Konrad Kurz	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Kosik Tibor	Acquisition	Yes
11/8/2022	New Issuance	240	Preferred E	1.00	No	Krause Jürgen	Acquisition	Yes
11/8/2022	New Issuance	615	Preferred E	1.00	No	Kretz Gilbert	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Kurt Ebert	Acquisition	Yes
11/8/2022	New Issuance	15,385	Preferred E	1.00	No	Kurt Schäfer	Acquisition	Yes
11/8/2022	New Issuance	357	Preferred E	1.00	No	Lothar Ullrich	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Luboslav Vasko	Acquisition	Yes
11/8/2022	New Issuance	2,724	Preferred E	1.00	No	Lutwin Zehren	Acquisition	Yes
11/8/2022	New Issuance	4,790	Preferred E	1.00	No	Lütz Schick	Acquisition	Yes
11/8/2022	New Issuance	1,840	Preferred E	1.00	No	Manfred Leupolt	Acquisition	Yes
11/8/2022	New Issuance	240	Preferred E	1.00	No	Manfred Masal	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Manfred Müller	Acquisition	Yes
11/8/2022	New Issuance	1,342	Preferred E	1.00	No	Manfred Runge	Acquisition	Yes
11/8/2022	New Issuance	160	Preferred E	1.00	No	Martin Bühling	Acquisition	Yes
11/8/2022	New Issuance	17,214	Preferred E	1.00	No	Martin Schneeberger	Acquisition	Yes

11/8/2022	New Issuance	3,776	Preferred E	1.00	No	Martin Schroeder	Acquisition	Yes
11/8/2022	New Issuance	1,800	Preferred E	1.00	No	Mathias Kloth	Acquisition	Yes
11/8/2022	New Issuance	9,629	Preferred E	1.00	No	Max Lehmann	Acquisition	Yes
11/8/2022	New Issuance	4,000	Preferred E	1.00	No	Michael Heuler	Acquisition	Yes
11/8/2022	New Issuance	3,429	Preferred E	1.00	No	Michael Schäfer	Acquisition	Yes
11/8/2022	New Issuance	10,000	Preferred E	1.00	No	Michael Sommerhage	Acquisition	Yes
11/8/2022	New Issuance	304	Preferred E	1.00	No	Michael Treptow	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Miroslav Jagercik	Acquisition	Yes
11/8/2022	New Issuance	1,200	Preferred E	1.00	No	Olaf Tagge	Acquisition	Yes
11/8/2022	New Issuance	968	Preferred E	1.00	No	Paul Prader	Acquisition	Yes
11/8/2022	New Issuance	1,035	Preferred E	1.00	No	Peter Aigner	Acquisition	Yes
11/8/2022	New Issuance	234	Preferred E	1.00	No	Peter Binneberg	Acquisition	Yes
11/8/2022	New Issuance	667	Preferred E	1.00	No	Peter Binneberg	Acquisition	Yes
11/8/2022	New Issuance	1,440	Preferred E	1.00	No	Peter Blunier	Acquisition	Yes
11/8/2022	New Issuance	3,320	Preferred E	1.00	No	Peter Deiritz	Acquisition	Yes
11/8/2022	New Issuance	1,200	Preferred E	1.00	No	Peter Schmidt zur Nedden	Acquisition	Yes
11/8/2022	New Issuance	14,267	Preferred E	1.00	No	Philipp Hermann	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Pursa Vojtech	Acquisition	Yes
11/8/2022	New Issuance	616	Preferred E	1.00	No	Pustka Stepan	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Rainer Schlothauer	Acquisition	Yes
11/8/2022	New Issuance	2,600	Preferred E	1.00	No	Rainer Thiel	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Ralf Plath	Acquisition	Yes

11/8/2022	New Issuance	4,000	Preferred E	1.00	No	Ranisav Jovanovic	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Rauscher Anton	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Reiner Huber	Acquisition	Yes
11/8/2022	New Issuance	935	Preferred E	1.00	No	Reinhold Neskudla	Acquisition	Yes
11/8/2022	New Issuance	160	Preferred E	1.00	No	Reinhold Schurig	Acquisition	Yes
11/8/2022	New Issuance	120	Preferred E	1.00	No	Rene Faak	Acquisition	Yes
11/8/2022	New Issuance	4,000	Preferred E	1.00	No	Robert Mauler	Acquisition	Yes
11/8/2022	New Issuance	393	Preferred E	1.00	No	Roger Meier	Acquisition	Yes
11/8/2022	New Issuance	2,215	Preferred E	1.00	No	Ronni Detert	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Rüdiger Gertz	Acquisition	Yes
11/8/2022	New Issuance	184	Preferred E	1.00	No	Rüdiger Klass	Acquisition	Yes
11/8/2022	New Issuance	616	Preferred E	1.00	No	Rudolf Walldorf	Acquisition	Yes
11/8/2022	New Issuance	2,871	Preferred E	1.00	No	Schlücker Eberhard	Acquisition	Yes
11/8/2022	New Issuance	333	Preferred E	1.00	No	Secutan UG	Acquisition	Yes
11/8/2022	New Issuance	900	Preferred E	1.00	No	Theodor Kellner	Acquisition	Yes
11/8/2022	New Issuance	2,319	Preferred E	1.00	No	Thomas Abmann	Acquisition	Yes
11/8/2022	New Issuance	120	Preferred E	1.00	No	Thomas Scholz	Acquisition	Yes
11/8/2022	New Issuance	120	Preferred E	1.00	No	Thomas Weißing	Acquisition	Yes
11/8/2022	New Issuance	950	Preferred E	1.00	No	Torben Kuhlmann	Acquisition	Yes
11/8/2022	New Issuance	728	Preferred E	1.00	No	Torsten Müller	Acquisition	Yes
11/8/2022	New Issuance	1,329	Preferred E	1.00	No	Ulrich Niemann	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Ulrich von Schöning	Acquisition	Yes

11/8/2022	New Issuance	120	Preferred E	1.00	No	Ursula Erika Brunkow	Acquisition	Yes
11/8/2022	New Issuance	120	Preferred E	1.00	No	Ursula Holzwarth	Acquisition	Yes
11/8/2022	New Issuance	446	Preferred E	1.00	No	Uwe Kuntzel	Acquisition	Yes
11/8/2022	New Issuance	1,100	Preferred E	1.00	No	Volker Überall	Acquisition	Yes
11/8/2022	New Issuance	240	Preferred E	1.00	No	Walter Alle	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Walter Bürkle	Acquisition	Yes
11/8/2022	New Issuance	3,250	Preferred E	1.00	No	Walter Freitag	Acquisition	Yes
11/8/2022	New Issuance	200	Preferred E	1.00	No	Wenner Christoph Maximilian	Acquisition	Yes
11/8/2022	New Issuance	3,200	Preferred E	1.00	No	Werner Held	Acquisition	Yes
11/8/2022	New Issuance	522	Preferred E	1.00	No	Werner Straub	Acquisition	Yes
11/8/2022	New Issuance	7,022	Preferred E	1.00	No	Wilfried Otte	Acquisition	Yes
11/8/2022	New Issuance	308	Preferred E	1.00	No	Wilhelm Kopp	Acquisition	Yes
11/8/2022	New Issuance	62	Preferred E	1.00	No	Willi Krieger	Acquisition	Yes
11/8/2022	New Issuance	800	Preferred E	1.00	No	Willy Krauß	Acquisition	Yes
11/8/2022	New Issuance	3,935	Preferred E	1.00	No	Wim Toebes	Acquisition	Yes
11/8/2022	New Issuance	7,043	Preferred E	1.00	No	Wolf-Detlef Schulz	Acquisition	Yes
11/8/2022	New Issuance	540	Preferred E	1.00	No	Wolfgang Grun	Acquisition	Yes
11/8/2022	New Issuance	975	Preferred E	1.00	No	Wolfgang Rothermund	Acquisition	Yes
11/8/2022	New Issuance	80	Preferred E	1.00	No	Wolfgang von Plessen	Acquisition	Yes
11/8/2022	New Issuance	400	Preferred E	1.00	No	Zimmermann Herbert	Acquisition	Yes

Number of Shares Outstanding at December 31, 2022:

213,264,256 shares of common stock

0 shares of Class A Preferred Stock

0 shares of Class B Preferred Stock

0 shares of Class C Preferred Stock

95,973 shares of Class D Preferred Stock

3,940,206 shares of Class E Preferred Stock

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B. Debt Securities, Including Promissory and Convertible Notes

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

4) Financial Statements

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

U.S. GAAP

IFRS

B. The financial statements for this reporting period were prepared by John Della Donna, CPA of the accountancy firm of JDDA CPA, LLC of Atlanta, GA

The following financial statements are appended at the end of this Disclosure Statement:

Balance Sheet

Statement of Income

Statement of Cash Flows

Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)

Financial notes

5) Issuer's Business, Products and Services

Forward-Looking Statements

The information contained herein includes certain "forward-looking" statements within the meaning of Section 27A of the United States Securities Act of 1933, as amended, and Section 21E of the United States Securities Exchange Act of 1934, as amended. You can identify these and other forward-looking statements by the use of words such as "anticipates," "expects," "intends," "plans," "predicts," "believes," "seeks," "estimates," "may," "might," "will," "should," "would," "could," "potential," "future," "continue," "ongoing," "forecast," "project," "target" or similar expressions, and variations or negatives of these words. You should not place undue reliance on these forward-looking statements, which apply only as of the date of this report. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from historical results or our predictions. Although we believe the expectations reflected in these forward-looking statements are reasonable, such expectations cannot guarantee future results, levels of activity, performance or achievements. Forward-looking statements included in this report and all subsequent written or oral forward-looking statements attributable to us or persons acting on our behalf are expressly qualified in their entirety by these cautionary statements. The forward-looking statements speak only as of the date made, other than as required by law, and we undertake no obligation to publicly update or revise any forward-looking statements, whether because of new information, future events or otherwise.

A) Our business operations

Our operations are coordinated from our premises at Uhlandstrasse 165/166, Berlin 10719, Federal Republic of Germany (please see also 6) below). We have an employee complement of five, including

the Director and Officers named and described in these statements under 7) below.

B) Our subsidiaries

FF24 Ventures GmbH (“ff23pay.com”) and FF24 Merchant Services GmbH (“ff24.Payments”) and FF24 Sustainability GmbH (“OK.de”)

C) Our principal products or services.

FF24 Merchant Services GmbH and FF24 Ventures GmbH (the ‘FinTech companies’). ff24payments.com is a modern, scalable real-time payment platform that grows with every company and offers innovative solutions, whether for one-off purchases or recurring bookings, and is aimed at large and small online retailers and operators of the growing number of websites that derive their income from the "freemium" models. MasterCard, VISA, SEPA, SOFORT (Sofortüberweisung) and PayPal are currently supported. For 2021, only marketing and integration with German online shops was initially planned. A start in other European countries is planned for Q4 / 2023. Expansion into the USA and Asia is not presently planned.

If your company does business with international customers or you are looking to expand into new markets, ff24.Payments can help you provide real-time processing and settlement services for payments in the main currencies



ff24.Payments offers a flexible payment platform to help you with your online venture. Process all popular payment methods with just one partner instead of installing a multitude of "payment plugins".

ff24.Payments secure processing - 24/7



Grow and expand globally and increase your sales conversions in other countries by offering your customers their preferred local payment options.

Accept the most widely used card types from customers around the world.

ff24pay.com offers banking and instant transfer solutions for a wide range of the world's major currencies. The initial target group are private individuals and SMEs who use either euros (EUR) or other European currencies as their base currency. Ff24pay.com currently offers European customers the following services, IBAN accounts, debit cards, processing of multiple currencies, SEPA and SWIFT transfers, as well as recurring payments. Easily accessible apps for Android and iPhone can currently be downloaded from the app stores in the target regions of ff24pay.com; desktop and laptop versions of the apps are also downloadable. The goal by the end of 2023 is 10,000 customers in Europe and the successful establishment of ff24pay.com as a modern and secure banking solution. A version of the ff24pay.com

consumer offering tailored for the US market may be introduced at a future date. Easily accessible apps for Android and iPhone can currently be downloaded from the app stores in the current target regions of ff24pay.com; desktop and laptop versions of the apps, which might better suit the needs of SME business users, are also downloadable.

Railsbank Application-On February 9, 2023, the Bank of Lithuania announced that as the Railsbank regulator, it has temporarily forbidden Railsbank from establishing “business relations with new clients”. This was in addition to an investigation requiring Railsbank to demonstrate to the regulator’s satisfaction sufficient levels of oversight, monitoring and control in regard to new and existing customers. Railsbank has paused billing the Company’s account. The company is considering other pathways to overcome this setback which is believed likely to have a permanent negative effect on Railsbank.

Following the acquisition of the FinTech Companies, FFPP required the spin off Neo Virucide, Inc. (“NVI”), a subsidiary, to shareholders of record on March 5, 2021. To the date of this Report, this spin off has not been accomplished due to lack of funding. FF24 does not intend to fund the spin off nor enforce the requirement that NVI be spun off. NVI has no operations or assets.

FF24 Sustainability GmbH, formerly named OK.de, the target contains the OK.de mobile 'free-mailer' e-mail and end-to-end secure, encrypted, instant messaging service which attracted the FF24 Holding investment team in Berlin. Ok.de is a free email provider with news, comparison portal and numerous other free services. With this service we are building an active user interface that is used to connect people all over the world on one platform.

With OK.secure we released a completely free and absolutely secure Messenger-Service on the market: private and secure messaging with a military level of encryption. Via end-to-end-encryption based on the blockchain-technology OK.secure provides secure communication with chat, video calls, and cloud storage.

Ok.de currently has approximately 2.3 million users of its e-mail service, which to date predominantly addresses only the domestic German consumer market, as does the OK.de IM app., which benefits from access to military-grade encryption software described by attorney and IP law specialist, Armin Dartsch, the Director at FFPP who is non-executive Chairman of the quoted German 'umbrella' company, Fast Finance 24 Holding AG, as 'exceptionally robust.' The IM app, which is not dissimilar in performance and confidentiality to the popular Signal IM app, has particular attractions to a group such as FFPP, where Fast Finance 24 Holding AG is concentrating its interests in the burgeoning FinTech segment.

OK.de/FFPP are working with their software development partner to develop functionalities not yet considered 'standard fare' in the universe of IM apps, including a uniquely secure mobile cryptocurrency wallet with facilities not only to switch between different leading crypto-coins, and between crypto- and major fiat currencies using the app but also to transfer crypto- currencies C2C between app users, securely by means of something as simple as an IM.

Quarter Developments

During the fourth quarter of 2022, management has been working on a number of developments in the businesses of the Company's operating subsidiaries and at a corporate level, such as the above-described Railsbank issues.

An important development on December 18, 2022, when OK.de contracted with Fortknoxster Ltd., a Gibraltar corporation, for the latter exclusively to sell to OK.de the software (source code) behind the end-to-end encryption for encrypted messaging (Chat, Group-Chat and Audio Calls), encrypted video calls, and secure multi-crypto-currency Wallet for non-custodial digital assets wallet (allowing storage of more than 6,000 different coins), transfer and receive cryptocurrencies in chat and to/from external wallets, and a variety of uses and other features. A payment schedule requires OK.de to pay the owners of Fortknoxster Ltd. 150,000 euros in total during 2023.

6) Issuer's Facilities

Our majority parent organization, Fast Finance 24 Holding AG, provides office space at no charge in its headquarters facility in Berlin, Federal Republic of Germany.

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7) **Company Insiders (Officers, Directors, and Control Persons)**

Name & Address	Affiliation with Company (e.g. Officer/Director/Owner of over 5%)	Residential Address (City / State Only)	# Common Shares Held	# of Preferred Series D Shares Held	# of Preferred Series E Shares Held	% of Common Owned	% of Preferred Series D Owned	% of Preferred Series E Owned
Daniel Fisher	Owner of more than 5%	Pleasant Hill, CA	11,750,000	0	0	5.51%	0.00%	0.00%
Elizabeth Ehrlich Kellogg	Owner of more than 5%	Roslyn Harbor, NY	15,462,500	0	0	7.25%	0.00%	0.00%
John F. Fruhmann	Former President	Bethlehem, PA	10,722,200	0	0	5.03%	0.00%	0.00%
Fast Finance 24 Holding AG/ Armin Dartsch & Ole Jensen	Mr. Dartsch (our Secretary) is a control person	Berlin, Federal Republic of Germany	50,007,286	95,973	3,461,459	23.45%	100.00%	87.85%
Dennis Hoffman	Owner of more than 5%	Miami, FL	20,000,000	0	0	9.38%	0.00%	0.00%
Armin Dartsch	Secretary & Director	Berlin, Federal Republic of Germany	0	0	0	0.00%	0.00%	0.00%
Andreas Garke	President	Berlin, Federal Republic of Germany	0	0	0	0.00%	0.00%	0.00%
Sayed Muhammad Iqbal	CFO/ Treasurer	Berlin, Federal Republic of Germany	0	0	0	0.00%	0.00%	0.00%

(1) ARMIN DARTSCH is our Secretary and Director. His Employment history is:

- a) Fast Finance24 Holding AG, Chairman of the Supervisory Board (November 2018 to Present). Mr. Dartsch assists management in all decisions (risk management, strategic development, investment matters, etc.) of fundamental importance for the company.
- b) Self-employed attorney (September 2006 to Present) After passing his second (German) State Examinations, he was admitted in 2006 to practice at the German bar. He worked as a staff attorney in a boutique law firm specializing in copyright and intellectual property ('IP') law, representing a number of renowned creatives. From 2007, Mr. Dartsch established and runs his own independent attorney's practice concentrating on the areas of national and international tax and company law as well as IP law. He advises companies (especially in the furniture-making sector) and individuals

in Germany, elsewhere in the European Union, the USA and Hong Kong.

ANDREAS GARKE is our President & Director. His employment history is:

- a) Fast Finance24 Holding AG, Board Director & Chief Executive Officer (November 2018 to Present). Mr. Garke is responsible as CEO for the day-to-day management of FF24 Holding's operations and supervision of its investments. His expertise includes but is not confined to sales and marketing, strategy consulting, new market entry and business development.
- b) Design Your Home Global PLC (May 2018 to Present) Mr. Garke is also CEO for an inspirational online marketplace for trendy European brands and designer furniture.
- c) Intertek Caleb Brett Germany GmbH, Account Manager, (August 2016 to May 2018). Mr. Garke focused on business development, supply-chain optimization and exports.

SAYED MUHAMMAD IQBAL is our Chief Accountant/Treasurer. His employment history (which must list all previous employers for the past 5 years, positions held, responsibilities and employment dates):

- a) Fast Finance24 Holding AG, Accounting Manager (June 2020 to Present). Conducting cash flow analysis and summarizing reports related to cash in-flow and cash out-flow. Responsible for proposing overall budget, delivering monthly revenue forecasts. Assisting managers to process Balance Sheet, Profit/Loss statements (IFRS & GAAP) and other financial statements as required. Analyzed Profit/Loss statements such as revenues, cost of sales, expenses, EBIT and operating margin to determine the company's financial position.
- b) MyStylo GbR, Junior Manager Business Development (December 2018 to May 2020). Created different Cost/Profit centers in company's accounting software. Allocation of company's bank transactions to the respective Cost/Profit centers. Responsible for bookkeeping for Accounting and Finance Dept. Planning and overseeing new marketing initiatives.
- c) Mr. Muhammad Iqbal was pursuing a master's degree from Hochschule für Technik und Wirtschaft in Berlin from 2014-2017.

8) Legal/Disciplinary History

A. None of the persons named in the management and affiliate table above has been:

1. Convicted in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
2. Subject to an order, judgment, or decree entered against them 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, or banking activities;
3. Subject to a finding or judgment by a court of competent jurisdiction (in a civil action), the

Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

4. Subject to 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.

B. We do not have 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, except the following:

The Company was notified on March 29, 2021, by means of two Summons with Notice of a lawsuit filed against it as a co-defendant by Life Wellness, Inc., a corporation believed to be controlled by Vivian Li Kremer, and a similar suit filed by her spouse, Robert Kremer. The Kremer suit was discontinued without prejudice. Through its Brooklyn, New York, NY-based attorney, Allen Schwartz Esq., the Plaintiff, Life Wellness, Inc., claims to be entitled under an alleged oral agreement to a 51% interest in the issued common share capital of FFPP. The Plaintiff further asserts itself to have suffered losses of, and to be seeking damages exceeding, \$80,000,000 (eighty million dollars). Thus far, the Plaintiff has failed to state any coherent basis for its claim. The Company and its lawyers consider the suits filed by Life Wellness, Inc., and Robert Kremer to be frivolous, baseless and without merit. In July 2021 the plaintiffs filed with the court their Verified Complaint against Standard Vape Corporation alleging an oral agreement between the parties giving the plaintiff 51% of Standard Vape Corporation and eliminating their claim for losses to \$80,000,000 as asserted in the original Summons with Notice leaving it to prove its damages at trial. Standard Vape Corporation legal counsel plans to move to have the case dismissed with prejudice since to date the plaintiffs have been unable to demonstrate any evidence of such an agreement or anything that corresponds to the necessary steps under Nevada law that would permit such a transaction. A subsequent agreement between FF24 Holding AG and Standard Vape Corporation with Dan Fisher and members of the Ehrlich family have indemnified FF24 Holdings AG against the cost of defending the Kremer/Life Wellness Litigation. The Indemnification Agreement is in arrears due to non-payment by certain indemnifying parties.

In late October of 2021 Dr. Melvin Ehrlich, a former Director of Standard Vape Corp and owner of 5.96% of the outstanding common stock and a party to the Kremer litigation, died. The death of Dr. Ehrlich has resulted in a stay on the Life Wellness, Inc. litigation pending the appointment by the Surrogates Court of an executrix to substitute into the case to represent the estate of the late Dr. Melvin Ehrlich. The Company announced that the Defendants and the Plaintiff had agreed terms to end a long running litigation involving inter alia an alleged 'oral promise' by a former and now deceased director of Standard Vape Corporation, predecessor company of FFPP, Dr. Melvin Ehrlich, to the Plaintiff concerning control of the predecessor company (the "Settlement"). Part of the Settlement, which entails no admission of wrongdoing on behalf of the Defendants, shall be the issue to the Plaintiff by FFPP of 5,000,000 (five million) shares of common stock of \$0.0001 each in the capital of FFPP; these shares will be subject to the customary resale restrictions of Rule 144. Other terms of the Settlement relevant to the Company include the exchange of mutual releases inter partes, a permanent cessation of the litigation and the extinguishment of all claims by the Plaintiff against the Defendants.

Fast Finance 24 Holding AG is a public company headquartered in Berlin whose shares are traded on

the Frankfurt Stock Exchange in Germany.

9) **Third Party Providers**

Securities Counsel

Jackson L. Morris, Esq., Attorney at Law
3116 W. North A Street
Tampa, FL 33609-1544
(813) 874-8854
jackson.morris@rule144solution.com

Corporate Advisor

Keith, Bayley, Rogers & Co. Ltd.
32 Threadneedle Street
London, EC2R 8AY, United Kingdom,
011-44-7406 43 41 07
Graham.Atthill-Beck@kbrl.co.uk

Accountant

JDDACPA LLC
3131 Piedmont Ave
Suite 203
Atlanta, GA 30305
(404) 826-3902
johndelladonna@att.net

10) **Issuer Certification**

Principal Executive Officer:

I, Andreas Garke, certify that:

1. I have reviewed this Disclosure Statement for Fast Finance Pay Corp.;
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.

February 14, 2023

/s/ Andreas Garke

Andreas Garke, Principal Executive Officer

Principal Financial Officer:

Sayed Muhammad Iqbal

I, Sayed Muhammad Iqbal, certify that:

1. I have reviewed this Disclosure Statement for Fast Finance Pay Corp.;
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.

February 14, 2023

/s/ Sayed Muhammad Iqbal

Sayed Muhammad Iqbal, Principal Financial Officer

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FAST FINANCE PAY CORP.
CONSOLIDATED BALANCE SHEETS (UNAUDITED)
In US Dollars

	12/31/2022	12/31/2021
ASSETS		
Current Assets		
Cash	\$ 45,064	\$ 28,670
Trade receivables	392,438	1,475,205
Miscellaneous receivable	1,412,748	9,913
Total current assets	<u>1,850,250</u>	<u>1,513,788</u>
Other Assets		
Other assets	37,313	39,655
Capitalized software	3,198,225	-
Property, plant and equipment (net of allowance of \$ 46,495 and \$0, respectively)	200,906	-
Goodwill	3,962,861	95,402
Total fixed and other assets	<u>7,399,305</u>	<u>135,057</u>
TOTAL ASSETS	<u>\$ 9,249,555</u>	<u>\$ 1,648,845</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Other provisions	\$ 136,984	\$ 3,400
Taxes payable	8,770	5,426
Trade payables	4,828,954	1,461,513
Accounts payable & accrued expenses	-	3,437
Total current liabilities	<u>4,974,708</u>	<u>1,473,776</u>
SHAREHOLDERS' EQUITY		
Class A Preferred Stock; par value \$0.0001; authorized 300,000 shares; as of December 31, 2022, and December 31, 2021, there are 0 and 0 outstanding, respectively	-	-
Class B Preferred Stock; par value \$0.0001; authorized 100,000 shares; as of December 31, 2022, and December 31, 2021, there are 0 and 0 outstanding, respectively	-	-
Class C Preferred Stock; par value \$0.0001; authorized 100,000 shares; as of December 31, 2022, and December 31, 2021, there are 0 and 0 outstanding, respectively	-	-
Series D Preferred Stock; par value \$0.0001; authorized 100,000 shares; as of December 31, 2022, and December 31, 2021, there are 95,973 and 100,000 outstanding, respectively	10	10
Series E Preferred Stock; par value \$0.0001; authorized 4,000,000 shares; as of December 31, 2022, and December 31, 2021, there are 3,940,206 and 0 outstanding, respectively	394	-
Undesignated Preferred Stock; par value \$0.0001; authorized 5,400,000 shares; as of December 31, 2021, and December 31, 2021, there are 0 and 0 outstanding, respectively	-	-
Common Stock; par value \$0.0001; 1,990,000,000 shares authorized; as of December 31, 2022, and December 31, 2021, there are 213,264,256 and 138,256,970 shares outstanding, respectively	21,326	13,826
Additional paid-in capital	5,148,834	1,196,022
Accumulated other comprehensive income	(6,697)	(3,647)
Accumulated deficit	(889,020)	(1,031,142)
Total shareholders' equity	<u>4,274,847</u>	<u>175,069</u>
TOTAL LIABILITIES & SHAREHOLDERS' EQUITY	<u>\$ 9,249,555</u>	<u>\$ 1,648,845</u>

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

FAST FINANCE PAY CORP.
CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)
In US Dollars

	For the Year Ended December 31,	
	2022	2021
Revenue		
Sales and other operating revenues	\$ 1,151,130	\$ 1,361,437
Cost of services	(843,522)	(1,231,422)
Gross Profit	307,608	130,015
Operating Expenses		
General and administrative expenses	92,117	72,384
Stock based compensation	20,500	56,537
Depreciation	46,495	-
Total Operating Expenses	159,112	128,921
Operating Income/(Loss)	148,496	1,094
Other Income (Expense)		
Gain on partial forgiveness of debt	-	4,500
Loss on asset disposal	-	(167,565)
Interest expense	(1,118)	-
Total Other Income/(Expense)	(1,118)	(163,065)
Gain (loss) from Continuing Operations	147,378	(161,971)
Provision for taxes	5,256	60,146
Net Gain/(Loss) Applicable to Common Shares	\$ 142,122	\$ (222,117)
Gain/(loss) per share		
Basic	\$ 0.00	\$ (0.00)
Diluted	\$ 0.00	\$ (0.00)
Shares used in computing net gain/loss per share:		
Basic	186,199,464	287,708,083
Diluted	1,392,525,724	967,723,868

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

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FAST FINANCE PAY CORP.
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
For the Years Ended December 31, 2022 and 2021
In US Dollars

	December 31, 2022	December 31, 2021
OPERATING ACTIVITIES		
Net income (loss)	\$ 142,122	\$ (222,117)
Adjustments to reconcile net income (loss) to net cash provided (used) in operating activities:		
Stock based compensation	20,500	56,537
Goodwill	-	(95,402)
Depreciation	46,495	-
(Gain) loss on disposal of subsidiary	-	168,463
Changes in operating assets and liabilities:		
(Increase) Decrease prepaid licenses fees	-	13,500
(Increase) Decrease trade receivables	580,013	(1,290,237)
(Increase) Decrease miscellaneous receivables	(254,867)	(5,271)
(Increase) Decrease other receivables	2,342	3,101
Increase (Decrease) other provisions	133,584	3,245
Increase (Decrease) taxes payable	(320)	(5,241)
Increase (Decrease) trade payable	(332,940)	1,295,263
(Increase) Decrease accrued expenses	2,663	(416,471)
Net cash provided (used) in operating activities	<u>339,592</u>	<u>(494,630)</u>
INVESTING ACTIVITIES		
Capital expenditures	(247,401)	-
Acquisition of FF24 Sustainability GmbH	(72,747)	-
Net cash used in investing activities	<u>(320,148)</u>	<u>-</u>
FINANCING ACTIVITIES		
Stock issued for cancelation of accrued expenses	-	501,678
Net cash provided by financing activities	<u>--</u>	<u>501,678</u>
NET INCREASE IN CASH	19,444	7,048
Effect of exchange rate on cash	(3,050)	(9,378)
CASH BALANCE, BEGINNING OF PERIOD	<u>28,670</u>	<u>31,000</u>
CASH BALANCE, END OF PERIOD	<u>\$ 45,064</u>	<u>\$ 28,670</u>
Supplemental Disclosures of Cash Flow Information:		
Interest paid	\$ -	\$ -

Income tax paid	\$	-	\$	-
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Non-cash Investing and Financing Activities:				
Issued of 3,940,206 Series E Preferred shares for acquisition				
	\$	3,940,206	\$	-
Preferred stock issued to buy two German firms	\$	-	\$	250,000

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

FAST FINANCE PAY CORP.

SHAREHOLDERS' DEFICIT (UNAUDITED)

In US Dollars

	Shares		Amount		Additional Paid-in Capital	Foreign Currency Translation	Retained Earnings	Share - holders' Equity
	Common	Preferred	Common	Preferred				
Balance, December 31, 2018	22,808,700	300,000	2,281	30	350,674		(3,524,594)	(3,171,609)
Shares canceled		(300,000)		(30)	30			
Shares issued during 2019	3,500,000	2,500	350	3	30,234			30,587
Shares issued to buy Nano Vape Corporation	-	250,000	-	25	224,975			225,000
Net income for the year ended December 31, 2019	-	-	-	-	-		2,163,183	2,163,183
Balance, December 31, 2019	26,308,700	252,500	2,631	28	605,913		(1,361,411)	(752,839)
Investment in FF24	-	-	-	-	56,180			56,180
Shares issued during 2020	436,865,770	(134,875)	43,687	(16)	(242)			43,428
Net income for the year ended December 31, 2020	-	-	-	-	-	5,731	552,386	558,117
Balance, December 31, 2020	463,174,470	117,625	46,318	12	661,850	5,731	(809,025)	(95,114)
Shares issued during 2021	250,000	(2,500)	25	(3)	(22)			
Share issuances & cancellation	(332,287,500)	(115,125)	(33,229)	(9)	33,238			
Shares issued for cancelation of accrued expenses	5,889,463	-	589	-	250,732			251,321
Share based compensation	1,230,537	-	123	-	56,414			56,537
Shares issued to buy FF24 Merchant Services GmbH & FF24 Ventures GmbH	-	100,000	-	10	193,810			193,820
Net income/(Loss)	-	-	-	-	-	(9,378)	(222,117)	(231,495)
Balance, December 31, 2021	138,256,970	100,000	13,826	10	1,196,022	(3,647)	(1,031,142)	175,069
Share based compensation	5,000,000	-	500	-	-			500
Share issuances & cancelation	50,007,286	(4,027)	5,000	-	(5,000)			
Share based compensation	20,000,000	-	2,000	-	18,000			20,000
Shares issued to buy OK.de	-	3,940,206	-	394	3,939,812			3,940,206
Net income/(Loss)	-	-	-	-	-	(3,050)	142,122	139,072
Balance, September 30, 2022	213,264,256	4,036,179	21,326	404	5,148,834	(6,697)	(889,020)	4,274,847

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

FAST FINANCE PAY CORP

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 – ORGANIZATION AND BASIS OF PRESENTATION

The Company

The Corporation was formed on December 29, 2008 in the State of Nevada. Its initial authorized capital stock was 100,000,000 shares of common stock having a par value of \$0.001 per share; and, 20,000,000 shares of Preferred Stock having a par value of \$0.001 per share.

Simultaneously therewith the Corporation acquired Xuan Wu International Group, Inc. (“Target”), a Chinese corporation engaged in quarry operations. Pursuant to that acquisition of the Corporation exchanged 16,482,500 shares of common stock for all the issued and outstanding shares of Target. The Notice of Exchange was filed in Nevada on January 5, 2009. At that time, control was vested in Jinhui Guo with 10,000,000 shares out of the 16,482,500 shares.

On November 1, 2017, Jinhui Guo resigned as sole officer and director of the Corporation and Roger Fidler became the sole officer and director of the Corporation.

On December 31, 2017 the Corporation acquired for 1,000,000 shares of the Corporation’s common stock all the issued and outstanding shares of Standard. Mr. Fruhmann, who executed on behalf of The Standard Tobacco Company of Pennsylvania, Inc. (Standard), a Nevada corporation engaged in trademark licensing of trademarks acquired for formulations of tobacco that mimic the classic British brands which trademarks had been acquired by Standard. Simultaneously therewith, Roger Fidler resigned as the sole officer and director of the Corporation and John Fruhmann became the sole officer and director of the Corporation. On the same date, the Corporation agreed to return all shares of Target to Target’s shareholders.

On February 22, 2018, voting control of the Corporation was vested in John Fruhmann by Jinhui Guo transferring 10,000,000 common shares to Mr. Fruhmann.

On February 22, 2018, the Corporation also increased its authorized capital stock to two billion (2,000,000,000) shares having a par value of \$0.0001 per share of which one billion nine hundred and ninety were shares of common stock and ten million shares were preferred stock.

On April 1, 2018, the Corporation released any ownership rights to the Target and returned all the Target’s shares to Target shareholders. On May 3, 2018, the Corporation filed a Certificate of Designation designating 300,000 preferred shares as Class A Preferred Stock. These 300,000 shares of Class A Preferred Stock were issued to John Fruhmann and were recorded as stock-based compensation worth \$30,000. Kindly note that Mr. Fruhmann returned the 300,000 preferred shares on 3/28/19.

On June 11, 2018, the Corporation filed an Amendment to its Articles of Incorporation effecting a ten for one forward split of its common stock, to be effective three days after FINRA clears the Issuer Company-Related Corporate Action Notification. The approval of FINRA did not occur and hence the amendment has not and will not become effective.

On August 30, 2018, 90,000 shares were issued to a former officer, Daniel Z. Johnson, who furnished certain intellectual property to the Company, which we recorded as stock-based compensation worth \$4,500.

During the third quarter of 2018, a total of \$2,686 of a convertible note was converted into a total of 2,686,200 common shares. For the first quarter of 2019, a total of \$2,500 of a convertible note was converted into 2,500,000 common shares.

On 3/28/19 the Company issued 250,000 Class A Preferred Stock with a fair value of \$225,000 in order

to acquire Nano Vape Corporation, a Wyoming company whose primary asset is a new type of e-cigarette. On 5/15/19 the Company designated 100,000 of its preferred shares as Class B Preferred Stock that are convertible into 100 shares of common stock, carry a \$0.10 quarterly cumulative dividend payable from profits when realized, and are subject to a \$10.00 per share mandatory redemption price and liquidation preference. On 5/15/19 the Company designated 100,000 of its preferred shares as Class C Preferred Stock that are convertible into 500 shares of common stock.

To complete the realignment of the business Xuan Wu also entered into a definitive sale contract on 3/28/19 with Bethlehem IP Holdings, Inc., an entity controlled by the Swedish Tobacco Group ("STG"). STG acquired the entire catalogue of trademarks of XNWU's wholly owned subsidiary The Standard Tobacco Company of Pennsylvania, Ltd. for cash consideration of Fifty Thousand Dollars. The catalogue of trademarks includes iconic trade names *War Horse*, *John Cotton's*, *Bengal Slices*, *Dobie's* and *Murray's*. These formerly British pipe tobacco brands were revived and sold by Pipes and Cigars under the Standard Tobacco name. Standard Tobacco retains the rights to use these marks on certain products outside the tobacco industry if it should choose to do so.

On July 11, 2019, the Company accepted \$25,000 Chrysalis Management, GmbH, in a Regulation S placement for 2,500 shares of its Class B Preferred Stock.

During the fourth quarter of 2019, \$1,000 of a convertible note was converted into a total of 1,000,000 common shares. During the first quarter of 2020, \$23,038 of convertible notes was converted into 23,038,210 common shares and 157,375 Preferred A shares were converted into 393,437,500 common shares. During the second quarter of 2020, \$20,390.06 of convertible notes was converted into 20,390,060 common shares.

On April 14, 2020, FFPP had acquired Neo-Virucide, Inc. (NVI), a newly formed Wyoming corporation that owns an exclusive worldwide license on the use of a proprietary nanoparticle NanoNOx for treatment of microbial and viral infections. NVI entered a related party contract with NMB Therapeutics, Inc. (NMB), the Worldwide Exclusive License and Product Development Agreement. This Agreement provides worldwide marketing rights to NanoNOx, the proprietary nanoparticle upon which a United States Provisional Patent Application had been filed in November, 2019 and 2020. While NanoNOx has several uses, NVI's focus is on assisting NMB in gaining permission from the FDA or foreign agencies or testing locations to test NanoNOx in human trials as a means of delivering nitric oxide into deep lung tissue for the purpose of treating COVID-19.

On November 10, 2020, the Company entered into a Joint Venture Agreement through its Neo Virucide, Inc. subsidiary ("NVI") with Vivian Li Kremer Co. ("VLKC") of New York, NY to develop and produce personal, building and transport protective equipment. NVI will allow use of its NanoNOx™ technology and its scientific team and VLKC will manage the JV. Net profits were to be shared on a 51%/49% split in favor of VLKC. This JV Agreement was terminated for failure to fund and other reasons on February 16, 2021. This termination is part of the ongoing litigation with Life Wellness.

During the first quarter of 2021, all issued Class B Preferred Stock were converted into 250,000 common shares. On 3/9/2021 the Company designated 100,000 preferred shares as Class D Convertible Preferred Stock. Each Class D share is convertible into 12,418 common shares.

On March 15, 2021 the Company announced that 76.3% of the shareholders of Standard Vape Corporation had voted to acquire the two subsidiaries of FF24 Holding AG. The consummation of the transaction with Fast Finance 24 Holding AG ("FF24 Holding") was pending the registration of changes of ownership of the two German companies' shares with the administrative court ("Amtsgericht") in Germany, which has now occurred. The two subsidiaries of FF24 Holding are both private companies with limited liability organized under German law and active in the FinTech space: FF24 Merchant Services GmbH ("ff24payments.com") and FF24 Ventures GmbH ("ff24pay.com"). Further information on the businesses being acquired by FFPP is given below.

The transaction was consummated by means of an equity exchange of 100,000 FFPP Class D Preferred for 100% of the issued share capital of each German company. As part of the transaction, FFPP divested itself of Nano Vape Corporation by rescinding the transaction with the original Nano Vape shareholders and returning the business and liabilities to the original vendors of that business. All remaining FFPP Series A Preferred shares were converted into common stock with the cancellation of ninety percent of the resulting converted shares including any common shares resulting from previous Series A conversions (which equaled 347,287,500 shares), leaving Series A preferred holders with 10% of their original holding or 61,490,000 common shares. The transaction calls for the shares resulting from the Series A conversion and prior conversions to be subject to a 90 day 'lock up' with a 12 month bleed out agreement thereafter. After the conversion and cancellation, the only preferred series outstanding will be Series D issued to FF24 Holding AG as the consideration for the two German subsidiaries. The wholly-owned subsidiary of FFPP, Neo Virucide, Inc., will be 'spun off' to shareholders of record as of March 5, 2021 leaving FFPP shareholders holding shares in the newly-consolidated surviving FinTech Companies within the Company. A total of 1,230,537 shares worth \$56,537 was issued as stock-based compensation during the second quarter of 2021.

The Company changed its name to better reflect its new business direction. Mr. John Fruhmann and Mrs. Elizabeth Ehrlich Kellogg and Mr. Daniel Fisher resigned from the Board of FFPP as of May 11, 2021 and Mr. Andreas Garke, chief executive officer and co-founder of FF24 Holding, was appointed the new President with Mr. Armin Dartsch, Chairman of the Supervisory Board of FF24 Holding, appointed as the Director and Company Secretary. On September 29, 2021, the Company applied to FINRA to change its name to Fast Finance Pay Corp. The application was approved by FINRA on May 12, 2022.

On April 8, 2022, Fast Finance 24 Holding AG converted 4,027 of its Series "D" Convertible Preferred Shares into 50,007,286 common shares. On May 17, 2022, the Company settled its litigation with Robert Kremer and Life Wellness, Inc. (and affiliated other parties) through the issuance of 5,000,000 (five million) shares of common stock of \$0.0001 each in the capital of FFPP; these shares will be subject to the customary resale restrictions of Rule 144.

The Company issued 20 million common shares to Dennis Hoffman on 8/3/2022. Mr. Hoffman will market the Company's products within the 27 countries of the European Union.

On 11/8/22 the Company issued 3,940,206 Preferred E shares via a conduit to acquire a German secure email service with 2.3 million users called FF24 Sustainability GmbH (formerly named OK.de).

Basis of Presentation

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in The United States of America and the rules and regulations of the Securities and Exchange Commission ("SEC").

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of condensed consolidated financial statements in conformity with U.S. generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. On an ongoing basis, we evaluate our estimates, including those related to provisions for transaction and credit losses, loss contingencies, income taxes, revenue recognition, and the valuation of goodwill and intangible assets. We base our estimates on historical experience and various other assumptions which we believe to be reasonable under the

circumstances.

Cash

Cash consists principally of currency on hand, and demand deposits at commercial banks. The Company had cash of \$45,064 on December 31, 2022, and \$28,670 on December 31, 2021.

Revenue Recognition

Revenue is recognized in accordance with SEC Staff Accounting Bulletin No. 104, “Revenue Recognition in Financial Statements”. The Company recognizes revenue when the significant risks and rewards of ownership have been transferred to the customer pursuant to applicable laws and a regulation, including factors such as when there is evidence of a sale arrangement, delivery has occurred, or service has been rendered, the price to the buyer is fixed or determinable, and collectability is reasonably assured.

Net Income or (Loss) Per Share of Common Stock

Basic and diluted loss per common share is based upon the weighted average number of common shares outstanding during the period computed under the provisions of Accounting Standards Codification subtopic 260-10, Earnings per Share (“ASC 260-10”). Diluted income (loss) per share includes the dilutive effects of common stock equivalents on an “as if converted” basis.

Goodwill

Goodwill is the purchase consideration of an acquired business in excess of the aggregate fair value of the identified net assets acquired. The Company allocates goodwill to the reporting unit(s) (generally defined as an operating segment or one level below an operating segment for which financial information is available and reviewed regularly by management) that are expected to benefit from the synergies of the business combination.

The goodwill of each reporting unit is reviewed for impairment annually or whenever events or circumstances indicate that it is more likely than not that the estimated fair value of a reporting unit is below its carrying value. Our annual impairment testing is completed in the fourth quarter. Impairment exists whenever the carrying value of goodwill exceeds its estimated fair value. Adverse changes in impairment indicators such as lower than forecast financial performance, increased competition, increased regulatory oversight, or unplanned changes in operations could result in impairment.

Intangible assets with a defined life are amortized over their useful lives in a manner that best reflects their economic benefit, which may include straight-line or accelerated methods of amortization. Intangible assets are reviewed for impairment quarterly and whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable and its carrying amount exceeds its fair value. The Company does not have indefinite-lived intangible assets other than goodwill.

Intangible Assets

Intangible assets are stated at the lesser of cost or fair value less accumulated amortization.

Fixed Assets

Property, plant and equipment and rental equipment are stated at cost and depreciated principally using the straight-line method over their estimated useful lives, which are 50 years for buildings, 10 to 20 years for building improvements, up to 3 years for internal use software development costs, 3 to 12 years for machinery and equipment and 4 to 6 years for rental equipment. Major improvements that add to the productive capacity or extend the life of an asset are capitalized while repairs and

maintenance are charged to expense. Leasehold improvements are amortized over the shorter of their estimated useful life or the remaining lease term. Fully depreciated assets are retained in fixed assets and accumulated depreciation until they are removed from service.

Depreciation expense was \$46,495 and \$0 for the years ended December 31, 2022, and 2021, respectively.

Foreign Currency Translation

Assets and liabilities of the Company's German operations are translated from Euros (the functional currency) into U.S. dollars (the reporting currency) at period-end exchange rates; equity transactions are translated at historical rates; and income and expenses are translated at weighted average exchange rates for the period. Net foreign currency exchange gains or losses resulting from such translations are excluded from the results of operations but are included in other comprehensive income and accumulated in a separate component of stockholders' deficit. Kindly note that, as a result of a change in German accounting rules, a \$107,768 prior period adjustment pertaining to the fourth quarter of 2021 was made.

Income Taxes

Income taxes represent amounts paid or estimated to be payable, net of amounts refunded or estimated to be refunded, for the current year and the change in deferred taxes, exclusive of amounts recorded in other comprehensive income.

Deferred income tax assets and liabilities are determined based on temporary differences between the financial reporting and tax bases of assets and liabilities and are recognized using enacted tax rates for the effect of such temporary differences. Deferred tax assets are reduced by a valuation allowance if it is more likely than not that some portion or all of the deferred tax asset will not be realized.

In accounting for uncertainty in income taxes of a tax position taken or expected to be taken in a tax return, the Company utilizes a recognition threshold and measurement attribute for the financial statement recognition and measurement. The recognition threshold requires the Company to determine whether it is more likely than not that a tax position will be sustained upon examination, including resolution of any related appeals or litigation processes, based on the technical merits of the position in order to record any financial statement benefit. If it is more likely than not that a tax position will be sustained, then the Company must measure the tax position to determine the amount of benefit to recognize in financial statements. The tax position is measured at the largest amount of benefit that is greater than 50% likely of being realized upon ultimate settlement. The Company recognizes interest and penalties accrued related to unrecognized tax benefits in income tax expense.

Fair Value of Instruments

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. Valuation techniques used to measure fair value must maximize the use of observable inputs and minimize the use of unobservable inputs. A fair value hierarchy has been established based on three levels of inputs, of which the first two are considered observable and the last unobservable.

- Level 1 - Quoted prices in active markets for identical assets or liabilities. These are typically obtained from real-time quotes for transactions in active exchange markets involving identical assets or liabilities.
- Level 2 - Inputs, other than quoted prices included within Level 1, which are observable for the

asset or liability, either directly or indirectly. These are typically obtained from readily-available pricing sources for comparable instruments.

- Level 3 - Unobservable inputs, where there is little or no market activity for the asset or liability. These inputs reflect the reporting entity's own assumptions of the data that market participants would use in pricing the asset or liability, based on the best information available in the circumstances.

Recently Issued Accounting Pronouncements

None that are applicable in fiscal 2022 to company operations.

NOTE 3 - GOING CONCERN

Under ASC 205-40, we have the responsibility to evaluate whether conditions and/or events raise substantial doubt about our ability to meet our future financial obligations as they become due within one year after the date that the financial statements are issued. As required by this standard, our evaluation shall initially not take into consideration the potential mitigating effects of our plans that have not been fully implemented as of the date the financial statements are issued.

In performing the first step of this assessment, we concluded that the following conditions raise substantial doubt about our ability to meet our financial obligations as they become due. We have a history of net losses for the period ended December 31, 2022; we had a cumulative net loss of \$889,020. For the period ended December 31, 2022, we had a negative working capital of \$3,124,458. We expect to continue to create limited working capital until such time as our operating segments generate sufficient cash to finance our operations and any debt service requirements.

In performing the second step of this assessment, we are required to evaluate whether our plans to mitigate the conditions above alleviate the substantial doubt about our ability to meet our obligations as they become due within one year after the date that the financial statements are issued. Our future plans include securing additional funding sources that may entail establishing corporate partnerships, establishing licensing revenue agreements, issuing additional convertible debentures or issuing public or private equity securities, including selling common stock through an at-the-market facility (ATM). There is no assurance that sufficient funds required during the next year or thereafter will be generated from operations or that funds will be available through external sources. The lack of additional capital resulting from the inability to generate cash flow from operations or to raise capital from external sources would force the Company to substantially curtail or cease operations and would, therefore, have a material effect on the business. Furthermore, there can be no assurance that any such required funds, if available, will be available on attractive terms or they will not have a significant dilutive effect on the Company's existing shareholders.

The accompanying consolidated financial statements have been prepared on a going-concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The accompanying consolidated financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from uncertainty related to our ability to continue as a going concern.

NOTE 4 - PROVISION FOR INCOME TAXES

The Company files income tax returns in the United States federal jurisdiction and certain state jurisdictions. We did not provide any current or deferred U.S. Federal Income Tax provision or benefit for any of the periods presented because we have experienced operating losses since the date of our

incorporation; we were, however, liable for \$5,256 and \$60,146 in *foreign taxes* for the years ended December 31, 2022 and December 31, 2021, respectively. Accounting for the Uncertainty in Income Taxes, when it is more likely than not that a tax asset cannot be realized through future income, the Company must allow for this future tax benefit. We provided full valuation allowance on the net deferred asset, consisting of net operating loss carried forwards, because management has determined that it is more likely than not that we will not earn income sufficient to realize the deferred assets during the carry-forward period.

NOTE 5 - PROVISION FOR INCOME TAXES

As previously noted, the Company purchased a Germany company whose functional currency is Euros (the numbers provided below balance sheets was translated at prevailing rates on December 31, 2022). The excess between the fair value of the preferred shares issued (\$3,940,206) and the fair value of the company bought, \$ 3867,459, was recorded to goodwill.

ASSETS:	
Cash	\$ 13,326
Miscellaneous receivables	127,658
Trade receivables	517,556
Total Current Assets	658,540
Capitalized software	3,198,225
Total Assets	\$ 3,856,765
LIABILITIES:	
Affiliated companies payable	
Other provisions	79,973
Taxes payable	3,664
Trade payables	3,700,381
Total Current Liabilities	3,784,018
Net Assets	\$ 72,747

NOTE 6 – SUBSEQUENT EVENTS

The Company evaluated subsequent events and transactions that occurred after the balance sheet date up to the date that the financial statements were issued.

ENDS.